

The State of South Carolina,

EXECUTIVE DEPARTMENT

CHARTER BY THE SECRETARY OF STATE

WHEREAS, ROBERT GREBOW and NAT L. KAPLAN both of Greenville, South Carolina

did on the 20th day of July, 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 BEHIND THE FENCE, INC.

THIRD: That the principal place of business is Greenville, South Carolina

FOURTH: That the general nature of the business which it is proposed to do is to sell, buy, acquire, dispense, and generally deal in and with foods, beverages, and liquid drinks; to own, conduct, operate, acquire, maintain, and carry on the business of restaurant, grill, or tavern; and generally to do any and all things necessary or convenient in connection therewith and all things which a corporation may do under the laws of the State of South Carolina.

FIFTH: That the amount of the capital stock is Ten Thousand (\$10,000.00) Dollars payable in money, property, or labor.

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) Dollars.

SEVENTH: That, after due notice, a meeting of the subscribers was held on the 18th day of July, 19 55, at which a majority of all stock in value being present in person or by proxy, the following were elected directors: Robert Grebow and Nat L. Kaplan

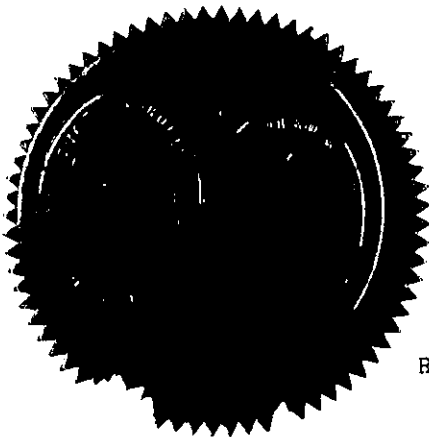
EIGHTH: That subsequently there was elected as President, Robert Grebow; as Vice-President, Nat L. Kaplan; as Secretary, Nat L. Kaplan; as Treasurer, Robert Grebow

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 The 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 20th day of July in the year of our Lord one thousand nine hundred and fifty-five and in the one hundred and eightieth year of the Independence of the United States of America.

O. Frank Thornton Secretary of State.



Recorded July 28, 1955 at 5:03 P.M. # 19226

See Amendment of Charter See Deed Book 593 Page 403