

1. Corporate title. The full corporate title of the bank is "American Federal Bank, FSB."

2. Office. The home office of the bank shall be located in the County of Greenville,  
State (Territory, Possession or District) of South Carolina.

3. Powers. The bank is a mutual thrift institution and is chartered under Section 5 of the Home Owner's Loan Act of 1933, as amended, and has and may exercise all the express, implied and incidental powers conferred thereby and by all acts amendatory thereof and supplemental thereto, subject to the Constitution and laws of the United States as they are now in effect, or as they may hereafter be amended, and subject to all lawful and applicable rules, regulations, and orders of the Federal Home Loan Bank Board ("Board").

4. Duration. The duration of the bank is perpetual.

5. Capital. The bank may raise capital by accepting payments on savings accounts and demand accounts and by any other means as may be authorized by the Board.

6. Members. All holders of the bank's savings accounts and demand accounts and all borrowers therefrom are members. In the consideration of all questions requiring action by the members of the bank each holder of an account shall be permitted to cast one vote for each \$100 or fraction thereof, of the withdrawal value of his or her account. A borrowing member shall be permitted, as a borrower, to cast one vote, and to cast the number of votes to which he or she may be entitled as the holder of an account. No member, however, shall cast more than 400 votes. Voting may be by proxy. Any number of members present at a regular or special meeting of the members shall constitute a quorum. Except as otherwise provided by this charter or required by the Board, a majority of all votes cast at any meeting of members shall determine any question.

The members who shall be entitled to vote at any meeting of the members shall be those owning accounts and borrowing members of record on the books of the bank at a date set by the board of trustees not less than 20 days and not more than 50 days prior to the date of such meeting. The number of votes which each member shall be entitled to cast at any meeting of the members shall be determined from the books of the bank as of such record date. Any member at such record date who ceases to be a member prior to such meeting shall not be entitled to vote thereat. All accounts shall be nonassessable.

7. Trustees. The bank shall be under the direction of a board of trustees of not less than 7, as fixed in the bank's bylaws or, in the absence of any such bylaw provision, as from time to time expressly determined by resolution of the bank's members. Each trustee of the bank shall be a member of the bank, and a trustee shall cease to be a trustee when he ceases to be a member. Trustees of the bank shall be elected by its members by ballot; Provided, That in the event of a vacancy in the board of trustees, including vacancies created by an increase in the number of trustees, the board of trustees may fill such vacancy by electing a trustee to serve until the next annual meeting of the members. Trustees shall be elected for periods of 3 years and until their successors are elected and qualified, but provision shall be made for the election of approximately one-third of the board of trustees each year.

The foregoing, however, not withstanding, for the 6-year period following the issuance of this charter, the election of trustees may be in accord with any procedures and requirements set forth by the Board or its delegatee in connection with action authorizing the issuance of this charter, which may be inconsistent with this section 7.

8. Withdrawals. Each withdrawal from a savings account shall be governed by this section except to the extent that a member's account book or

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