

STATE OF... SOUTH CAROLINA.....

COUNTY OF... GREENVILLE.....

The undersigned..... Johri G. Williams and Patricia M. Williams.....

do hereby certify that they are the incorporators of Retirement Benefits, Inc..... Corporation and are authorized to execute this verification; that each of the undersigned for himself does hereby further certify that he has read the foregoing document, understands the meaning and purport of the statements therein contained and the same are true to the best of his information and belief.

*[Signature]*  
 (Signature of Incorporator)  
*Patricia M. Williams*  
 (Signature of Incorporator)

(Signature of Incorporator)  
 (Each Incorporator Must Sign)

**CERTIFICATE OF ATTORNEY**

I, ... Charles E. Howard....., an attorney licensed to practice in the State of South Carolina, certify that the corporation, to whose articles of incorporation this certificate is attached, has complied with the requirements of chapter 7 of Title 33 of the South Carolina Code of 1976, relating to the organization of corporations, and that in my opinion, the corporation is organized for a lawful purpose.

Date... November 5, 1981.....

*[Signature]*  
 (Signature)

... Charles E. Howard.....  
 (Type or Print Name)

Address..... P.O. Box 10383.....  
 Greenville, S. C. 29603.....

**SCHEDULE OF FEES**

(Payable at time of filing Articles of With Secretary of State)

Fee for filing Articles	\$	5.00
In addition to the above, \$.40 for each \$1,000.00 of the aggregate value of shares which the Corporation is authorized to issue, but in not case less than nor more than		40.00 1,000.00

NOTE. THIS FORM MUST BE COMPLETED IN ITS ENTIRETY BEFORE IT WILL BE ACCEPTED FOR FILING. THIS FORM MUST BE ACCOMPANIED BY THE FIRST REPORT OF CORPORATIONS AND A CHECK IN THE AMOUNT OF \$10 PAYABLE TO THE SOUTH CAROLINA TAX COMMISSION.

Please see instructions on the reverse side.

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