

The State of South Carolina,

EXECUTIVE DEPARTMENT

WHEREAS,

J. FURMAN BERRY and EFFIE C. BERRY

both of

Greenville, S. C.

CHARTER BY THE SECRETARY OF STATE

DEC 3 11 04 AM 1957

OLLIE F. THORNTON S.C.

did on the 21st day of November, 19 57, 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 BERRY'S INC.

THIRD: That the principal place of business is 20 Tranquil Avenue, GREENVILLE, S. C.

FOURTH: That the general nature of the business which it is proposed to do is to buy, sell, manage, lease and mortgage real estate; to buy and sell securities of any type or description; to make loans, secured or unsecured; to buy, sell and hypothecate notes and mortgages; to act as agent or broker for any type of insurance company; to buy and sell automobiles and trucks; and to do any and all things incident thereto or in any manner connected with the foregoing.

FIFTH: That the amount of the capital stock is One Hundred Thousand Dollars (\$100,000.00) Dollars payable Fifty-one Thousand (\$51,000.00) Dollars subscribed and paid in.

SIXTH: That the number of shares into which the capital stock is divided is One Thousand (1,000) of the par value of One Hundred (\$100.00)-----Dollars.

SEVENTH: That, after due notice, a meeting of the subscribers was held on the 13th day of November, 19 57, at which a majority of all stock in value being present in person or by proxy, the following were elected directors: J. Furman Berry and Effie C. Berry

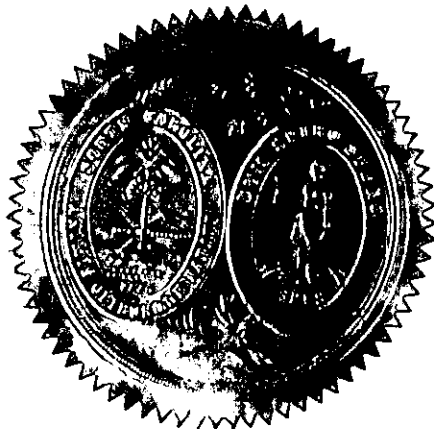
EIGHTH: That subsequently there was elected as President, J. Furman Berry ; as Vice-President, Effie C. Berry ; as Secretary, Effie C. Berry ; as Treasurer, J. Furman Berry

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 21st day of November in the year of our Lord one thousand nine hundred and fifty-seven and in the one hundred and eighty-second year of the Independence of the United States of America.

O. Frank Thornton Secretary of State.



Recorded December 3rd, 1957, at 11:04 A.M. #28125