

The State of South Carolina,

EXECUTIVE DEPARTMENT

CHARTER
BY THE SECRETARY OF STATE

WHEREAS,

Wm. Byrd Traxler and Barbara Gambrell. DEC 5 10 09 AM 1961

both of

OLLIE FARNSWORTH

P. O. Box 1532; Greenville, South Carolina R. M. C.

did on the 2nd day of December, 1961, 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 OUTDOOR ADVERTISING, INC.

THIRD: That the principal place of business is 716 Laurens Road, Greenville, South Carolina

FOURTH: That the general nature of the business which it is proposed to do is to engage in and carry on an outdoor advertising business, including but not limited to, sign structures, bill boards, paper, painted, printed, or panel advertising displays, whether animate or inanimate, mobile, or immobile, in connection with property of any nature owned, rented, leased or otherwise acquired by this Corporation as principal, broker or agent with the right and power to buy, own, sell or otherwise dispose of real or personal property incidental and necessary to the business of this Corporation, and generally to make and carry out lawful agreements of every kind and nature that may be conducive, necessary or incidental to the declared business of this Corporation, to borrow money, make and execute notes, mortgages, assignments or the giving or taking of other security instruments necessarily related to the operation of this Corporation and, generally to do any and all other acts to the same extent as they are permitted by law to all business corporations of this State and to exercise any and all other powers and duties incidental thereto.

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

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) per share----- Dollars.

SEVENTH: That, after due notice, a meeting of the subscribers was held on the 30th day of November, 1961, at which a majority of all stock in value being present in person or by proxy, the following were elected directors: Cecil E. Snipes, G. Herman Walker and Jack B. Payne

EIGHTH: That subsequently there was elected as President, Cecil E. Snipes ; as Vice-President, G. Herman Walker ; as Secretary, G. Herman Walker ; as Treasurer, Jack B. Payne

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-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 2nd day of December 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.

