

## The State of South Carolina,

CHARTER  
BY THE SECRETARY OF STATE

EXECUTIVE DEPARTMENT

WHEREAS, ROY A. STIPP of Greenville, South Carolina

and

H. WALKER POWELL, JR. of Greensboro, North Carolina

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S. C.  
APR 16 2 25 PM 1957  
OFFICE OF THE SECRETARY OF STATE  
COLUMBIA, S. C.

did on the 30th. day of March, 1957, 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 STIPP AND POWELL, 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 act as sales representative for the products of manufacturers of heating, air conditioning, ventilating, filtering, pumping and power plant equipment and industrial equipment and supplies of all kinds; to buy, sell, engineer, install and service heating, air conditioning, ventilating, pumping and power plant equipment of all kinds and supplies incidental thereto; to buy, sell, own, exchange, operate, mortgage, lease and manage real and personal property of all kinds, both as principal and agent, and at either wholesale or retail; to do all things incident or necessary to such businesses, and in general carry on any business not contrary to the laws of the State of South Carolina; and to have and to exercise all the powers, rights and privileges conferred by the laws of the State of South Carolina upon corporations organized thereunder.

FIFTH: That the amount of the capital stock is Thirty Thousand (\$30,000.00) ----- Dollars payable of which fifteen thousand four hundred (\$15,400.00) dollars has been subscribed and is payable at the call of the Board of Directors.

SIXTH: That the number of shares into which the capital stock is divided is Three Hundred (300) of the par value of One Hundred (\$100.00) ----- Dollars.

SEVENTH: That, after due notice, a meeting of the subscribers was held on the 29th. day of March, 1957, at which a majority of all stock in value being present in person or by proxy, the following were elected directors: Roy A. Stipp, H. Walker Powell, Jr. and R. A. Dobson

EIGHTH: That subsequently there was elected as President, Roy A. Stipp ;  
as Vice-President, H. Walker Powell, Jr. ; as Secretary, Marian J. Parkins ;  
as Treasurer, Roy A. Stipp

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 30th. day of March  
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 16th, 1957 at 2:25 P.M. # 9123

