

Price Two pence.  
Form No. 1 F.

Registered No. F. 18357/1

"THE COMPANIES ACTS, 1908 to 1917"

LIST OF DOCUMENTS PRESENTED FOR FILING

\*Insert Name of  
Company.

BY THE *National City Bank of New York*  
*(Incorporated in the State of New York*  
*in the United States of America)*

Pursuant to Section 274 of the Companies (Consolidation) Act, 1908.

Presented for filing

by *Luhlsbeck & Paves*

*21 Great St Helens*

*L. G. P.*



The\* National City Bank of New York  
incorporated in† The United States of America  
and which has a place of business in the United Kingdom, at 36 Bishopsgate,

**PRESENTS FOR FILING**, pursuant to Section 274 of the Companies (Consolidation) Act, 1908, the following documents:—

- To be filed ~~for~~ (1) *A certified copy of the Articles of Association of the National City Bank of New York*
- (2) *A certified copy of the By-laws of the National City Bank of New York*
- (3) *A certified copy of the Order of the Federal Reserve Board made at Washington on 2<sup>nd</sup> February 1920 and required under Section XXII of the above By-laws - sanctioning the establishment of a branch of the Bank in London.*
- (4) *Certified copy of the "Organization Certificate" of the National City Bank of New York*

The Copies and Translations (if any) above mentioned must be certified in the manner prescribed in the Regulations of the Board of Trade on that behalf, published in the "London Gazette" of the 1st April, 1919.

\* Insert Name of Company.

† Insert country of origin.

‡ For the particulars of the documents required to be filed, details of which are to be inserted here.

London, E. C. 3.

(B)†

(C)†

*The name and address of a person resident  
in the United Kingdom authorised under  
Section 274 (1) (c) of the Companies (Consolidation)  
Act 1908.*

Signature of the persons  
authorised under Section  
274 (1) (c) of the Com-  
panies (Consolidation)  
Act, 1908 (see back here-  
of), or of some other  
person in the United  
Kingdom duly authorised  
by the Company.

*John H. Main*

Date 3<sup>rd</sup> June 1920

No. 8048

United States of America



DEPARTMENT OF STATE

All to whom these presents shall come, Greeting:

Certify that the document hereunto annexed is under the Seal of the Treasury  
Department, and that such Seal is entitled to full faith and

In testimony whereof, I Robert Lansing

Secretary of State, have hereunto caused the Seal of the  
Department of State to be affixed and my name subscribed by  
the Chief Clerk of the said Department, at the City of  
Washington, this 13th day of  
February, 1920

\*FOR THE CONTENTS  
OF THE ANNEXED DOCU-  
MENT THE DEPARTMENT  
ASSUMES NO RESPONSIBI-  
LITY.

Robert Lansing  
Secretary of State.  
By Ben G. Davis  
Chief Clerk.

I hereby certify the foregoing authentic  
of the seal of the Department of State of the  
United States by Ben G. Davis, Chief Clerk  
of the said Department, to be true and genuine

William Swiny

H. M. Vice Consul  
Done at the British Vice Consulate,  
Washington, District of Columbia,  
United States of America,  
this 13 day of Feb A. D. 1920.



30

UNITED STATES OF AMERICA

Treasury Department,

Washington, D. C. February 12, 1920.

Pursuant to Section 882 of the Revised Statutes of the United States of America, I hereby certify that the signature of John Milton Williams as Comptroller of the Currency to the certificate dated February 10, 1920 hereto attached, is his genuine signature, and that the seal of the Office of the Comptroller of the Currency affixed thereto in attestation thereof is the official seal of the Comptroller of the Currency.

IN WITNESS WHEREOF, I have hereunto set my hand, and caused the seal of the Treasury Department to be affixed, on the day and year first above written.



*Paul W. Meyer*

Assistant Secretary of the Treasury.

