State of South Carolina,

Executive Department,

By the Secretary of State.

Whereas, Greenville, Spartanburg & Anderson Railway Company, a corporation created and existing under the laws of the State of South Carolina by certificate of charter issued on March 10th, A.D. 1910, did on March 9th, 1911, file in the office of the Secretary of State a written declaration, duly executed, setting forth the amendments desired and to which was attached a copy of the resolution embodying the proposed amendments and the amount to which the capital stock should be increased; and

Whereas, upon the filing of said written declaration, the Secretary of State prescribed that notice of the application for a certificate as a supplement or amendment to the charter heretofore issued to said Greenville, Spartanburg & Anderson Railway Company should be published for four weeks in some newspaper published in each county where the right to condemn land would be required by such amendment; and

Whereas, said Greenville, Spartanburg & Anderson Railway Company have this day filed with the Secretary of State a proper return showing that facts existed upon which a certificate should be issued as a supplement or amendemnt to the charter of said Greenville, Spartanburg & Anderson Railway Company which should embody the changes and alterations sought and that said Company had fully complied with all the provisions of law contained in Article IV, Chapter XLVIII, Code of 1902 and amendments thereto and paid all fees by the Statutes in such cases made and provided.

Now, therefore, I R.M. McCown, Secretary of State, by virtue of the authority in me vested by the aforesaid Code of Law of 1902 and amendments thereto do hereby certify and declare that the charter of said Greenville, Spartanburg & Anderson Railway Company has been amended in the following respects, to wit:

First: That the capital stock of said corporation is hereby increased from three hundred thousand to four milion dollars as a maximum, the new issue to be divided into shares of the par value of one hundred dollars each.

Second: That in addition to the lines of railway set forth in the original charter said corporation is hereby permitted and empowered to construct a line or lines of railway along the following routes,

Commencing in or at the town of Belton, by, through, or near the towns of Honea Peth, Donalds, Hodges, Cokesbury and Greenwood, and through the following townships, or some of them, to wit:

in Anderson County, the townships of Belton and Hones Path; in Abbeville County, the townships of Donalds; in Greenwood County, in townships of Walnut Grove, Hodges, Cokesbury and Greenwood;

together with the right and privilege of exercising in said counties, townships and towns all the right, powers and privileges conferred upon it by its charter, including the right to acquire lands and rights of way by condemnation proceedings, or otherwise, for the location, construction, maintenance and operation of its railway lines, tracks and switches and the erection and location of its necessary and convenient buildings and establishments in pursuance of, and to the full extent allowed by the Statutes of this State.

It is hereby required that this supplement or amendment of charter be recorded in the office of the Clerk of Court or Register of Mesne Conveyance in each County where said corporation shall have a business office.

Given under my hand and the seal of the State at Columbia, this the 9th, day of May in the year of our Lord one thousand nine hundred and eleven and in the one hundred and thirty-fifth real of the Independence of the United States of America.

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STATE Secretary of State.

Recorded May 22nd, 1911.