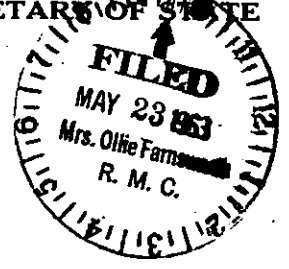


The State of South Carolina,
EXECUTIVE DEPARTMENT

CHARTER
BY THE SECRETARY OF STATE

WHEREAS,

James T. Pearce and Joe B. Pearce
of
237 W. Faris, Greenville, S. C.



did on the 20th day of May, 1963, 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 CHARCO CORPORATION
- THIRD: That the principal place of business is White Horse Road, Greenville, South Carolina
- FOURTH: That the general nature of the business which it is proposed to do is

To own, purchase, lease, mortgage, pledge, or otherwise dispose of, to invest, trade and deal in, real and personal property or interest therein of any and every type; to improve, manage, develop and construct buildings and other improvements on real estate; to engage in distribution, warehousing and sales of merchandise and property of every type and description; to engage in transportation of goods and merchandise; to perform contracts of every type and nature and to engage in any business not prohibited by law. To make contracts and incur liabilities, borrow money, issue notes, bonds and other obligations and secure any of its obligations by mortgage or pledge of any or all of its property. To lend money for its corporate purposes, invest its funds from time to time, and take and hold real property and tangible and intangible personal property as security for the payment of funds so loaned or invested. To acquire by purchase, subscription or otherwise, and to own, hold, sell, assign, transfer, mortgage, pledge, exchange or otherwise dispose of, and to deal in and deal with shares of capital stock, bonds, debentures, obligations, evidences of indebtedness and securities issued by any public or private corporation, government or municipality, or otherwise, and other property, real and personal, and to pay cash therefor or to issue in exchange therefor the shares of capital stock, bonds, notes, debentures or obligations or evidences of indebtedness of the corporation. To purchase, take, receive, or otherwise acquire, hold, own, pledge, transfer, or otherwise dispose of its own shares; to do all and everything necessary, suitable or proper for the accomplishment of any of the purposes, the attainment of any of the objects or the furtherance of any of the powers hereinbefore set forth, either alone or in connection with other corporations, firms or individuals and either as principals, or agents, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid objects, purposes or powers or any of them. The foregoing enumeration of specific powers shall not be deemed to limit or restrict in any manner the general powers of the corporation, and the enjoyment and exercise thereof, as conferred by the laws of the State of South Carolina upon corporations.

(Continued on Next Page)

O. F. J.