*Wm*  
*McG*

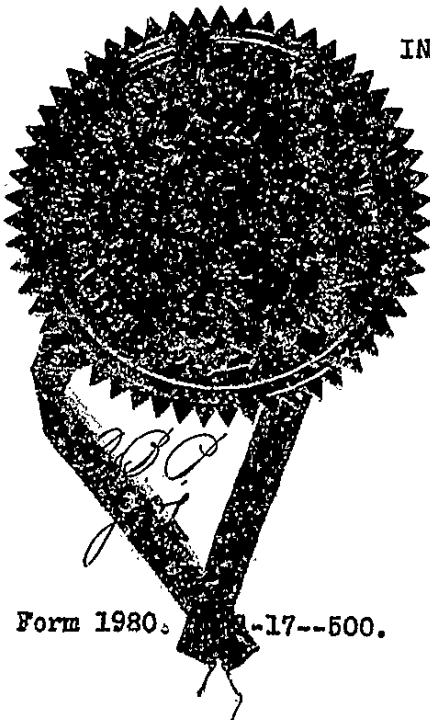
CERTIFICATE FOR CERTIFIED COPY.

TREASURY DEPARTMENT,  
Office of the  
Comptroller of the Currency.) } ss:

Under the provisions of Section 884 of the Revised Statutes of the United States, I, John Skelton Williams, Comptroller of the Currency, do hereby certify that the paper hereto attached is a true and complete copy of the original Organization Certificate of The National City Bank of New York, New York, N.Y., (Charter Number 1461), except the name and residence of and the number of shares of stock held by each stock holder,

and of the whole of such original on file and of record in this Office.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and caused my seal of office to be affixed to these presents at the Treasury Department, in the City of Washington and District of Columbia, this Tenth day of February, A. D. 1920.



John Skelton Williams  
Comptroller of the Currency.

Form 1980. 2-17--500.

INDISTINCT ORIGINAL

5ct  
Int. Rev. Stamp  
1865  
July 5.  
CITY BANK.

738

1855  
TA

~~The National City Bank of New York~~

### Organization Certificate.

We, the undersigned, The Directors of The City Bank of New York located in the City of New York in the State of New York do hereby declare that the owners of two-thirds of the Capital Stock of said Bank have authorized the Directors of said Bank to make the necessary Organization Certificate and to change and convert the said Bank into a National Association, under the provisions of the Act of Congress entitled "An Act to provide a National Currency, secured by a pledge of United States Bonds, and to provide for the circulation and redemption thereof," approved June 3, 1864, and by virtue of said authority, and in accordance with the provisions and requirements of the forty-fourth section of said Act, we do hereby make and execute this Organization Certificate.



#### FIRST.

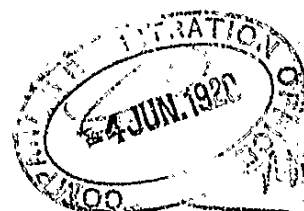
The name and title of this Association shall be THE NATIONAL CITY BANK OF NEW YORK.

#### SECOND.

The said Association shall be located and continued in the City of New York, County of New York and State of New York where its operations of discount and deposit are to be carried on.

#### THIRD.

The capital stock of this Association shall be One Million of Dollars (\$1,000,000), and the same shall be divided into Ten thousand shares of One hundred Dollars each, as it is now divided in the said The City Bank of New York.



FOURTH.

Int. Rev. Stamp

1865

July 5,

CITY BANK.

The name and residence of each of the Stockholders of the said The City Bank of New York which is to become a National Bank under the provisions of the Act of Congress aforesaid, and the number of shares of One hundred Dollars each, held by each Stockholder, are as follows:

FIFTH.

This certificate is made, in order that the said The City Bank of New York, and the Stockholders thereof, may avail themselves of the advantages of the aforesaid Act, and that the said The City Bank of New York may be changed and converted into a National Banking Association under the name and title of The National City Bank of New York.

IN WITNESS WHEREOF we have hereunto set our hands, this Fifth day of July, eighteen hundred and sixty-five.

MOSES TAYLOR,  
TARRANT PUTNAM,  
J. H. BROWER,  
LOUIS A. VON HOFFMANN,  
GEORGE GREER,  
JOHN ALSTYNE,  
HENRY PARISH,  
JOHN J. PHELPS,  
JOHN J. CISCO.



UNITED STATES OF AMERICA  
 STATE OF NEW YORK, } SS.  
 CITY AND COUNTY OF NEW YORK.

