

See Jamesworth
R. M. C. FOR GREENVILLE COUNTY, S. C.
AT 9:30 O'CLOCK A. M. NO. 14765

For cancellation of charter
see Deed Book 714 Page 231

The R. L. Bryan Company, Columbia, S. C. 348915

BOOK 677 PAGE 15 9703

The State of South Carolina,
EXECUTIVE DEPARTMENT

CHARTER
BY THE SECRETARY OF STATE

WHEREAS,

JAMES B. FOY of 221 Lake Fairfield Drive, Greenville, S. C.
and
D. CARL SMITH of 22 Fore Avenue, Greenville, South Carolina

did on the 5th day of July, 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 SMITH-FOY, INC.

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

FOURTH: That the general nature of the business which it is proposed to do is to engage in the retail business of selling of men, women, boys and girls clothing; to handle the sale of all types of merchandise; to buy and sell real estate; to enter into lease agreements and to borrow and lend money.

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

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)-----Dollars.

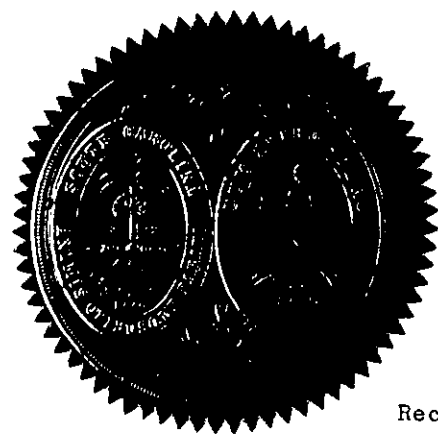
SEVENTH: That, after due notice, a meeting of the subscribers was held on the 30th day of June, 1961, at which a majority of all stock in value being present in person or by proxy, the following were elected directors: James B. Foy and D. Carl Smith

EIGHTH: That subsequently there was elected as President, James B. Foy ; as Vice-President, D. Carl Smith ; as Secretary, D. Carl Smith ; as Treasurer, James B. Foy

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 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 5th day of July 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.

Recorded July 6th, 1961 at 9:02 A. M. #864

For Reinstatement of charter see Deed Book 714 Page 243