

The State of South Carolina,

EXECUTIVE-DEPARTMENT.

CHARTER

BY THE SECRETARY OF STATE

WHEREAS, Anne Pauline Cooney, 10 Post Office Square, Boston, Massachusetts, Frederic C. Lang, 10 Post Office Square, Boston, Massachusetts, and Patricia G. Houlihan, 10 Post Office Square, Boston, Massachusetts

did on the 29th. day of September 19 52 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 REGAL SHOE STORE NO. 522, INC.

THIRD: That the principal place of business is GREENVILLE, S. C. (409 North East Street)

FOURTH: That the general nature of the business which it is proposed to do is

To carry on the business of manufacturing, buying, selling and dealing in boots, shoes, leather and goods made therefrom, rubber and goods made therefrom, hosiery shoe polishes, blackings, brassins and findings of all kinds.

To manufacture, purchase, import or otherwise acquire, to tan, dress, use or otherwise turn to account, to sell or otherwise dispose of hides and leather; to manufacture, purchase, lease or otherwise acquire, to hold or use, develop or otherwise turn to account, to sell, mortgage, lease or otherwise dispose of all apparatus, machinery, articles and materials which may be necessary or incidental to, or useful in the aforesaid business.

To carry on a general retail, jobbing, commission and merchandising business, and to manufacture, purchase or otherwise acquire, to hold or own, to mortgage, sell, pledge, assign, transfer or otherwise dispose of and to invest, trade and deal in goods, wares and merchandise of every class and description.

To build, construct, erect, purchase, hire or otherwise acquire or provide and to improve, maintain, equip, alter or otherwise turn to account, to sell, mortgage, convey or otherwise dispose of any buildings, factories, workshops, offices, plants, machinery and appliances.

To acquire by purchase, subscription, or otherwise, and to own, hold for investment, to use, sell, assign, transfer, mortgage, pledge, exchange, or otherwise dispose of, shares of stock, bonds, debentures, notes, script, securities, evidences of indebtedness, contracts, or obligations, of any corporation or corporations, association or associations, domestic or foreign, or any firm or individual, or of the United States or any state, territory or dependency of the United States, or of any foreign government or governmental subdivision, and also to issue in exchange therefor stocks, bonds, or other securities or evidences of indebtedness of the corporation, and while the owner or holder of any such property to receive, collect and dispose of, the interest, dividends, and income, on or from such property, and to possess and exercise, in respect thereof, all of the rights, powers and privileges of ownership, including all voting powers thereon; and to acquire, own, hold, lease, sell and mortgage such real estate and other personal property as may be necessary or incident to carry out the purposes aforesaid.

To acquire, and pay for in cash, stock or bonds of this corporation or otherwise, the good will, rights, assets and property, and to undertake or assume the whole or any part of the obligations or liabilities of any person, firm or association or corporation engaged in a similar business.

To acquire, hold, use, sell, assign, lease, grant licenses in respect of, mortgage or otherwise dispose of letters patent of the United States or any foreign country, patent rights, licenses and privileges, inventions, improvements and processes, copyrights, trade-marks and trade names, relating to or useful in connection with any business of this corporation.

To enter into, make and perform contracts of every kind and description with any person, firm, association, corporation, municipality, county, state, body politic or government or colony or dependency thereof.

To borrow or raise moneys for any of the purposes of the corporation and, from time to time without limit as to amount, to draw, make, accept, endorse, execute and issue promissory notes, drafts, warrants, bonds debentures and other negotiable or non-negotiable instruments and evidences of indebtedness, and to secure the payment of any thereof and of the interest thereon by mortgage upon or pledge, conveyance or assignment in trust of the whole or any part of the property of the corporation, whether at the time owned or thereafter acquired, and to sell, pledge or otherwise dispose of such bonds or other obligations of the corporation for its corporate purposes.

To buy, sell or otherwise deal in notes, open accounts, and other similar evidences of debt, or to loan money and take notes, open accounts, and other similar evidences of debt as collateral security therefor as far as permitted by law.