

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

WHEREAS, C. Heyward Morgan, John D. Pellett, Jr. and Nellson N. Tracy, Jr.
all of Greenville, S. C.,

did on the 3rd day of March, 1947, 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 STAR THEATRES OF CLEMSON, 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 to own, operate, control and maintain moving picture theatres and other entertainment and places of entertainments, amusement and recreation; to buy and sell real estate and property of all descriptions; and otherwise to do any and all things corporations in this State, by law, are permitted to do.

FIFTH: That the amount of the capital stock is Sixty Thousand (\$60,000.00) Dollars,
payable in cash or equivalent at the call of the Directors.

SIXTH: That the number of shares into which the capital stock is divided is six hundred (600) Dollars.
of the par value of One Hundred (\$100.00)

SEVENTH: That, after due notice, a meeting of the subscribers was held on the 1st day of March, 1947, at which a majority of all stock in value being present in person or by proxy the following were elected directors:

C. Heyward Morgan, Ethal M. Morgan, Robert S. Small, Clinton J. Morgan,
Stephen D. Mitchell, John D. Pellett, Jr. and Nellson N. Tracy, Jr.

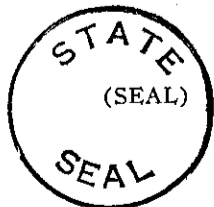
EIGHTH: That subsequently there was elected as President C. Heyward Morgan
as Vice-President, Robert S. Small; as Secretary, Stephen D. Mitchell
as Treasurer, C. Heyward Morgan.

NINTH: That all requirements of Article 2, Chapter 153 Code of Laws of South Carolina, 1932, 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, W. P. BLACKWELL, 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 3rd day of March in the year of our Lord one thousand nine hundred and forty-seven and seventy-first year of the Independence of the United States of America.



W. P. Blackwell
Secretary of State.

Recorded March 5th 1947, at 11:45 o'clock A. M. BY: E.G.