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No. 4025

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The State of South Carolina,

CHARTER BY THE SECRETARY OF STATE

EXECUTIVE DEPARTMENT

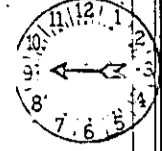
WHEREAS, PAUL H. WILLIAMS of 7835 Hampden Lane, Bethesda, Maryland

DAVID A. PENNEY of 5711 Northfield Road, Bethesda, Maryland

LLOYD J. HOLROYD of 822 Westwood Place, Falls Church, Virginia

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S. E. WILKINSON
C. C. P. & G. S.
SOUTH CAROLINA COUNTY, S. C.

did on the _____ day of August, 1956, file with the Secretary of State a written Declaration for incorporation, signed by themselves, setting forth:

FIRST: That their names and residences are as above given.

SECOND: That the name of the proposed corporation is NORTH AMERICAN FINANCE CORPORATION OF GREENVILLE

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

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

- (a) To advance or lend its money or assets to any person, firm or corporation upon bonds, promissory notes, judgment notes or any other evidence of indebtedness, with or without real, personal or mixed security therefor;
- (b) To engage in and conduct the business of a finance company in all its branches, and to be and become a corporate licensed lender under any and all types of finance laws, including industrial finance laws and small loan laws, under and subject to the laws and statutes of the several states or territories and colonies of the United States or foreign countries wherein this corporation may transact its business;
- (c) To have and to exercise all other powers, rights and privileges incident to corporations of this class as prescribed by the laws now in force and as may hereafter be enacted by the State of South Carolina or any other state wherein the corporation shall do business, and to have all powers necessary and convenient to the attainment of the objects and purposes set forth in this Declaration for Charter.

FIFTH: That the amount of the capital stock is Twenty-five Thousand (\$25,000.00) ----- Dollars payable in cash

SIXTH: That the number of shares into which the capital stock is divided is Two Hundred and Fifty (250) of the par value of One Hundred (\$100.00) ----- Dollars.

SEVENTH: That, after due notice, a meeting of the subscribers was held on the 25th day of July, 1956, at which a majority of all stock in value being present in person or by proxy, the following were elected directors: Francis W. Hulse, David A. Penney, Davis Weir, Paul H. Williams and John S. Winston

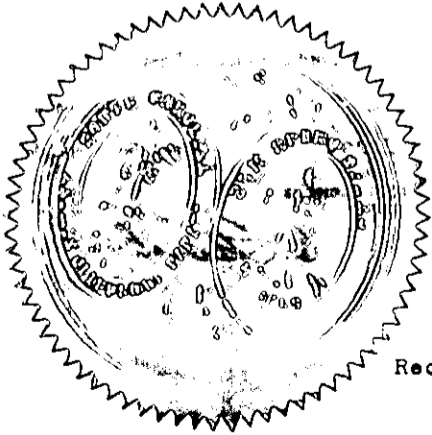
EIGHTH: That subsequently there was elected as President, Davis Weir ; as Vice-President, Francis W. Hulse ; as Secretary, Paul H. Williams ; as Treasurer, David A. Penney

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 State a newspaper published in the County of Richland

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 16th day of August in the year of our Lord one thousand nine hundred and fifty-six and in the one hundred and eighty-first year of the Independence of the United States of America.

O. Frank Thornton
Secretary of State.



Recorded August 16th, 1956 at 9:00 A.M. #20853