On this <sup>Fifth</sup> day of July in the year of our Lord one thousand eight hundred and sixty-five personally came before me a Notary Public in and for the State of New York, dwelling in the City of New York, Moses Taylor, Tarrant Putnam, John H. Brower, John J. Cisco, Louis A. van Hoffmann, George Greer, John Alstyne, John J. Phelps and Henry Parish, Directors of The City Bank of New York, to me well known, who severally acknowledged that they executed the foregoing Certificate for the purposes therein mentioned.

Witness my hand and seal of office the day and year aforesaid.

WM. WALTER PHELPS.

Notary Public,  
 County of New York.

Wm. Walter Phelps  
 New York  
 Notary  
 Public

5c.  
 Int. Rev. Stamp  
 1865  
 July 5  
 City Bank

Certified Copy

-of-

ORGANIZATION CERTIFICATE

of

THE NATIONAL CITY BANK OF NEW YORK.

---

Dated, July 5, 1865.

12

739

4 JUN 1920



A 5s. Companies Registration Fee Stamp must be impressed here.

"THE COMPANIES ACTS, 1908 to 1917."

RETURN, pursuant to Section 274 of the Companies (Consolidation) Act, 1908, by—

\* Insert name of Company.

The\* National City Bank of New York

† Insert country of origin.

incorporated in † the United States of America

which has a place of business in the United Kingdom at.....

36 Bishopsgate, London, E.C. 2

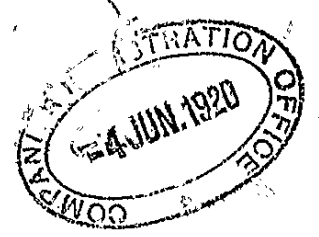
OF THE NAMES and addresses of some one or more persons resident in the United Kingdom authorised to accept on behalf of the Company service of process and any notices required to be served on the Company.

Presented for filing

by Wickham & Paines

21 St. Helen's

E.C. 3.



79

List of Persons authorised to accept

Names of Persons

John Kimmont Inori

Reserved for binding.

Service on behalf of the Company.

Addresses	Descriptions or Occupations
36 Bishopsgate, London, E. C. 2.	Banker

Signature of the persons  
authorised under Section  
274 (1) (c) of the Com-  
panies (Consolidation)  
Act, 1908, or of some  
other person in the  
United Kingdom duly  
authorised by the Com-  
pany.

*John A. ...*

Date *22 June 1920*

Reserved for binding.

Reserved for binding.

PLEASE NOTE CHANGE OF ADDRESS.

**LINKLATERS & PAINES.**

TELEPHONE: AVENUE (078.  
070.

Telegrams: Thomedhar, Led, London.

LINKLATER & CO.  
AT 2, BOND COURT, E.C.

H. LACY ADDISON  
HAROLD G. BROWN  
GERALD L. ADDISON  
FRED. H. E. DRANSON  
H. P. SUITEER  
RALEGH G. PHILLIPPS

PAINES, BLYTH & HUXTABLE  
AT 21, GREAT ST. HELEN'S, E.C.

J. E. HUXTABLE  
HARRY KNOX  
H. M. COHEN

By hand  
Encs.

21, GREAT ST. HELEN'S,

LONDON, E.C. 3.

HMC

3rd June 1920.

Dear Sir,

National City Bank of New York

We send herewith the certified copies relating to the constitution of the above Company, and also the name of Mr. J. K. Moir as the person authorised to accept service of Notices etc. on behalf of the Company.

We cannot at the moment send you a List of the Directors, because we understand you insist upon having the full names and usual residential addresses of all the Directors, whereas in some cases we have only initials and business addresses. The form, however, has been sent out to the United States for completion, and will be filed as soon as it is received back.

Meantime we shall be obliged if you will file the documents presented with this letter.

Yours faithfully,

*Linklaters & Paines*

The Registrar of Joint Stock Companies,  
Companies Department,  
Somerset House,  
W. C. 2.

1834 7 / 3  
49534  
930  
14 JUL 1920

BY-LAWS

OF

The National City Bank of New York

ARTICLE I.

