

The State of South Carolina

CHARTER BY THE SECRETARY OF STATE

EXECUTIVE DEPARTMENT

WHEREAS, M. HUGH LYNN, 8 Woodland Way, Greenville, S. C.
A. E. PENNEBAKER, P. O. Box 3785, Greenville, S. C.
RICHARD WEATHERINGTON, P. O. Box 3785, Greenville, S. C.

did on the 13th day of November, 19 61, 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 SOUTHERN OUTLET STORES, INC.

THIRD: That the principal place of business is Lake Forest Shopping Center, Pleasantburg Dr., Greenville, S. C.

FOURTH: That the general nature of the business which it is proposed to do is engage in the retail or wholesale merchandising and selling of merchandise, drygoods, clothing, and other items; buy and sell real estate, with the power to mortgage same, to borrow money and do any other act authorized by law.

FILED GREENVILLE CO. S. C. NOV 15 8 29 AM 1961 OLLIE F. SMITH R. M. C.

FIFTH: That the amount of the capital stock is Seven Thousand Two Hundred (\$7,200.00)--Dollars payable in cash

SIXTH: That the number of shares into which the capital stock is divided is Seven Thousand Two Hundred (7,200) of the par value of One (\$1.00)-----Dollars.

SEVENTH: That, after due notice, a meeting of the subscribers was held on the 8th day of November, 19 61, at which a majority of all stock in value being present in person or by proxy, the following were elected directors: M. Hugh Lynn, A. E. Pennebaker, Richard Weatherington

EIGHTH: That subsequently there was elected as President, A. E. Pennebaker; as Vice-President, M. Hugh Lynn; as Secretary, Richard Weatherington; as Treasurer, A. E. Pennebaker

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 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 13th day of November in the year of our Lord one thousand nine hundred and 61 and in the one hundred and 86th year of the Independence of the United States of America.

O. Frank Thornton Secretary of State.



Recorded November 15th, 1961 at 8:29 A.M. #12479