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BY-LAWS OF KELLETT MOTOR COMPANY, INC.OLLIE FARNSWORTH  
R. M. C.ARTICLE INAME, LOCATION AND PURPOSE

Section 1. The name of this corporation shall be KELLETT MOTOR COMPANY, INC.

Section 2. Its principal office shall be located at Fountain Inn, South Carolina.

Section 3. The business of this corporation shall be the general buying and selling of automobiles and all kinds of motor vehicles old and new and to maintain and operate a garage for repairing all kinds of motor vehicles, and the buying and selling of parts of various kinds for all motor vehicles.

ARTICLE IICAPITAL STOCK

Section 1. The amount of the authorized capital stock shall be Thirty Thousand (\$30,000.00) Dollars, which shall be divided into three hundred (300) shares of the par value of One Hundred (\$100.00) Dollars each.

Section 2. All certificates of stock shall be signed by the President, Vice-President, and the Secretary and shall be sealed with the corporate seal.

Section 3. All certificates of stock issued by this corporation is subject to a stockholder's agreement, which agreement being executed and entered into by the stockholders, namely: J. P. Kellett, Jr., J. P. Kellett III, and James W. Cook, the 1st day of January, 1950.

ARTICLE IIIFISCAL YEAR

Section 1. The fiscal year shall be from January 1st each year to December 30th of each succeeding year, to which latter date the accounts shall be made up and submitted to the stockholders at their annual meeting.

ARTICLE IVDIRECTORS

Section 1. The business and property of the corporation shall be managed by a Board of Directors, the members of which shall be elected by the stockholders. A transfer by a director of all of his stock in the corporation shall operate as a resignation of his office.

Section 2. A regular meeting of the Board of Directors shall be held within forty-five (45) days after the 30th day of December, in each year, at such place in the City of Fountain Inn, South Carolina, as the President shall direct.

Section 3. Special meetings of the Board of Directors may be held at any place in the City of Fountain Inn, South Carolina upon call by the President, and the President must be present at all special meetings.

Section 4. Three (3) hours notice must be given to the Directors before any special meeting of the Board of Directors.

Section 5. A majority of the members of the Board of Directors shall constitute a quorum for the transaction of at any regular or special meeting of the directors except when the President is present.

Section 6. The directors shall elect the officers of the corporation and fix their salaries; such election may be held at the regular directors meeting, or at any special meeting. Any officer may be removed, except the President, at any time by the Board