

The State of South Carolina;

CHARTER BY THE SECRETARY OF STATE

EXECUTIVE DEPARTMENT

WHEREAS, J. M. PERRY AND R. L. MCILWAIN

BOTH OF GREENVILLE, SOUTH CAROLINA

FILED GREENVILLE S.C. JUL 29 11 40 AM 1959

did on the 28th day of July, 19 59, 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 SOUTH CAROLINA ASSETS, 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, weave, knit, felt, purchase, acquire, own, use, deal in, sell, transfer, mortgage, pledge and dispose of textiles, fabrics and cloths of all kinds and any articles, materials, machinery, equipment and property used therefor or in connection therewith.

To manufacture, purchase, acquire, own, hold, process, use, deal in, sell, transfer, mortgage, pledge and dispose of cotton, wool, flax, silk and synthetic materials of all kinds used or useful in the making of textiles.

To construct, purchase, lease, acquire, own, hold, equip, maintain, improve, use, manage and operate mills, factories, laboratories, stores, offices, buildings, structures, works and properties suitable, necessary or convenient to any business of the corporation.

FIFTH: That the amount of the capital stock is Three Thousand (\$3,000.00)-----Dollars payable (20%) Twenty percent in cash and the balance at the call of the Directors.

SIXTH: That the number of shares into which the capital stock is divided is Three Thousand (3,000) of the par value of One (\$1.00)-----Dollars.

SEVENTH: That, after due notice, a meeting of the subscribers was held on the 27th day of July, 19 59, at which a majority of all stock in value being present in person or by proxy, the following were elected directors:

J. M. Perry, J. A. Galloway, R. L. McIlwain

EIGHTH: That subsequently there was elected as President, J. A. Galloway as Vice-President, R. L. McIlwain as Secretary, J. M. Perry as Treasurer, J. M. Perry

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

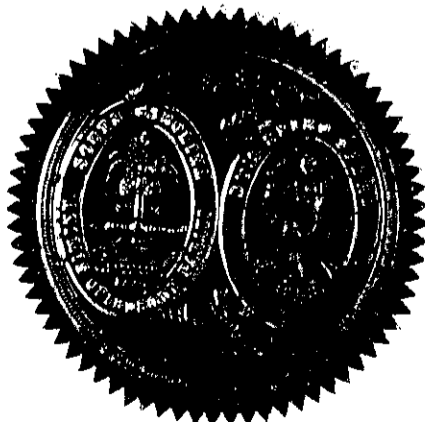
a newspaper published in the County of Greenville

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 28th day of July

in the year of our Lord one thousand nine hundred and fifty-nine and in the one hundred and eighty-fourth year of the Independence of the United States of America.

O. Frank Thornton Secretary of State.



Recorded July 29th, 1959 at 11:40 A.M. #3567

3 on amendment of charter see Deed Book 633 Page 472