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The State of South Carolina

EXECUTIVE DEPARTMENT

CHARTER BY THE SECRETARY OF STATE

WHEREAS,

FLETCHER S. STONE and L. ODUS STONE

both of

Pleasantburg Shopping Center, Greenville, South Carolina

did on the 7th day of September, 19 61, 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 STONE BROTHERS OF PLEASANTBURG

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

FOURTH: That the general nature of the business which it is proposed to do is to buy, sell and otherwise deal in men's, women's and boys' clothing, shoes and furnishings and to engage in a general merchandise business, and to do any and all other things necessary and incidental to the carrying out of said business.

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FIFTH: That the amount of the authorized capital stock is Fifty Thousand (\$50,000.00) Dollars payable in cash, of which amount \$25,000.00 has been subscribed

SIXTH: That the number of shares into which the capital stock is divided is Five Hundred (500) of the par value of One Hundred (\$100.00) Dollars.

SEVENTH: That, after due notice, a meeting of the subscribers was held on the 5th day of September, 19 61, at which a majority of all stock in value being present in person or by proxy, the following were elected directors: Fletcher S. Stone, L. Odus Stone, Dora Harling Stone and Gladys Roe Stone

EIGHTH: That subsequently there was elected as President, Fletcher S. Stone; as Vice-President, L. Odus Stone; as Secretary, L. Odus Stone; as Treasurer, Fletcher S. Stone

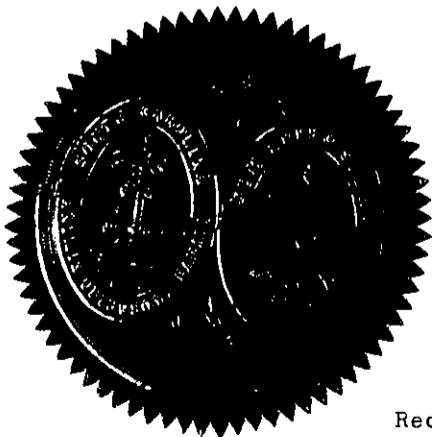
NINTH: That all requirements of Title 12, Article 1, Chapter 2, Code of Laws of South Carolina, 1952, and all amendments thereto have been duly and fully complied with, 50 per cent. of the aggregate amount of the capital stock having been subscribed by bona fide subscribers, 20 per cent. of the capital 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 The 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 7th day of September 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 September 11th, 1961 at 9:37 A.M. #6610