

The State of South Carolina,

EXECUTIVE DEPARTMENT

CHARTER BY THE SECRETARY OF STATE

WHEREAS, SAM WIMOWITZ, I.D. SHAPIRO and BERNARD A. SIMOWITZ, GREENVILLE CO. S.C. all of Box 1051, Augusta, Georgia,

JAN 5 11 09 AM 1949

OLIVE FAULKNER P.M.

did on the 3rd day of January, 1949, 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 MARILYN SHOES OF S.C., 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 conduct a general mercantile business, including the purchase and sale at retail or wholesale, or both, of goods, wares and merchandise and personal property of every class and description.

FIFTH: That the amount of the capital stock is Seventy-five Thousand (\$75,000.00) - - -Dollars payable in money, or in labor or in property at its par value, when and as required by the board of directors.

SIXTH: That the number of shares into which the capital stock is divided is seven hundred fifty (750) of the par value of One Hundred (\$100.00) - - - - - Dollars.

SEVENTH: That, after due notice, a meeting of the subscribers was held on the 27th day of December, 1948, at which a majority of all stock in value being present in person or by proxy, the following were elected directors:

Sam Simowitz Joe Simowitz
I.D. Shapiro Bernard A. Simowitz

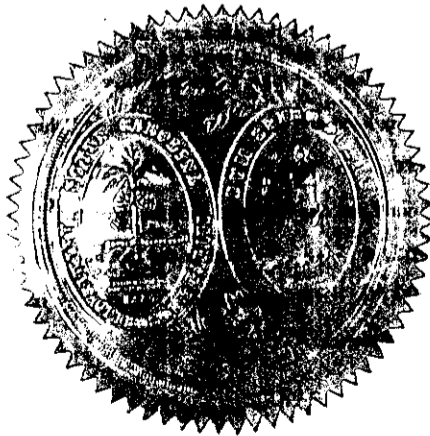
EIGHTH: That subsequently there was elected as President, Sam Simowitz ; as Vice-President, Joe Simowitz ; as Secretary, I.D. Shapiro ; as Treasurer, Bernard A. Simowitz

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

The 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 afore-said 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 January in the year of our Lord one thousand nine hundred and forty-nine and in the one hundred and seventy-third year of the Independence of the United States of America.



W.P. Blackwell Secretary of State.