

The State of South Carolina,

CHARTER
BY THE SECRETARY OF STATE

EXECUTIVE DEPARTMENT

WHEREAS, M. R. JOHNSON, JR. AND LENORA GRANBERG

BOTH OF GREENVILLE, S. C.

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did on the 1st day of December, 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 LITCHFIELD INN, 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 construct, own, buy, sell, lease, equip and operate hotels and motor hotels or motels of all kinds; to serve as management consultants and franchise licensors to others in all phases of the hotel and motel business; to manufacture, purchase, sell and generally deal in hotel and motel equipment and supplies of all kinds and to manufacture, own, operate and generally deal in and with all kinds of facilities and appurtenances convenient, desirable or necessary in the conduct and operation of the foregoing; to purchase, acquire, hold, improve, develop, sell, mortgage, lease, hire and deal in real and personal property of every nature and kind; and generally to do any and all things that a corporation is allowed by law to do.

FIFTH: That the amount of the capital stock is Fifty Thousand (\$50,000.00)-----Dollars payable on call of the Directors.

SIXTH: That the number of shares into which the capital stock is divided is Fifty Thousand (50,000) of the par value of One (\$1.00)-----Dollars.

SEVENTH: That, after due notice, a meeting of the subscribers was held on the 24th day of August, 1959, at which a majority of all stock in value being present in person or by proxy, the following were elected directors: M. R. Johnson, Jr. and Lenora Granberg

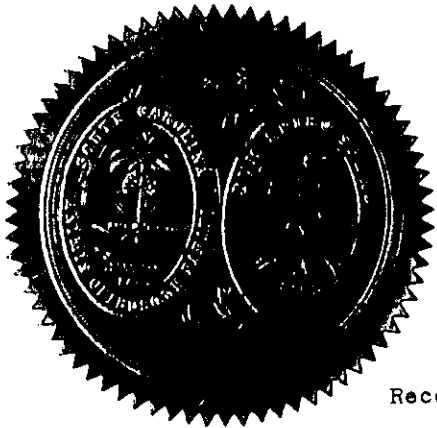
EIGHTH: That subsequently there was elected as President, M. R. Johnson, Jr. ; as Vice-President, Lenora Granberg ; as Secretary, Lenora Granberg ; as Treasurer, M. R. Johnson, Jr.

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 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 first day of December 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 December 2nd, 1959 at 5:00 P. M. #16254