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The State of South Carolina,

EXECUTIVE DEPARTMENT

WHEREAS,

CHARTER BY THE SECRETARY OF STATE

GREENVILLE, S. C.

A. B. MARION and B. J. MCGEE

both of

Greenville, S. C.

MAR 18 3 14 PM 1959

OLLIE WORTH R.M.S.

did on the 17th day of March, 1959, 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 GENERAL RETAIL CORPORATION

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 produce, manufacture, and otherwise prepare, and to buy, sell, import, export and deal in, at wholesale and at retail, men's, women's, youth's and children's boots, shoes, slippers, rubbers, galoshes, sneakers, spats, and men's, women's, youth's, and children's wearing apparel, and kindred articles which may be conveniently or advantageously handled in conjunction with any of the enumerated articles aforesaid.

FIFTH: That the amount of the capital stock is Five Thousand (\$5,000.00)-----Dollars payable in money, or in labor or in property at its par value, when and as required by the board of directors.

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 16th day of March, 1959, at which a majority of all stock in value being present in person or by proxy, the following were elected directors: A. B. Marion, B. J. McGee and Fred D. Cox, Jr.

EIGHTH: That subsequently there was elected as President, A. B. Marion; as Vice-President, Fred D. Cox, Jr.; as Secretary, B. J. McGee; as Treasurer, A. B. Marion

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 17th day of March in the year of our Lord one thousand nine hundred and fifty-nine and in the one hundred and eighty-third year of the Independence of the United States of America.

O. Frank Thornton Secretary of State.