MEETINGS OF SHAREHOLDERS

SECTION 1. Annual Meeting. The regular annual meeting of the shareholders, for the election of directors and the transaction of such other business as may come before the meeting, shall be held at the banking house of the Association on the second Tuesday in January, in each year. If, for any cause, such meeting is not held on that day, the Board of Directors shall order the election to be held on some subsequent day, as soon thereafter as practicable. Thirty days' prior notice of any regular meeting or special election shall be given by publication in a newspaper of general circulation published in the City and County of New York. A copy of the notice of such meeting or special election shall also be mailed, postage prepaid, at least thirty days prior to the date of such meeting or special election, addressed to each shareholder at his address appearing on the books of the Association; but any failure to mail such notice or any irregularity therein shall not affect the validity of such meeting or special election or of any of the proceedings thereat.

SECTION 2. Special Meetings. The Cashier shall call a special meeting of the shareholders, at any time, upon the order of the Board of Directors or of the President or other officer for the time being acting as President; and he shall also call a special meeting whenever requested in writing by the registered holders of not less than forty per cent of the outstanding capital stock. Unless otherwise required by law, notice of any such special meeting shall be sufficiently given, if mailed, postage prepaid, not less than ten days before the meeting, to each shareholder at his address appearing on the books of the Association.

SECTION 3. Judges of Election. Every election of directors shall be managed, by three judges, who shall be appointed from among the shareholders



by the Board of Directors. The judges of election shall hold and conduct the election at which they are appointed to serve; and, after the election, they shall file with the Cashier a certificate under their hands, certifying the result thereof and the names of the directors elected.

SECTION 4. Quorum. A majority of the outstanding capital stock, represented in person or by proxy, shall constitute a quorum at any meeting of shareholders, unless otherwise provided by law; but less than a quorum may adjourn any meeting, from time to time, and the meeting may be held, as adjourned, without further notice. A majority of the votes cast shall decide every question or matter submitted to the shareholders at any meeting, unless otherwise provided by law.

## ARTICLE II.

### DIRECTORS.

SECTION 1. Number. All corporate powers shall be vested in and exercised by a Board of Directors composed of not less than seven nor more than twenty-five members; and the number of directors to be elected each year at the annual meeting of shareholders shall be determined by the Board of Directors at a meeting held prior to such annual meeting.

SECTION 2. Organization Meeting. The Cashier, upon receiving the certificate of the judges, of the result of any election, shall notify the directors-elect of their election and of the time at which they are required to meet at the banking house of the Association for the purpose of organizing the new Board and electing and appointing officers of the Association for the succeeding year. Such meeting shall be appointed to be held on the day of the election or as soon thereafter as practicable, and, in any event, within thirty days thereof. If, at the time fixed for such meeting, there shall not be a quorum present, the directors present may adjourn the meeting, from time to time, until a quorum is obtained.

SECTION 3. Regular Meetings. The Board of Directors shall hold a regular meeting, without notice, on Tuesday in each week, at 1:30 o'clock, P. M. Should the day appointed for a regular meeting fall on a legal holiday, the meeting shall be held at the same time on the next day not a legal holiday or on such other day as the Board may have ordered at the next previous meeting.



SECTION 4. Special Meetings. A special meeting of the Board of Directors may be called at any time by the Chairman of the Board or the President; and such meeting shall be called by either of said officers, or by the Cashier, on the written request of any three members of the Board. Notice of any special meeting may be given in writing, either by mailing or telegraphing the same to each director, at his address appearing on the books of the Association, on or before the second day preceding the meeting, or by delivering the same to him personally on or before the day preceding the meeting, or by leaving the same at his place of business in the City of New York, before 5 o'clock, P. M., or at his residence in the said city, before 9 o'clock, P. M., on the day preceding the meeting; provided, that if any director has neither a place of business nor a residence in the City of New York, such notice may be sent by telegraph at any time during the day preceding the meeting, to his address appearing on the books of the Association.

SECTION 5. Quorum. A majority of the directors shall constitute a quorum at any meeting, except when otherwise provided by law; but a less number may adjourn any meeting, from time to time, and the meeting may be held, as adjourned, without further notice.

SECTION 6. Vacancies. When any vacancy occurs among the directors the remaining members of the Board may elect a director to fill such vacancy, at any regular meeting of the Board, or at a special meeting called for that purpose.

