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STATE OF SOUTH CAROLINA
 SECRETARY OF STATE

A. L. Robertson
 FILED
 DEC 10 1974
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CERTIFICATE OF INCORPORATION
 AS A STATE BANK OF A NATIONAL BANK

This Certificate of Incorporation as a State Bank of a National Bank is filed in duplicate original with the Secretary of State of South Carolina pursuant to Section 8-121 of the South Carolina Code of Laws, 1962 (as amended).

1. Bankers Trust of South Carolina, N.A. is authorized by Sections 214, 214a, 214b, and 214c of Title 12 of the United States Code to convert its organization from a national banking corporation to a state-chartered bank and has taken such action as to make its conversion effective on the effective date as defined in Section 2(d) below.

2. The information called for under subsection 2 of Section 8-121 is:

a. (Bankers Trust of South Carolina, N.A.), a national banking association, with its principal place of business at 1301 Gervais Street, Columbia, South Carolina 29201, will use as its corporate name as a banking corporation under the laws of South Carolina, Bankers Trust of South Carolina, and will retain 1301 Gervais Street, Columbia, South Carolina 29201, as its principal place of business.

b. The authorized capital stock of Bankers Trust of South Carolina is 2,041,149 shares of Common Stock of par value of \$10.00 per share of which 1,819,616 are issued and outstanding.

c. The names of the directors and officers of Bankers Trust of South Carolina, N.A. at the date of its conversion from a national bank and who will constitute the directors and officers of Bankers Trust of South Carolina as a state bank, which directors shall serve until the next annual meeting of shareholders of Bankers Trust of South Carolina, are as follows:

Directors:

- C. D. Blalock
- John G. P. Boatwright
- Edgar A. Brown
- Howard L. Burns
- M. Wilson Clary
- Lloyd W. Fitzgerald
- James W. Foley
- Dwight A. Holder
- Robert M. Hollings
- James L. Hoyt
- D. Wellspan Johnson

- W. G. Lyles
- A. Foster McKissick
- Robert E. McNair
- Edmund A. Ramsaur
- Donald S. Russell, Jr.
- F. W. Scheper, Jr.
- Henry R. Sims, II
- John I. Smith
- Wilbur S. Smith
- Eugene E. Stone, III
- H. J. Upchurch
- William W. Webster, III