

The State of South Carolina, EXECUTIVE DEPARTMENT

CHARTER BY THE SECRETARY OF STATE

WHEREAS,

MARTIN A. MORRIS, JR., AND C. VICTOR PYLE

BOTH OF GREENVILLE, S. C.

did on the 26th day of May, 19 55, 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 GREENVILLE AUTO AUCTION, INC.

THIRD: That the principal place of business is 1227 New Buncombe Road, Greenville, S. C.

FOURTH: That the general nature of the business which it is proposed to do is buy, sell and trade new and used motor vehicles of every description, bought wholesale and retail, and to conduct a general auction of such motor vehicles, and, to do any and all things necessary which might arise in the conduction of said business, including the power to buy, sell, and mortgage real estate.

FIFTH: That the amount of the capital stock is Ten Thousand (\$10,000.00) - - - - - Dollars payable in cash or its equivalent upon the call of the directors

SIXTH: That the number of shares into which the capital stock is divided is One Hundred (100) of the par value of One Hundred (\$100.00) per share - - - - - Dollars.

SEVENTH: That, after due notice, a meeting of the subscribers was held on the 25th day of April, 19 55, at which a majority of all stock in value being present in person or by proxy, the following were elected directors: Martin A. Morris, Jr., Mrs. Dorothy M. Morris

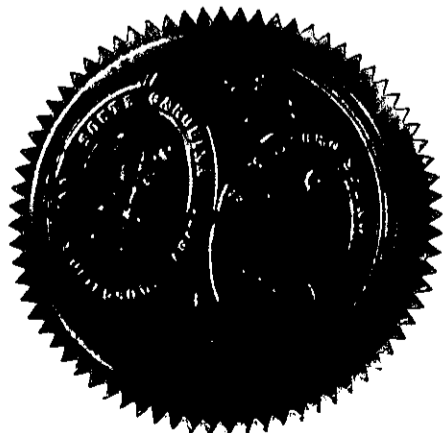
EIGHTH: That subsequently there was elected as President, Martin A. Morris, Jr. ; as Vice-President, Mrs. Dorothy M. Morris ; as Secretary, Mrs. Dorothy M. Morris ; as Treasurer, Martin A. Morris, Jr.

NINTH: That all requirements of Title 12, Article 1, Chapter 2, Code of Laws of South Carolina, 1952, 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, O. FRANK THORNTON, 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 26th day of May in the year of our Lord one thousand nine hundred and Fifty--five and in the one hundred and 79th year of the Independence of the United States of America.



O. Frank Thornton Secretary of State.

Recorded June 29th, 1955 at 10:45 A. M. No. 16562

For Decrease of Capital Stock See Deed Book 666 Page 440.

State of South Carolina Executive Department Pursuant to law the Capital Stock of the within corporation has this day been decreased to the sum of \$500.00 Five Hundred Dollars, divided into Five (5) shares of the par value of \$100.00 One Hundred Dollars each.