SECTION 7. Directors' Fees. For attendance at any meeting of the Board, regular or special, and for attendance at any meeting of any committee of the Board, unless the Board of Directors shall otherwise direct, there shall be divided among the directors present a sum equal to Twenty Dollars multiplied by a number equal to the whole number of directors at the time constituting the Board or such committee, as the case may be.

### ARTICLE III.

#### COMMITTEES OF THE BOARD.

SECTION 1. Executive Committee. There shall be an Executive Committee, to be appointed by the Board of Directors, from time to time, and to hold office during its pleasure, composed of not less than five members of the Board and of the President ex officio. The Executive Committee shall have and may

exercise, when the Board of Directors is not in session, all the powers of the Board that may lawfully be delegated. The Executive Committee may make rules for holding and conducting its meetings and keeping the records thereof, and it shall regularly report its actions to the Board. All acts done and powers conferred by the Executive Committee, from time to time, within the scope of its authority, shall be deemed to be, and may be certified as being, done or conferred under authority of the Board.

SECTION 2. Examining Committee. There shall be an Examining Committee, composed of not less than five members of the Board of Directors, to be appointed by the Board every six months, or oftener in its discretion, and to hold office during its pleasure. It shall be the duty of the Examining Committee to examine into the affairs of the Association, and to compare its assets and liabilities with the balances of the general ledger, for the purpose of ascertaining whether or not the books are correctly kept and the actual condition of the Association corresponds therewith, and whether or not the Association is in a sound and solvent condition; and the result of any such examination shall be reported to the Board of Directors and spread on the minutes at the next regular meeting of the Board thereafter.

SECTION 3. Other Committees. The Board of Directors may appoint, from time to time, from its own members, other committees of one or more persons, for such purposes and with such powers as the Board may determine.

#### ARTICLE IV.

##### OFFICERS AND AGENTS.

SECTION 1. Officers. The officers of the Association to be elected or appointed by the Board of Directors shall be a President (who must be a director), three or more Executive Managers, one of whom shall be the General Executive Manager, a Comptroller, one or more Vice-Presidents, a Cashier, one or more Assistant Vice-Presidents, one or more Assistant Cashiers, and such other officers as, from time to time, may appear to the Board of Directors to be necessary or desirable in the conduct of the affairs of the Association. The Board may also, in its discretion, create the office of Chairman of the Board of Directors and may elect to such office one of its members.

SECTION 2. Clerks and Agents. The Board of Directors may appoint, from time to time, such Paying Tellers, Receiving Tellers, Note Tellers, Book-

keepers and other clerks, agents and employees as it may deem advisable for the prompt and orderly transaction of the business of the Association, and may prescribe the duties of each, subject to the provisions of these By-Laws; and it may delegate to the President, or to any other officer of the Association, authority to appoint and dismiss such clerks, agents and employees and to prescribe their duties.

SECTION 3. Term of Office. The President shall hold office (unless he shall become disqualified or be sooner removed by a two-thirds vote of all the members of the Board) for the term for which he was elected a director. All other officers, clerks, agents and employees elected or appointed by the Board of Directors, or under its authority, shall hold office at the pleasure of the Board.

SECTION 4. Powers and Duties of Chairman of the Board. The Chairman of the Board of Directors shall preside at all meetings of the directors, and shall perform such other duties as may, from time to time, be assigned to him by the Board.

SECTION 5. Powers and Duties of President. The President shall be the chief executive officer of the Association, and shall be ex officio an Executive Manager and a member of the Executive Committee, and shall also have such other powers and duties as are provided in these By-Laws and as may, from time to time, be prescribed by the Board of Directors. In the absence of the Chairman of the Board, he shall preside at all meetings of the Board of Directors.

SECTION 6. Powers and duties of Executive Managers. The Executive Managers shall have, under the President, the general and active administration of the business and affairs of the Association, and may severally exercise any of the powers of any other officer, except those expressly reserved by law to specific officers. One of their number, to be appointed by the Board of Directors, from time to time, shall be known as the General Executive Manager, and, in the absence of the President, shall exercise his powers and perform his duties.

