

The State of South Carolina,

EXECUTIVE DEPARTMENT

CHARTER BY THE SECRETARY OF STATE

WHEREAS,

James M. Bruce, H. Holder and Harold Holder, Jr., all of Greenville, S.C.,

did on the 29th. day of May, 1951, 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 BRUCE OIL COMPANY, 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 engage in the wholesale and retail sale and distribution of petroleum products and products, appliances and articles necessary, related thereto or necessary or desirable in the storing, redistribution or resale of said petroleum products; to engage in wholesale and/or retail distribution and sale of heating equipment and appliances, including gas and electrical; to finance any of said operations including execution and acceptances of mortgages, real and chattel.

FIFTH: That the amount of the capital stock is Ten Thousand (\$10,000.00)-----Dollars payable Nine Thousand (\$9,000.00) subscribed and paid in; One Thousand (\$1,000.00) payable on demand.

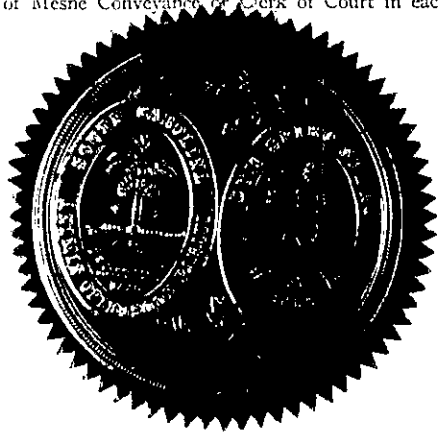
SIXTH: That the number of shares into which the capital stock is divided is one thousand (1,000) of the par value of Ten (\$10.00)-----Dollars.

SEVENTH: That, after due notice, a meeting of the subscribers was held on the 28th. day of May, 1951, at which a majority of all stock in value being present in person or by proxy, the following were elected directors: James M. Bruce, Harold Holder, Jr., and A. R. Lewis.

EIGHTH: That subsequently there was elected as President, James M. Bruce ; as Vice-President, Harold Holder, Jr. ; as Secretary, A. R. Lewis ; as Treasurer, James M. Bruce.

NINTH: That all requirements of Article 2, Chapter 153, Code of Laws of South Carolina, 1942, 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 29th. day of May in the year of our Lord one thousand nine hundred and fifty-one and in the one hundred and seventy-fifth year of the Independence of the United States of America.

O. Frank Thornton Secretary of State.