

# Exhibit "All"

## LIST OF STOCKHOLDERS PRESENT AND BY PROXY AT SPECIAL MEETING OF STOCKHAM PIPE & FITTINGS COMPANY HELD

Exhibit "A"

April 19, 1920.

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### STOCKHOLDERS PRESENT.

W. H. Stockham-----	C. 771	P. 21----	792
E. C. Stockham-----	C. 69	P. 20----	89
R. C. Foster -----	C. 60	-----	60
J. F. Knapp -----	--	P. 20----	20
W. A. Abercrombie ----	--	P. 12----	12 973

### STOCKHOLDERS REPRESENTED BY PROXY.

	Theodore P. Randolph---	C. 60	P. 10----	70
	C. Lillian Hinder -----	--	P. 92----	92
Mrs.	Lida Hood Talbot-----	--	P. 11----	11
	George B. Ward -----	--	P. 30----	30
	T. H. Benner -----	--	P. 10----	10
	Charles Abrahams -----	--	P. 20----	20
	E. E. Woodford -----	--	P. 30----	30
Mrs.	M. A. Berndt -----	--	P. 10----	10
	Richard Stockham-----	--	P. 2----	2
	A. W. Ballard -----	--	P. 90----	90 365
				1338
			350	378

Issued: Common-----986 Shares  
Preferred-----448 " "  
TOTAL-----1434 "

"II. To consider changing, by unanimous consent, the privileges of the present preferred stock, and the terms, conditions and privileges of the increased issue.

"III. Any other legitimate corporate purpose that may be proposed."

This written waiver was ordered to be filed with the records of the Company. -

The Chairman having announced that the meeting was ready for business, . . . the following resolution was introduced, seconded and unanimously adopted:

RESOLVED, That the authorized preferred stock of this Company be increased by 500 shares, of the par value of \$50,000; that is to say, that the authorized preferred stock of the Company be increased from 500 shares, of the par value of \$50,000, to 1,000 shares, of the par value of \$100,000, the same to be subject to the conditions and to enjoy the privileges this day fixed and defined for all of the preferred stock of the Company, by unanimous vote of the stockholders of the Company.

RESOLVED, FURTHER, That the preferred stock of the Company, hereby or heretofore authorized, be issued subject to the approval and upon the direction of the Directors and pursuant to law, each present stockholders of the Company to be entitled to the privilege of taking such preferred stock in proportion to the amount of common stock held by him, or a less amount if he should desire it, before the preferred stock is offered to the public; and, in order to avail themselves of this privilege, the present holders of the common stock are hereby required to file, with the Secretary of the Company, within twenty days, a statement in writing of their desire to avail themselves of this privilege.

RESOLVED, FURTHER, That, pursuant to Section 3479 of the Code of Alabama, of 1907, the preferred stock of the Company shall not be issued so that at any one time the total outstanding preferred stock shall exceed two-thirds of the capital stock paid for in cash or property.

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Filed in Office

MAY 6 1920  
WM. P. COBB.  
Secretary of State.

Birmingham, Alabama, April 19, 1920.

Pursuant to a resolution adopted by the Board of Directors of Stockham Pipe & Fittings Company, a corporation, on March 15, 1920 and also to a thirty days notice published in the Birmingham Ledger, which notice was published once a week for four consecutive weeks in said newspaper and which notice of said meeting has also been given by the Secretary of the Corporation mailing a notice to each of the stockholders of said Corporation more than thirty days before this date, in all of which notices the time, place and purpose of this meeting were stated,

A special meeting of the stockholders of said Stockham Pipe & Fittings Company was this day held at the office of the Company in the city of Birmingham, Alabama.

W. H. Stockham, the President of the Corporation, presided over the meeting and R. C. Foster its Secretary acted as secretary of the meeting.

The Secretary reported that there were present in person and by written proxy 1338 shares of the capital stock of the Corporation, a list of the owners of same, together with the respective number of shares owned by them is hereto attached and marked "Exhibit A" to the minutes of this meeting, the said number of shares present representing more than two thirds in value of the outstanding and issued capital stock of the Company.

The President stated the purpose for which the meeting was called and thereupon the following resolutions were unanimously adopted:

I. Resolved that the capital stock of this Corporation be and the same is hereby increased from three hundred thousand dollars to five million dollars and that the increase in capital stock shall consist of thirty-eight thousand shares of common stock of the par value of one hundred dollars per share and nine thousand shares cumulative preferred stock of the par value of one hundred dollars per share.

II. Be it further resolved; that from and after the date of this

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To the Secretary of State of Alabama;

The undersigned, Wm. H. Stockham as President, and R. C. Foster as Secretary of Stockham Pipe & Fittings Company, a Corporation organized under the laws of Alabama and whose certificate of incorporation is filed in the Office of the Probate Judge of Jefferson County, Alabama and the said Stockham Pipe and Fittings Company, do hereby certify that the foregoing and attached sheets are a true, correct and exact copy of the minutes of a Stockholders meeting of said corporation, held this day at the office of the Company in the city of Birmingham, Alabama, and that at said meeting the Capital stock of said corporation was increased from Three Hundred Thousand Dollars to Five Million Dollars and that the increase in said capital stock consists of Three Million, Eight Hundred Thousand Dollars of Common stock and Nine Hundred Thousand Dollars of Preferred stock as set forth in the resolutions adopted at said meeting and shown in the foregoing minutes, and this certificate is filed in the office of the Secretary of State of Alabama for the purpose of legally effectuating the said increase of said Capital stock and the issuance of said Preferred stock and as provided by law in such cases.

In witness whereof the said Wm. H. Stockham as President and R. C. Foster as Secretary of said Stockham Pipe and Fittings Company and said Stockham Pipe and Fittings Company, by Wm. H. Stockham, its President. have hereunto set their signatures and the seal of said Corporation on this April 19th, 1920.

Stockham Pipe & Fittings Company,

By, Wm. H. Stockham

Its President.

Wm. H. Stockham

As President of Stockham Pipe & Fittings Company.

R. C. Foster

As Secretary of Stockham Pipe & Fittings Company.

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