

to the sum of \$600,000.00 Six Hundred Thousand Dollars, divided into Six Thousand shares of the par value of \$100.00 One Hundred Dollars each. Given under my hand and the seal of the State at Columbia, this 15th day of December, A. D. 1958

9 a.m. #15374

The State of South Carolina, EXECUTIVE DEPARTMENT CHARTER BY THE SECRETARY OF STATE

WHEREAS, Arthur Magill and Alan A. Fenton

both of Greenville, South Carolina

did on the 31st. day of December, 19 56, 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 HER MAJESTY UNDERWEAR COMPANY

THIRD: That the principal place of business is MAULDIN, SOUTH CAROLINA

FOURTH: That the general nature of the business which it is proposed to do is the manufacturing, buying, and selling both at wholesale and retail, and generally dealing in women's and children's underwear and other articles of women's apparel; acting as broker, factor and selling agent; and transacting all such business as may be necessary or incidental to the foregoing and for these purposes to have, possess and enjoy all the rights, benefits and privileges conferred upon such corporations by law.

FIFTH: That the amount of the capital stock is Three Hundred Thousand (\$300,000.00)---- Dollars payable in cash or equivalent, at the call of the directors.

SIXTH: That the number of shares into which the capital stock is divided is Three Thousand (3,000) of the par value of One Hundred (\$100.00)----- Dollars.

SEVENTH: That, after due notice, a meeting of the subscribers was held on the 26th. day of December, 19 56, at which a majority of all stock in value being present in person or by proxy, the following were elected directors: Arthur Magill, Helen Berg Von Ritter, and Alice Magill

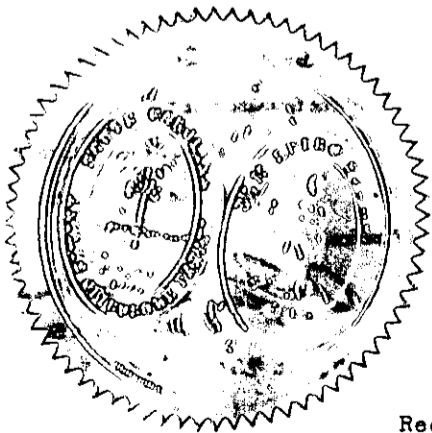
EIGHTH: That subsequently there was elected as President, Arthur Magill ; as Vice-President, Helen Berg Von Ritter ; as Secretary, Alan A. Fenton ; as Treasurer, Alan A. Fenton

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 31st. day of December in the year of our Lord one thousand nine hundred and fifty-six and in the one hundred and eighty-first year of the Independence of the United States of America.

O. Frank Thornton Secretary of State



Recorded January 7th, 1957 at 12:37 P.M. #510

For increase of Capital & stock see Book 612 Page 412.