The State of South Carolina,

EXECUTIVE DEPARTMENT

CHARTER BY THE SECRETARY OF STATE

WHEREAS.

H. E. SPONSELLER, JR. and BERYL L. SPONSELLER

both of

Greenville, South Carolina

did on the 17th

7th day oi July

, 1956 , file with the Secretary of State a written Declaration,

signed by themselves, setting forth:

FIRST: That their names and residences are as above given.

THIRD: That the principal place of business is Greenville, South Carolina

FOURTH: That the general nature of the business which it is proposed to do is to sell and otherwise deal in cigarettes and other tobacco products, and to do all things incident to the operation of such a business.

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FIFTH: That the amount of the capital stock is Five Thousand (\$5,000.00) ----- Dollars payable in property

SIXTH: That the number of shares into which the capital stock is divided is Fifty (50)

of the par value of One Hundred (\$100.00) ------Dollars.

SEVENTH: That, after due notice, a meeting of the subscribers was held on the

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July ,19 56, at which a majority of all stock in value being present in person or by proxy, the following were elected directors: H. E. Sponseller, Jr., T. L. Buskirk and Beryl L. Sponseller

EIGHTH: That subsequently there was elected as President, H. E. Sponseller

as Vice-President, T. L. Buskirk

; as Secretary, Beryl L. Sponseller

as Treasurer, H. E. Sponseller, Jr.

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 Greenville News

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 17th

day of

July

in the year of our Lord one thousand nine hundred and

fifty-six

and in the one hundred and

eighty-first

year of the Independence of the

United States of America.

Travel The

Secretary of State.

Recorded July 18th, 1956 at 9:10 A.M. #18226