

THE STATE OF SOUTH CAROLINA, } BY THE SECRETARY OF THE STATE.
EXECUTIVE DEPARTMENT

WHEREAS, F. S. Beasecker and F. W. Beasecker,
both of Greenville, S.C.

did on the 18th day of April, 1947, 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 Carolina Bearings Company

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 (a) To buy, sell, deal in and otherwise dispose of, at wholesale and retail, all and every type and make of anti-friction bearings, power transmission devices, bushings, finished and unfinished of bronze, babbit, steel or other metals; textile special bearings, bushings, spindles, idler pulleys and all other allied devices and products used in the transmission of power; to generally purchase, hold, sell, deal in and otherwise dispose of all and every type or make of parts or supplies for use in the manufacture, maintenance and repair of all equipment and machinery as operated by the automotive, textile, marine, aircraft, steam and electric railroads, and other types of industry wherein power-driven machinery is used.

(b) To take, lease, purchase, or otherwise acquire, and to own, use, hold, sell, convey, exchange, lease, mortgage, improve, and otherwise handle, deal in and dispose of real estate, real property, and any interest or right therein.

(c) To purchase, acquire, hold and dispose of stocks, bonds, and other evidence of indebtedness of corporations engaged in a similar business, and to pay for same in cash or in property or in or by the issuance of its own stock, bonds or other obligations, and to exercise in respect thereto all the rights, powers and privileges of individual owners or holders thereof, and to exercise all voting powers thereon.

(d) To conduct and carry on any other business in connection with the Company's business that may be adapted to the authorized business of this company.

FIFTH: That the amount of the capital stock is One Hundred Thousand (\$100,000.00) Dollars, payable \$50,000.00 subscribed and payable in cash or its equivalent.

SIXTH: That the number of shares into which the capital stock is divided is One thousand (1000) of the par value of One Hundred (\$100.00) Dollars.

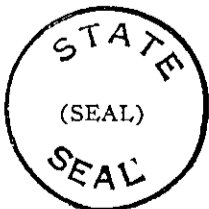
SEVENTH: That, after due notice, a meeting of the subscribers was held on the 14th day of April, 1947, at which a majority of all stock in value being present in person or by proxy the following were elected directors: F. S. Beasecker and F. W. Beasecker

EIGHTH: That subsequently there was elected as President F. W. Beasecker as Vice-President F. S. Beasecker; as Secretary, F. S. Beasecker as Treasurer, F. S. Beasecker

NINTH: That all requirements of Article 2, Chapter 153 Code of Laws of South Carolina, 1932, 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 Greenville Piedmont

a newspaper published in the County of Greenville

NOW, Therefore, I, W. P. BLACKWELL, 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 18th day of April in the year of our Lord one thousand nine hundred and forty-seven and in the one hundred and seventy-first year of the Independence of the United States of America.

W. P. Blackwell Secretary of State.

Recorded April 22nd 1947 at 4:05 P. M. By: M.R.