

The State of South Carolina,

EXECUTIVE DEPARTMENT

CHARTER BY THE SECRETARY OF STATE

WHEREAS, JOHN HENDERSON of Spartanburg, S. C., EDMOND J. LINDSAY of Greenville, S. C. and EDWARD G. MICHAELS, II of Greenvboro, N. C.

did on the 20th. day of March, 1951, 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 Henderson, Lindsay & Michaels, Inc. THIRD: That the principal place of business is Greenville, S. C.

FOURTH: That the general nature of the business which it is proposed to do is as follows: The corporation shall conduct business and industrial surveys; make analyses of selling, merchandising and marketing practices of and for all kinds of business enterprises; make studies of cost, production and inventory controls, systems, records and procedures for all kinds of business enterprises; conduct supervisory training programs in behalf of employers; make time and motion studies for industrial plants and other types of enterprises; set-up procedures for instituting or revising existing incentive plans in manufacturing and other enterprises; set-up procedures for instituting or revising existing policies for personnel selection, placement and job training; and otherwise to perform any and all other services, acts and deeds which are performed in the pursuit of management consultation; to buy, own, hold and sell real estate, and to borrow money and give as security mortgages thereon; and otherwise to do any and all things which business corporations are permitted by law to do.

FIFTH: That the amount of the capital stock is Five Thousand (\$5,000.00) - - - - - Dollars payable upon call of the Board of Directors.

SIXTH: That the number of shares into which the capital stock is divided is Five Thousand (5,000) of the par value of One (\$1.00) - - - - - Dollars.

SEVENTH: That, after due notice, a meeting of the subscribers was held on the 17th. day of March, 1951, at which a majority of all stock in value being present in person or by proxy, the following were elected directors:

John Henderson, Edmond J. Lindsay and Edward G. Michaels, II

EIGHTH: That subsequently there was elected as President, John Henderson; as Vice-President, Edmond J. Lindsay; as Secretary, Edmond J. Lindsay; as Treasurer, Edward G. Michaels, II

NINTH: That all requirements of Article 2, Chapter 153, Code of Laws of South Carolina, 1942, 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 Greenville 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 20th. day of March in the year of our Lord one thousand nine hundred and fifty-one and in the one hundred and seventy-fifth year of the Independence of the United States of America.

[Handwritten signature of O. Frank Thornton]

Secretary of State.

