

FILED
GREENVILLE CO. S. C.

APR 10 11 09 AM 1957

OLLIE LAMMERTH
R. M. C.

THE STATE OF SOUTH CAROLINA

EXECUTIVE DEPARTMENT

By the Secretary of State

1935

Whereas, FRANCIS M. HIPPI, J. M. BLALOCK, H. T. MILLS, J. I. SMITH, J. K. DAVIS, HERMAN N. HIPPI, GRADY H. HIPPI, W. S. FEWELL, ROY F. HUNT, B. CALHOUN HIPPI, ALESTER G. FURMAN, FRANK O. SHERRILL and E. A. GILFILLIN

a majority of the Board of Directors of

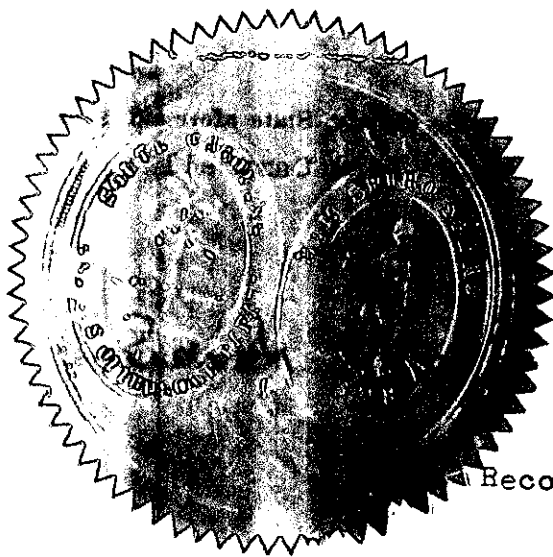
LIBERTY LIFE INSURANCE COMPANY
(Greenville, S.C.)

a corporation created under and pursuant to the laws of South Carolina, by certificate issued by the Secretary of State on the 3rd. day of November A. D. 1905

HAVE CERTIFIED over their signatures, Resolutions authorizing in behalf of the aforesaid Corporation an increase of the Capital Stock (authorized and set forth in the certificate aforesaid) to the sum of Three Million (\$3,000,000.00) ----- Dollars; (Divided into 300,000 shares of the par value of \$10.00 each) which Resolutions were adopted pursuant to law, at a meeting of the stockholders of the aforesaid Corporation, of which published notice was given once a week for four successive weeks, which notice stated the purpose of the aforesaid meeting; and further, that said Resolutions were adopted by a two-thirds vote and that in all respects there has been complied with the provisions of Title 12, Chapter 4, Article 7, Code of Laws of South Carolina, 1952, and all amendments thereto.

NOW THEREFORE, I, O. Frank Thornton, Secretary of State, by virtue of the authority in me vested by Title 12, Chapter 4, Article 7 of the Code of Laws of South Carolina, 1952, and amendments thereto, have this day endorsed across the face of the aforesaid Certificate of Incorporation or original Charter, authority of increase, as aforesaid, and hereby certify that the requirements of law for said increase will have been complied with when this Certificate and the endorsement across the face of the original Charter aforesaid is lodged for record in the office of the Register of Mesne Conveyance or Clerk of Court in each County in which the said Corporation shall have a business office.

GIVEN under my hand and the seal of the State, at Columbia, this 9th. day of April 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 April 10th, 1957 at 11:09 A.M. # 8555

See Original Charter See Deed Book 1 Page 199