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The State of South Carolina, CHARTER 1381
EXECUTIVE DEPARTMENT APR 5 3 41 PM 1954 BY THE SECRETARY OF STATE

WHEREAS, WRAY B. AVERA AND CHARLES H. WILSON
both of Greenville, S. C.

did on the 19th. day of March, 19 54, 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 BIRELEY'S BEVERAGES, 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, sell and distribute, both wholesale and retail, syrups and beverages, both carbonated and non-carbonated, fruit beverages and juice, both natural and artificial, and to do any and all things necessary and incident to the operation of this type of business and to buy and sell real estate.

FIFTH: That the amount of the capital stock is Twelve Thousand (\$12,000.00) - - - - - Dollars payable \$4,000.00 paid in and \$8,000.00 subscribed

SIXTH: That the number of shares into which the capital stock is divided is Twelve Thousand (12,000) of the par value of One (\$1.00) - - - - - Dollars.

SEVENTH: That, after due notice, a meeting of the subscribers was held on the 4th. day of March, 19 54, at which a majority of all stock in value being present in person or by proxy, the following were elected directors:

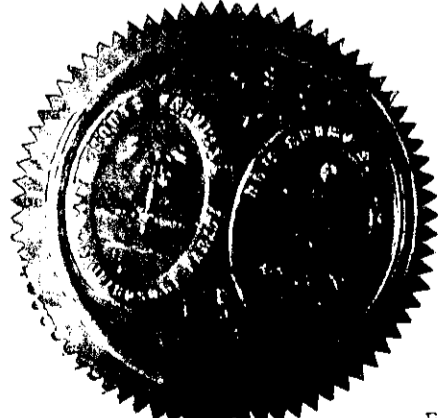
Wray B. Avera and Charles H. Wilson

EIGHTH: That subsequently there was elected as President, Wray B. Avera ; as Vice-President, Charles H. Wilson ; as Secretary, Wray B. Avera ; as Treasurer, Charles H. Wilson

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 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 19th. day of March in the year of our Lord one thousand nine hundred and fifty-four and in the one hundred and seventy-eighth year of the Independence of the United States of America.

O. Frank Thornton
Secretary of State.