SECTION 7. Powers and Duties of the Cashier. The Cashier shall be the Secretary of the Board of Directors, shall keep accurate minutes of all meetings of the shareholders and of the Board, and shall attend to the giving of all notices required by these By-Laws to be given, except as herein otherwise provided. He shall be responsible for all moneys, funds and valuables

of the Association, and shall be the custodian of the corporate seal, records, documents and papers of the Association, unless otherwise provided by these By-Laws or by the Board of Directors. It shall be his duty to provide for the keeping of proper records of all transactions of the Association; to report to the Board of Directors at each regular meeting the condition of the Association as shown by the daily statement at the close of business on the preceding day; to submit to the Board of Directors or the Executive Committee, when requested, a detailed statement of the expenses of the Association; and to perform such other duties as may be assigned to him, from time to time, by the Board of Directors or the Executive Committee. He shall maintain strict discipline and observe carefully the conduct of all persons employed under him, and report to the President or the General Executive Manager promptly such evidence of incapacity or bad conduct as he may observe.

SECTION 8. Powers and Duties of other Officers. All other officers shall respectively exercise such powers and perform such duties as the Board of Directors shall, from time to time, prescribe.

#### ARTICLE V.

##### MISCELLANEOUS PROVISIONS.

SECTION 1. Fidelity Bonds. Every officer, agent, clerk or employee of the Association shall give bond for the faithful performance of his duties in such form and amount as may be approved by the Executive Committee. The premiums on such bonds shall be paid by the Association.

SECTION 2. Conveyances of Real Estate. All transfers and conveyances of real estate shall be executed on behalf of the Association, upon the direction of the Board of Directors or the Executive Committee, by the President or an Executive Manager, under the seal of the Association, attested by the Cashier or an Assistant Cashier, unless the Board of Directors or Executive Committee shall otherwise direct.

SECTION 3. Records. The Articles of Association, the By-Laws and the proceedings of all meetings of the shareholders, the Board of Directors, the Executive Committee, and any other standing committee of the Board, shall be recorded in appropriate minute books provided for the purpose. The minutes of each meeting shall be signed by the Cashier or other officer appointed to act as Secretary of the meeting.

SECTION 4. Banking Hours. The Bank shall be open for business from 10 o'clock A. M., to 3 o'clock, P. M., on each day of the year, excepting Sundays and such days or parts of days as may be recognized by the laws of the State of New York as legal holidays.

## ARTICLE VI.

### FOREIGN BRANCHES.

SECTION 1. Establishment. The Board of Directors is authorized to establish branches in foreign countries and in dependencies of the United States of America, subject to the approval of the Federal Reserve Board, and to set aside, from time to time, so much of the capital of the Association as it may deem advisable for the conduct of each branch.

SECTION 2. Management. The affairs of such branches shall be under the immediate supervision and control of the President and of the Executive Managers, and of such Vice-President or other officer or officers as the President or the General Executive Manager may designate; and the President or the General Executive Manager is authorized, with the approval of the Board of Directors, to appoint such managers, sub-managers or other agents as he may deem necessary, who shall conduct the business of the several branches, subject to the rules and regulations which the President or the General Executive Manager shall promulgate from time to time. With like approval of the Board, the President or the General Executive Manager may also cause such powers of attorney to be given to such persons as he may deem necessary for the proper conduct of the business of the Association at its several branches wherever established.

SECTION 3. Custody of Funds. The funds of each branch shall be kept in the custody of its manager or other agent in charge thereof, or in such depositories as he may select, subject to the approval of the President or such officer as he may designate.

SECTION 4. Books and Reports. At each branch, the manager or agent in charge thereof shall keep, or cause to be kept, full and regular books of account, which shall at all times be open to inspection by the Association, through its proper officers or accountants or by the proper officers of the Government of the United States of America. All the transactions of the Association at the several branches shall be reported promptly to the Association by the manager or agent in charge thereof.

## ARTICLE VII.

### TRUST DEPARTMENT.

SECTION 1. Exercise of Fiduciary Powers. All fiduciary powers of the Association shall be exercised through the Trust Department, subject to such regulations as the Federal Reserve Board shall from time to time establish. All the books and records of the Trust Department shall be kept separate and distinct from the other books and records of the Association.

SECTION 2. Vice-President in Charge. The Board of Directors shall appoint a Vice-President, who shall have charge of all the operations of the Trust Department. He shall make weekly reports in writing to the Executive Committee of all important transactions of the Trust Department, and especially of all sales and purchases of investment securities belonging to trust estates.

