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This is to certify that We,
F. O. Matthieson, Jno. E
Searles Jr., W. O. Havemeyer
Wm. Dick, and Theo. A. Havemeyer,

do hereby associate ourselves into a Com-
pany under and by virtue of the pro-
visions of an Act of the Legislature
of New Jersey entitled an Act concern-
ing corporations, approved April 7th
1875, and the several Supplements
thereto, and amendatory thereof, for the
purposes hereinafter mentioned and
to that end, we do by this our
certificate set forth -

First. That the name we have
assumed to designate such company
and to be used in its business and
dealings is -

"The American Sugar Refining Company"

Second. That the place in this
State where the business of such Com-
pany is to be conducted is Jersey
City in the County of Hudson, in
which the principal part of the busi-
ness of such Company within this

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State is to be transacted; that the principal place of business out of this State is to be situated in the City of Brooklyn, in the County of Kings in the State of New York; that the States of Maine, Massachusetts, Connecticut, New York, Pennsylvania, Louisiana, Missouri, California and Maryland, are the other States of the United States in which it proposes to carry on operations and that the objects for which said company is formed are the purchase, manufacture, refining and sale of sugar, molasses and melads and all lawful business incidental thereto.

That the business which is to be carried on out of this State, is a part of the purchase, manufacture, refining and sale of sugar, molasses and melads and all the lawful business incidental thereto.

Third. That the total amount of the capital stock of said Company is Fifty million dollars; the number of shares into which the same is divided is five hundred thousand, and the par value of each share is one hundred dollars.

That of this amount one-half will be general stock and one-half pre-

ferred stock and that the holders of such preferred stock shall be entitled to receive from the surplus or net profits arising from the business of the corporation a fixed yearly dividend of seven per centum payable semi-annually on the 2nd days of January and July in each year before any dividend shall be set apart or paid on the said general stock.

Should the surplus or net profits arising from the business of the corporation, prior to any dividend day, be insufficient to pay the dividend upon preferred stock, such dividend shall be payable from future profits and no dividend shall at any time be paid upon general stock until the full amount of seven per centum per annum up to that time upon all the preferred stock, shall have been paid or set apart. The holders of preferred stock shall be entitled to no dividends beyond the seven per centum aforesaid.

The amount with which said Company will commence business is eleven thousand dollars, all of which shall be general stock

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5 and which is divided into shares of the par value of one hundred dollars each.-

Fourth. The names and residences of the Stockholders and the amount of shares held by each are as follows, viz:-

<u>Names.</u>	<u>Residences.</u>	<u>Number of Shares.</u>
Theo. A. Havemeyer	Mahwah N.J. (Twenty)	20.
William Dick	Brooklyn N.Y. (Twenty)	20.
Joe B. Thomas	Boston Mass. (Twenty)	20.
F. O. Matthieson	New York N.Y. (Twenty)	20.
Geo. E. Searles Jr.	Brooklyn N.Y. (Ten)	10.
H. O. Havemeyer	Greenwich Conn. (Ten)	10.
Geo. C. Magoun	New York N.Y. (Ten)	10

Fifth. The period at which said Company shall commence is the unteenth unday of January 1891, and the period at which it shall terminate, is the unteenth day of January 1941.

Sixth. The Directors of said Company shall be classified in respect to the time for which they

shall severally hold office, in three

shall severally hold office, in three classes. Each class shall contain as near as may be one-third of the whole number of directors. At the first election of Directors, the first class shall be elected for a term of one year, the second class for a term of two years and the third class for a term of three years, and at each annual election after the first, the successors to the class of directors whose term expires in that year, shall be elected to hold office for the term of three years; so that the term of office of at least one class shall expire in each year.

In witness whereof, we have hereunto set our hands and seals the ~~ninth~~ day of January, one thousand eight hundred and ninety one.

J. M. Atkinson
 J. S. Charles
 J. S. Van Meter
 J. S. Dick
 J. S. Garrison

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...to the time for which they

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In witness whereof, we have hereunto set our hands and seals the ~~ninth~~ ^{fourth} day of January, one thousand eight hundred and ninety one.

F M Atkinson
Jas. E. Carter
J. B. Hamner
J. M. Dick
J. W. Hamner

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State of New York
City and County of New York } ss:

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Be it remembered that on this ninth day of January A.D. 1891, before me, Frank H. Runyon personally appeared, Francis O. Matthiessen, John E. Searles Jr., Henry O. Havemeyer, Theodore A. Havemeyer and William Dick, who I am satisfied are the persons named in and who acknowledged the foregoing certificate, and I having first made known to them the contents thereof they did each acknowledge that they signed, sealed and delivered the same as their voluntary act and deed.

In witness whereof I have herewith set my hand and affixed my official seal this 9th day of January, A.D. 1891.

Frank H. Runyon
Master in Chancery
of New Jersey.

A 2,545

X-20291

Certificate of Incorporation
11255 of the
American Sugar

Refining Company

Recorded in Book **11255**
of Corporation, in the office of
the Secretary of State, Page

Dated, January 9, 1891.

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Recorded in 1st book
of Ref. State office
Jan'y 9th 1891 in Book
11 of State Record

Almon M. Gray the
Clerk

Filed January 10, 1891

Almon M. Gray
Secretary of State

11255
C 2 1 2 5 6 etc.