

The State of South Carolina,

EXECUTIVE DEPARTMENT

CHARTER BY THE SECRETARY OF STATE

WHEREAS,

Ann Ross and Robert E. Ross, 114 Capers St., Greenville, S. C.

and

Sol E. Abrams, P. O. Box 10085, Fed. Sta., Greenville, S. C.

did on the 24th day of January, 1964, 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 **WINFIELD'S DEPARTMENT STORE, INC.**

THIRD: That the principal place of business is **108 N. First Street, Easley, S. C.**

FOURTH: That the general nature of the business which it is proposed to do is **operating a department store, buying and selling wholesale and retail drygoods and jobbing merchandise and other items and other generally related business.**

FILED
GREENVILLE CO. S. C.
JUN 25 9 39 AM 1964
OLLIE FARRIS WORTH
R. M. C.

FIFTH: That the amount of the capital stock is **Ten Thousand (\$10,000.00)**----- Dollars payable **in cash**

SIXTH: That the number of shares into which the capital stock is divided is **Ten Thousand (10,000)** of the par value of **One (\$1.00)**-----Dollars

SEVENTH: That, after due notice, a meeting of the subscribers was held on the **20th** day of **December**, 19 **63**, at which a majority of all stock in value being present in person or by proxy, the following were elected directors: **Robert E. Ross, Ann Ross**

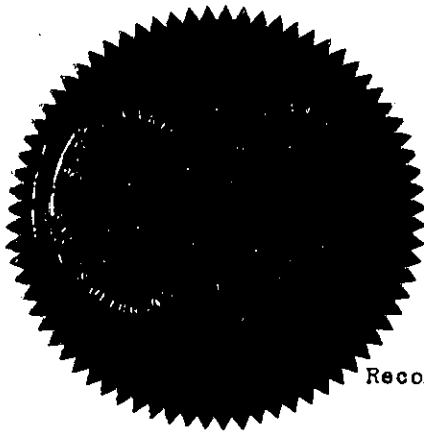
EIGHTH: That subsequently there was elected as President, **Robert E. Ross** ; as Vice-President, **Ann Ross** ; as Secretary, **Ann Ross** ; as Treasurer, **Robert E. Ross**

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 **Easley Progress**

a newspaper published in the County of **Pickens**

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 **24th** day of **January** in the year of our Lord one thousand nine hundred and **64** and in the one hundred and **88th** year of the Independence of the United States of America.



O. Frank Thornton
Secretary of State.

Recorded January 25, 1964 At 9:38 A.M. # 20985