SECTION 3. Trust Officers. The Board of Directors may appoint, from time to time, a Trust Officer and one or more Assistant Trust Officers, who shall exercise such powers and perform such duties as are prescribed in these By-Laws or as may be assigned to them by the Board of Directors or by the President or any Executive Manager or by the Vice-President in charge of the Trust Department.

SECTION 4. Execution of Instruments. All agreements, indentures, mortgages, deeds, conveyances, transfers, certificates, declarations, receipts, discharges, satisfactions, settlements, petitions, schedules, accounts, affidavits, bonds, undertakings, proxies and other instruments or documents in connection with the exercise of any of the fiduciary powers of the Association, may be signed, executed, acknowledged, verified, delivered or accepted in behalf of the Association by the President or any Executive Manager or any Vice-President, and the seal of the Association may be affixed thereto and attested by the Cashier or any Assistant Cashier.

SECTION 5. Authentication and Signature of Instruments. All authentications or certifications by the Association, as Trustee under any mortgage, deed of trust or other instrument securing bonds, debentures, notes or other obligations of any corporation, and all certificates as Registrar or Transfer Agent, and all certificates of deposit for stocks and bonds, and interim certificates, and trust certificates, may be signed or countersigned in behalf of the Association by the President or any Executive Manager or any Vice-President.

## ARTICLE VII.

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SECTION 5. Authentication and Signature of Instruments. All authentications or certifications by the Association, as Trustee under any mortgage, deed of trust or other instrument securing bonds, debentures, notes or other obligations of any corporation, and all certificates as Registrar or Transfer Agent, and all certificates of deposit for stocks and bonds, and interim certificates, and trust certificates, may be signed or countersigned in behalf of the Association by the President or any Executive Manager or any Vice-President.

dent or Assistant Vice-President, or by the Cashier or any Assistant Cashier, or by the Trust Officer or any Assistant Trust Officer, or by any other person appointed by the Board of Directors.

SECTION 6. Securities and Investments. The securities and investments held in each trust shall be kept separate and distinct from the securities owned by the Association, and separate and distinct from one another. Trust securities and investments shall be held in the joint custody of two or more officers or other employees designated by the Board of Directors from time to time.

SECTION 7. Investment Committee. There shall be an Investment Committee composed of three members of the Board of Directors, appointed by the Board for that purpose; and all investments of trust funds shall be approved in writing by at least two members of said Committee.

## ARTICLE VIII.

### STOCK AND STOCK CERTIFICATES.

SECTION 1. Transfers. Shares of stock shall be transferable only on the books of the Association, subject to the provisions of The National Bank Act, and a transfer book shall be kept, in which all transfers of stock shall be recorded. No stock shall be voted at any election which shall have been transferred within fifteen days prior to such election.

SECTION 2. Stock Certificates. Certificates of stock shall be signed by the President or an Executive Manager or a Vice-President, and countersigned by the Cashier or an Assistant Cashier, and the seal of the Association shall be impressed thereon. Each certificate shall recite on its face that the stock represented thereby is transferable only upon the books of the Association by the holder thereof or his attorney, upon surrender of the certificate.



ARTICLE IX.CORPORATE SEAL.

The Cashier or any Assistant Cashier shall have authority to affix the corporate seal to any document requiring such seal, and to attest the same. Such seal shall be substantially in the following form:

ARTICLE X.FISCAL YEAR.

The fiscal year of the Association shall be the calendar year.

ARTICLE XI.By-Laws.

SECTION 1. Inspection. A copy of the By-Laws, with all amendments thereto, shall at all times be kept in a convenient place in the banking house of the Association, and shall be open for inspection to all shareholders, during banking hours.

SECTION 2. Repeal. These By-Laws shall take effect as of February 17, 1920; and all previous by-laws are repealed as of that date.

SECTION 3. Amendments. These By-Laws may be amended, altered or repealed, at any regular meeting of the Board of Directors, by a vote of a majority of the whole number of the Directors.

I hereby certify that the foregoing is a true and correct copy of the By-Laws of The National City Bank of New York, which are now in force, and that they were duly adopted by a unanimous vote of the Board of Directors, at a regular meeting, duly held at the office of the Bank on Tuesday, February 17, 1920, at which more than two-thirds of the said Board of Directors, or sixteen out of a total number of twenty-three Directors, were present.

