THE STATE OF SOUTH CAROLINA

EXECUTIVE DEPARTMENT

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By the Secretary of State

Whereas.

WALTER H. SMITH, J. T. BROOKS, JR.
AND
H. C. BROOKS

a majority of the Board of Directors of

RABB & SMITH, INC.

a corporation created under and pursuant to the laws of South Carolina, by certificate issued by

the Secretary of State on the

8th

day of

August

, A. D. 19 46.

HAVE CERTIFIED, over their signatures, Resolutions authorizing in behalf of the aforesaid

Corporation to change the name of the corporation to: SMITH & BROOKS, INC.

and to amend the stated purposes of the corporation to include the buying and selling of seed, fertilizers and insecticides; to operate a cotton gin; also to make available to the general public facilities for the warehousing and storage of cotton.

(authorized and set forth in the certificate aforesaid), which Resolutions were adopted pursuant to law, at a meeting of the stockholders of the aforesaid Corporation, of which thirty days' notice was given, which notice stated the purpose of the aforesaid meeting, and further, that said Resolutions were adopted by a majority vote, and that in all respects there has been complied with the provisions of Section 7741 Code of Laws of South Carolina, 1942, and all amendments thereto.

NOW, THEREFORE, I, O. Frank Thornton, Secretary of State, by virtue of the authority in me vested by Chapter 153, Code of Laws of South Carolina, 1942, and amendments thereto, and all Acts or parts or Acts me thereto enabling, do hereby certify that the requirements of law for said amendment have been complied with, and for good and sufficient reasons to me appearing, do hereby certify that the charter of the aforesaid Company has been so amended.

GIVEN under my hand and the seal of the State at Columbia,

nis 5

5th. day of

December

in the year of our Lord One Thousand nine hundred and

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and in the one hundred and

78th.

year of the Independence of the United States of America.

O. FRANK THORNTON.

Secretary of State.

Recorded December 7th, 1953 at 8:49 A.M. #26428