

DAY OF
OLLIE FARNWORTH
R. M. C. FOR GREENVILLE COUNTY, S. C.
AT 9:30 O'CLOCK A. M. NO. 17395

For cancellation of Charter See Seal Book 714 Page 140

The State of South Carolina) 11 22 AM 1960
CHARTER
EXECUTIVE DEPARTMENT BY THE SECRETARY OF STATE

WHEREAS, OLLIE FARNWORTH
WILLARD A. METCALF, 3 Sidney St., Greenville, S. C.
and
T. EUGENE CARVER, Stokes Building, Greenville, S. C.

did on the 19th day of December, 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 RESEARCH EQUIPMENT SALES WESTERN DIVISION, 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 purchase, hold, mortgage, finance, sell (at wholesale and retail), promote the sale of, pledge, lease and in every way deal in and with paving, asphalt and construction machinery, equipment and parts and accessories; to establish sales offices, distributorships and agencies; and to do any and all things necessary and conducive to such purposes; to have all of the other powers and authorities conferred upon corporations by present and future laws of the State of South Carolina.

FIFTH: That the amount of the capital stock is Six Thousand (\$6,000.00)----- Dollars payable in cash except to a portion thereof which shall be payable by a transfer of assets of an equivalent value.

SIXTH: That the number of shares into which the capital stock is divided is Six Hundred (600) of the par value of Ten (\$10.00)----- Dollars.

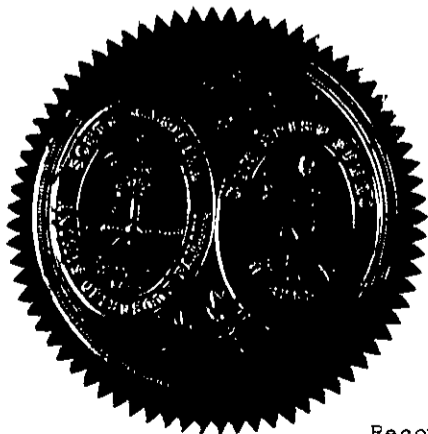
SEVENTH: That, after due notice, a meeting of the subscribers was held on the 14th day of December, 19 59, at which a majority of all stock in value being present in person or by proxy, the following were elected directors: Willard A. Metcalf, Joseph A. Wells, R. G. Wilson, Alex Davis and Carlton G. Watkins

EIGHTH: That subsequently there was elected as President, Willard A. Metcalf ; as Vice-President, ; as Secretary, Joseph A. Wells ; as Treasurer, Joseph A. Wells

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 19th day of December 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.