

The State of South Carolina,

CHARTER BY THE SECRETARY OF STATE

EXECUTIVE DEPARTMENT

WHEREAS,

R. H. GREEN, R. L. GREEN and JOE E. LINDSEY

both of

Greenville, S. C.

did on the 1st day of August, 1958, 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 MOTEL FOODS, INC.

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

FOURTH: That the general nature of the business which it is proposed to do is to construct, own, buy, sell, lease, equip and operate restaurants, cafes, dining rooms and eating places of all kinds; to serve as management consultants and franchise licensors to others in all phases of the restaurant business; to manufacture, grow, compound, create and generally deal in all kinds of food, foodstuffs and food products; to manufacture, purchase; sell and generally deal in restaurant equipment and supplies of all kinds and to manufacture, own, operate and generally deal in and with all kinds of facilities and appurtenances convenient, desirable or necessary in the conduct and operation of the foregoing; to purchase, acquire, hold, improve, develop, sell, mortgage, lease, hire and deal in real and personal property of every nature and kind; and generally to do any and all things that a corporation is allowed by law to do.

FIFTH: That the amount of the capital stock is Nine Thousand (\$9,000.00)----- Dollars payable on call of the Directors.

SIXTH: That the number of shares into which the capital stock is divided is Nine Hundred (900) of the par value of Ten (\$10.00)----- Dollars.

SEVENTH: That, after due notice, a meeting of the subscribers was held on the 28th day of July, 1958, at which a majority of all stock in value being present in person or by proxy, the following were elected directors: R. H. Green, R. L. Green and Joe E. Lindsey

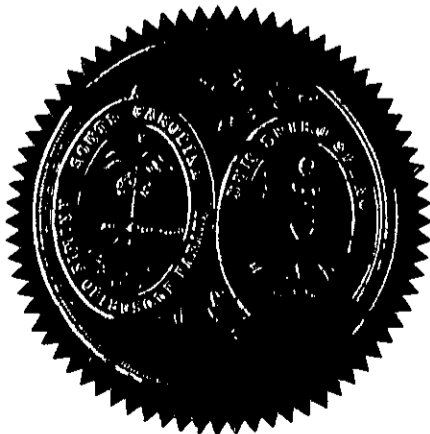
EIGHTH: That subsequently there was elected as President, R. H. Green; as Vice-President, Joe E. Lindsey; as Secretary, R. L. Green; as Treasurer, R. L. Green

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 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 1st day of August in the year of our Lord one thousand nine hundred and fifty-eight and in the one hundred and eighty-third year of the Independence of the United States of America.



O. Frank Thornton Secretary of State