

The State of South Carolina

EXECUTIVE DEPARTMENT

CHARTER BY THE SECRETARY OF STATE

WHEREAS,

HYMAN SILVERSTEIN of Greenville, S.C.

and

LOU SCHLANGER of Charlotte, N.C.,

did on the 16th day of April, 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 BIERMAN ENTERPRISES, 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 engage in the restaurant business and to prepare, compound and manufacture all sorts of food products and beverages, and to buy, sell and generally deal in and with sandwiches, soft drinks and other food products and beverages, and to do all things necessary or incidental to the operation of such a business, including leasing, purchasing or otherwise acquiring real and personal property necessary or incidental to such business, and to do any and all other things which a corporation may do under the laws of the State of South Carolina.

FIFTH: That the amount of the capital stock is Ninety-nine Hundred (\$9,900.00) - - - Dollars, payable in cash, services or merchandise.

SIXTH: That the number of shares into which the capital stock is divided is ninety-nine (99) 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 April, 1949, at which a majority of all stock in value being present in person or by proxy, the following were elected directors: Hyman Silverstein, Lou Schlanger and A.W. Bierman

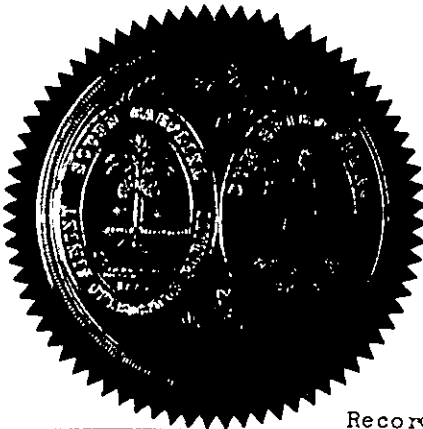
EIGHTH: That subsequently there was elected as President, Hyman Silverstein; as Vice-President, A.W. Bierman; as Secretary, Lou Schlanger; as Treasurer, A.W. Bierman

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 Observer 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 16th day of April, 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.



Recorded May 17th, 1949 at 8:29 A. M. #11462

SATISFIED AND CANCELLED OF RECORD

15 DAY OF July 1949

Ellie Barnworth R. M. C. FOR GREENVILLE COUNTY, S. C.

Cancelled Ellie Barnworth R.M.C.