New York, April 22nd, 1920.

*Nathan C. Lenfestey*  
Cashier and Secretary of Board of Directors.

STATE OF NEW YORK,  
COUNTY OF NEW YORK.

On this 22nd day of April, 1920, before me, a Notary Public, personally came Nathan C. Lenfestey, to me known and known to me to be the Cashier and Secretary of the Board of Directors of The National City Bank of New York, the person who executed the above certificate, and acknowledged to me that he executed the same.

*Blanche Curtin*

Notary Public, New York Co. No. 473  
New York Co. Register No. 1507  
Certificate filed in Kings Co. No. 91  
Kings Co. Register No. 1200  
Consulate General, NEW YORK, U. S. A.  
My term expires March 30, 1921.

I certify that the above are the Signature and Seal  
of *Blanche Curtin* a Notary Public  
for the County of *New York* State of  
*New York* U. S. A., this *Twenty-second*  
day of *April* 1920

For the contents of this document His Britannic

Consulate General assumes no responsibility.



*W. J. James*  
British Consul,  
at New York City, in the  
United States of America



State of New York, } ss.:  
County of New York, }

No. 2238 ..... Series B

I, WILLIAM F. SCHNEIDER, Clerk of the County of New York, and also Clerk of the Supreme Court for said County, the same being a Court of Record, DO HEREBY CERTIFY, that

*Blanche Curtis*

is a Notary Public in and for said county, appointed pursuant to the laws of this State; that his term of office commenced on the 31 day of March 1918 and expires on the 20 day of March 1921; and that full faith and credence should be given to all his official acts. I further certify that the signature of said Notary Public is on file in this office, and I verily believe that the signature attached hereto is genuine.

IN TESTIMONY WHEREOF, I have hereunto set my hand and have affixed the seal of the said Court and County, this 3 day of April 1920.

*Wm F Schneider*  
Clerk.



STATE OF NEW YORK,  
COUNTY OF NEW YORK.

NATHAN C. LENFESTEY, being duly sworn says:

I am the Cashier and Secretary of the Board of Directors of The National City Bank of New York, the corporation referred to in the foregoing copy of its By-laws. Such copy is a true, correct and complete copy of the original By-laws of The National City Bank of New York, with the amendments up to the present time, which original By-laws are in my custody.

Sworn to before me,  
June 24<sup>th</sup>, 1920.

*Blanche Curtin*

Notary Public, New York Co. No. 473  
New York Co. Register No. 1807  
Certificate filed in Kings Co. No. 61  
Kings Co. Register No. 1200  
Certificate filed in Queens Co. No. 43  
Queens Co. Register No. 2178  
My term expires March 30, 1921.

*Nathan C. Lenfestey*

BRITISH CONSULATE GENERAL, NEW YORK

I certify that the above are the Signature and Seal of *Blanche Curtin* — a Notary Public for the County of *New York* — State of *New York* U. S. A., this *Twenty fifth* day of *June* A.D. 1920.

For the contents of this document His Britannic

Majesty's Consulate General assumes no responsibility.



*W. James*

Resident in New York City, in the British Consulate of America

of New York,  
City of New York, } ss.:

No. 13556

Series B

I, WILLIAM F. SCHNEIDER, Clerk of the County of New York, and also Clerk of the Supreme Court for the said County, the same being a Court of Record, DO HEREBY CERTIFY, that

*Blanche Burton*

.....  
is a Notary Public in and for said county, appointed pursuant to the laws of this State; that his term of office commenced on the 31st day of March, 1919, and expires on the 30th day of March, 1920; and that full faith and credence should be given to all his official acts. I further certify that the signature of said Notary Public is on file in this office, and I verily believe that the signature attached hereto is genuine.

IN TESTIMONY WHEREOF, I have hereunto set my hand and have affixed the seal of the said Court and County, this..... day of..... 1920

*W. F. Schneider*  
.....  
Clerk.

Certified Copy

-of-

BY - LAWS

-of-

THE NATIONAL CITY BANK OF NEW YORK.

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Certified, April 22, 1920.