

The State of South Carolina, EXECUTIVE DEPARTMENT

CHARTER BY THE SECRETARY OF STATE

WHEREAS, P. BRADLEY MORRAH, JR. and L. M. MOORE both of P. O. Box 2057, Greenville, South Carolina

did on the ninth day of December, 1955, 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 BARBECUE KING SALES PACIFIC COAST DIVISION, 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 purchase, acquire, hold, sell, offer for sale, lease, convey, and in every way deal in and with all types of barbecue machines, food warmers, allied equipment and parts; to employ salesmen, establish sales offices, designate sale territories, enter into franchise agreements and, in general, to do any and all acts in the furtherance of, or incidental or conducive to, the conduct of said business.

FIFTH: That the amount of the capital stock is One Thousand (\$1,000.00) Dollars payable in cash

SIXTH: That the number of shares into which the capital stock is divided is One Hundred (100) of the par value of Ten (\$10.00) Dollars.

SEVENTH: That, after due notice, a meeting of the subscribers was held on the second day of December, 1955, at which a majority of all stock in value being present in person or by proxy, the following were elected directors: H. G. Wilson, Mary Jane Holder, J. M. Vaughan, and Robert B. Kay

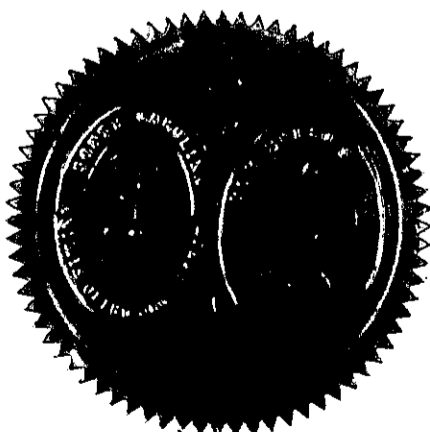
EIGHTH: That subsequently there was elected as President, H. G. Wilson; as Vice-President, C. M. Vaughan; as Secretary, Mary Jane Holder; as Treasurer, Mary Jane Holder

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 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 ninth day of December in the year of our Lord one thousand nine hundred and fifty-five and in the one hundred and eightieth year of the Independence of the United States of America.

O. Frank Thornton Secretary of State



Recorded December 15th, 1955 at 9:20 A.M. #32386

SATISFIED AND CANCELLED OF RECORD 17th DAY OF June 1963 Ollie Farnsworth R.M.C. FOR GREENVILLE COUNTY, S. C. AT 9:30 O'CLOCK A.M. NO. 32551

For cancellation of Charter See Deed Book 17