

THE STATE OF SOUTH CAROLINA, } BY THE SECRETARY OF STATE.

EXECUTIVE DEPARTMENT.

WHEREAS, W. P. Blackwell, Roy H. Sagesse, and C. J. Fowler

a majority of the Board of Directors of Lucas Laboratories, Inc.

a corporation created under and pursuant to the laws of South Carolina, by certificate issued by the Secretary of State on the 20th day of April, A. D. 1927

HAVE CERTIFIED, over their signatures, resolutions authorizing in behalf of the aforesaid Corporation changing the name of the corporation to Lucas Laboratories, Inc.

(authorized and set forth in the certificate aforesaid), which resolutions were adopted pursuant to law, at a meeting of the stockholders of the aforesaid Corporation, of which thirty days' published notice was given, which notice stated the purpose of the aforesaid meeting, and further, that said resolutions were adopted by a majority vote, and that in all respects there has been complied with the provisions of Section 2846, Code of Laws of South Carolina, 1912, and all amendments thereto.

NOW, THEREFORE, I, W. P. Blackwell, Secretary of State, by virtue of the authority in me vested by Chapter XLVII, of the Code of Laws of South Carolina, 1922, and amendments thereto, and all Acts or parts of Acts me thereto enabling, do hereby certify that the requirements of law for said amendment have been complied with, and for good and sufficient reasons to me appearing, do hereby certify that the charter of the aforesaid Company has been so amended.

GIVEN under my hand and the seal of the State, at Columbia, this 5th day of June in the year of our Lord one thousand nine hundred and twenty-nine and in the one hundred and fifty-third year of the Independence of the United States of America.



W. P. Blackwell Secretary of State.

Recorded June 6, 1929 at 11:50 a.m.

END OF Doc.

THE STATE OF SOUTH CAROLINA, } BY THE SECRETARY OF STATE.

EXECUTIVE DEPARTMENT.

WHEREAS, J. L. Haley, L. O. Patterson, J. B. Ricketts, J. T. Woodside, T. Oregon Lawton, J. B. Park, G. K. Doherty, Frank E. Major, W. F. Duhon, A. G. Mann, W. H. Bates, W. W. Watson, T. M. Mabee, J. B. Eade, Jack D. Parker, A. H. Park, W. Louis Valentine and Edwin Howard,

a majority of the Board of Directors of Pioneer Life Insurance Company

a corporation created under and pursuant to the laws of South Carolina, by certificate issued by the Secretary of State on the 19th day of February, A. D. 1925

HAVE CERTIFIED, over their signatures, resolutions authorizing in behalf of the aforesaid Corporation amending the charter of the corporation by striking out the first two paragraphs of Provision Sixth of the charter and inserting in lieu thereof the following:
The number of shares into which the guaranty capital stock is divided is One Hundred Thousand (100,000) of the par value of Ten (\$10.00) Dollars each. Such outstanding guaranty capital or any part thereof may be retired at the will of the trustees on giving sixty days written notice to the share holders of record by paying Twenty-five (25) Dollars per share with all unpaid and accrued dividends, if any. In case of retirement of less than the whole amount of outstanding guaranty stock, such retirement shall be made (a) pro rata, (b) by lot, or (c) by purchase at a price not exceeding Twenty-five (\$25.00) Dollars per share, provided, however, that in retiring the guaranty capital stock there must be left in addition to the legal reserve, an surplus to the policy holders, an amount equal to the total amount of stock outstanding at the time of retirement.
This corporation shall then have no capital stock, but the full ownership, management and control of the Company shall thereafter become vested in, and thereafter belong exclusively to, and be exercised by its policy holders through such officers and agents as may be elected or appointed by them.
The owners of shares of guaranty capital stock shall be entitled to participate in the earnings of the Company at the rate of Twelve (12%) per cent per annum on the par value of the stock, and such participation shall be cumulative, so that in the event any payment or payments of dividends are deferred, the trustees shall at the first meeting and pay any arrear of such deferred dividends without interest at any time when in their judgment the earnings of the Company shall so warrant. The dividends shall be payable semi-annually, on January 1st and July 1st in each year hereafter, beginning January 1st 1930. The guaranty

(authorized and set forth in the certificate aforesaid), which resolutions were adopted pursuant to law, at a meeting of the stockholders of the aforesaid Corporation, of which thirty days' published notice was given, which notice stated the purpose of the aforesaid meeting, and further, that said resolutions were adopted by a majority vote, and that in all respects there has been complied with the provisions of Section 2846, Code of Laws of South Carolina, 1912, and all amendments thereto.

NOW, THEREFORE, I, W. P. Blackwell, Secretary of State, by virtue of the authority in me vested by Chapter XLVII, of the Code of Laws of South Carolina, 1922, and amendments thereto, and all Acts or parts of Acts me thereto enabling, do hereby certify that the requirements of law for said amendment have been complied with, and for good and sufficient reasons to me appearing, do hereby certify that the charter of the aforesaid Company has been so amended.

GIVEN under my hand and the seal of the State, at Columbia, this 14th day of June in the year of our Lord one thousand nine hundred and twenty-nine and in the one hundred and fifty-third year of the Independence of the United States of America.



W. P. Blackwell Secretary of State.

Recorded June 28th at 3:08 P.M. 1929

END OF Doc.

Capital stock shall not be retired as hereinbefore provided or purchased by or for the policy holders until all arrear of dividends of the stock of the Company (25%) per cent of the arrear of the stock has been paid except upon the written consent of each and every stockholder.