

The State of South Carolina,

CHARTER

BY THE SECRETARY OF STATE

EXECUTIVE DEPARTMENT

WHEREAS,

JOHN A. McPHERSON, JR. and BRUCE McPHERSON
both of

JAN 23 11 27 AM
GREENVILLE
OLLIE FARNSWORTH
R.M.C.
Greenville, South Carolina

did on the 15th. day of January, 19 57, 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 THE McPHERSON COMPANY

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 act as architects, designers, engineers and consultants and to do all things incident to the carrying on of such a business.

FIFTH: That the amount of the capital stock is Two Hundred Thousand (\$200,000.00) ----- Dollars payable in cash or property at the discretion of the directors.

SIXTH: That the number of shares into which the capital stock is divided is Two Thousand (2,000) of the par value of One Hundred (\$100.00) -----Dollars.

SEVENTH: That, after due notice, a meeting of the subscribers was held on the 11th. day of January, 1957, at which a majority of all stock in value being present in person or by proxy, the following were elected directors: John A. McPherson, Bruce McPherson, Ralph H. McPherson, John A. McPherson, Jr. and Jean M. Rabb

EIGHTH: That subsequently there was elected as President,

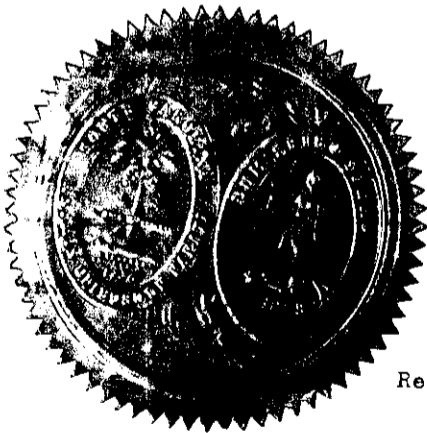
- John A. McPherson, Chairman of the Board
- Bruce McPherson, President
- Ralph H. McPherson, Executive Vice-President and General Manager
- John A. McPherson, Jr., Vice-President, Secretary and Treasurer
- Harriette Holmes, Assistant Vice-President and Assistant Secretary and Treasurer

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 News

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 15th. day of January in the year of our Lord one thousand nine hundred and fifty-seven 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 January 23rd, 1957 at 11:27 A.M. #1874