

The State of South Carolina

CHARTER

1319

EXECUTIVE DEPARTMENT FEB 22 11 09 AM 1954 BY THE SECRETARY OF STATE

WHEREAS, J. M. PERRY AND D. B. CLEVELAND, BOTH OF GREENVILLE, S. C.

did on the 20th. day of February, 1954, file with the Secretary of State a written Declaration, signed by themselves, setting forth:

FIRST: That their names and residences are as above given.

SECOND: That the name of the proposed corporation is

GREENVILLE (S. C.) THOM McAN, INC.

THIRD: That the principal place of business is

City of Greenville, South Carolina

FOURTH: That the general nature of the business which it is proposed to do is as follows:

(1) To manufacture, buy, sell and generally deal in shoes, apparel and accessories of every nature and description and in goods, wares and merchandise of every other kind and description; and

(2) As principal to purchase, take on lease or sublease and otherwise acquire, use and generally deal in and with retail shoe stores and other real estate of every other kind and description and any interests and rights therein.

FIFTH: That the amount of the capital stock is one hundred (100) shares, all of which shares shall be without nominal or par value and shall be payable in money or labor or property at the consideration fixed from time to time by the Board of Directors

SIXTH: That the number of shares into which the capital stock is divided is one hundred (100)

~~of the par value of~~ without nominal or par value. - - - - - Dollars.

SEVENTH: That, after due notice, a meeting of the subscribers was held on the 19th. day of February, 1954, at which a majority of all stock in value being present in person or by proxy, the following were elected directors: J. M. Perry, Robert S. Galloway, Jr., Charlene Teague and L. P. Gilliam

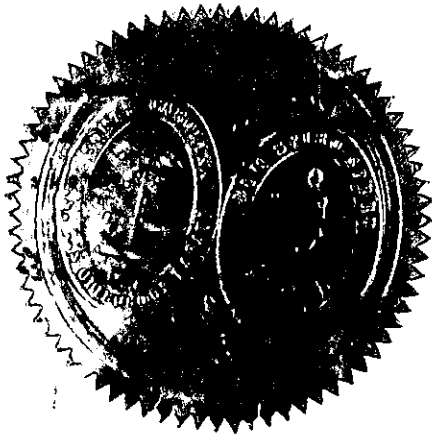
EIGHTH: That subsequently there was elected as President, Robert S. Galloway, Jr.; as Vice-President, William Girdner; as Secretary, Joel E. Fisher; as Treasurer, H. A. Brodin; as Asst. Treasurers: Frank Sokol and Harold Christianson; Asst. Secretary: H. A. Brodin

NINTH: That all requirements of Title 12, Article 1, Chapter 2, Code of Laws of South Carolina, 1952, and all amendments thereto have been duly and fully complied with, 50 per cent. of the aggregate amount of the capital stock having been subscribed by bona fide subscribers, 20 per cent. of the capital stock subscribed having been paid to the Treasurer, and three days' public notice of the intention to file this Declaration with the Secretary of State having been given in The Greenville-Piedmont a newspaper published in the County of Greenville

NOW, THEREFORE, I, O. FRANK THORNTON, Secretary of State, by virtue of the authority in me vested by the aforesaid Code and Acts amendatory thereto, do hereby certify that the said Company has been fully organized according to the laws of South Carolina, under the name and for the purposes indicated in their written declaration, and that they are fully authorized to commence business under their charter; and I do hereby direct that a copy of this certificate be filed and recorded in the office of the Register of Mesne Conveyance or Clerk of Court in each county where such Corporation shall have a business office.

GIVEN under my hand and the seal of the State, at Columbia, this 20th. day of February in the year of our Lord one thousand nine hundred and Fifty-Four and in the one hundred and Seventy-Eighth year of the Independence of the United States of America.

O. Frank Thornton Secretary of State.



Recorded February 22nd, 1954 at 11:09 A.M. #4053