The State of South Carolina,

attitud,

EXECUTIVE DEPARTMENT

BY THE SECRETARY OF STATE

WHEREAS,

HERBERT H. PEYTON, 4617 Ortega Forest Dr., Jacksonville, Florida; WILEY J. SMITH, 3010 Park Avenue, Augusta, Georgia, and SHERMAN DRAWDY, 3008 Park Avenue, Augusta, Georgia

did on the 29th

day of

July

, 19.58 , 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 BILLUPS EASTERN OF AIKEN, 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 transact and carry on the business of filling and service stations for motor vehicles of all kinds; to purchase, acquire, own, hold, use, sell, mortgage, pledge or otherwise dispose of petroleum and petroleum products, oils, greases and lubricants of all kinds; to manufacture, purchase, acquire, own, hold, use, repair, sell, mortgage, pledge, dispose of and deal in parts, tools, accessories and appliances for motor vehicles and any articles, materials, machinery, equipment and property used therefor or in connection therewith; to furnish services of all kinds in connection with motor vehicles, including the servicing, repairing, lubricating, cleaning, and storing thereof; to manufacture, purchase, acquire, or hold, use, repair, sell, mortgage, pledge, dispose of, own, deal in goods, wares, merchandise and real and personal property of every class and description; to manufacture, purchase, sell, dispose of, or deal in food and beverages; and to have and exercise all powers necessary or convenient to effect any or all of the objects or purposes of the corporation.

To establish, build, lease, acquire, own, hold, use, operate, maintain, and improve service stations, filling stations, garages, parking lots, shops, mills, factories, offices, buildings, structures and works of all kinds and any other properties, real and personal,

of the corporation.

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suitable, necessary or convenient to any of the objects or purposes