

The State of South Carolina,

EXECUTIVE DEPARTMENT

CHARTER BY THE SECRETARY OF STATE

WHEREAS,

THOMAS K. JOHNSTONE, JR. and J.M. PERRY,

both of Greenville, S.C.,

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did on the 17th day of March, 1949, 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 HOLLY STORES OF FLORENCE, 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 manufacture, purchase, acquire, sell and deal in women's, misses' and children's dresses, cloaks, suits, millinery and wearing apparel of every nature and description, and property of every nature and description, either as wholesalers, retailers, jobbers or manufacturers; contract for the buying, selling and manufacturing of any merchandise of any character or nature whatsoever, and to purchase or otherwise acquire, and to sell or otherwise deal in all kinds of materials, wares and merchandise which may be required for any of the purposes of the corporation's business or which may seem capable of being profitably used or dealt in in connection with said business.

To purchase, or otherwise acquire, hold, own, mortgage, pledge, sell, assign, transfer and generally to invest, trade and deal in personal property of every class and description.

To purchase, acquire, hold, occupy, convey, mortgage, lease, exchange, rent, manage and develop real estate without limitation as to nature, value or amount.

To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers hereinbefore set forth, either alone or associated with other corporations, firms or individuals, and to do any other act or acts, thing or things, incidental or pertaining to, or growing out of, or connected with the aforesaid business or powers, or any part or parts thereof, provided the same be not inconsistent with the laws under which this corporation is organized.