

The State of South Carolina,

CHARTER BY THE SECRETARY OF STATE

EXECUTIVE DEPARTMENT

WHEREAS,

NORMA S. MASSEY and W. T. ADAMS, JR. 23 2 44 PM 1959

both of

Greenville, S. C.

did on the 20th day of November, 19 59, 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 RECORD SHOPPING SERVICE, INC.

THIRD: That the principal place of business is 207 White Horse Road, GREENVILLE, S. C. (P.O. Box 6366)

FOURTH: That the general nature of the business which it is proposed to do is for a general retail and wholesale sales of Hi-Fi equipment, records, record players, tape recorders and similar equipment.

FIFTH: That the amount of the capital stock is Three Thousand (\$3,000.00)----- Dollars payable in cash or equivalent.

SIXTH: That the number of shares into which the capital stock is divided is Three Hundred (300) of the par value of Ten (\$10.00)----- Dollars.

SEVENTH: That, after due notice, a meeting of the subscribers was held on the 18th day of November, 19 59, at which a majority of all stock in value being present in person or by proxy, the following were elected directors: Norma S. Massey and W. T. Adams, Jr.

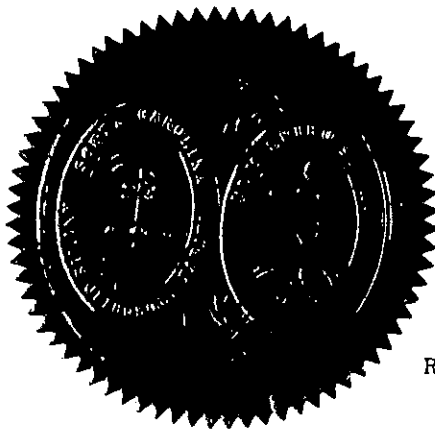
EIGHTH: That subsequently there was elected as President, Norma S. Massey ; as Vice-President, W. T. Adams, Jr. ; as Secretary, Norma S. Massey ; as Treasurer, W. T. Adams, Jr.

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 News-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 November in the year of our Lord one thousand nine hundred and fifty-nine and in the one hundred and eighty-fourth year of the Independence of the United States of America.

O Frank Thornton Secretary of State.



Recorded November 23rd, 1959 at 2:42 P.M. #15384

See Cancellation of this Charter see Deed Book 663 page 76