

The State of South Carolina,

CHARTER BY THE SECRETARY OF STATE

EXECUTIVE DEPARTMENT

WHEREAS,

THOMAS J. BARFIELD, of Greenville, S. C. GREENVILLE CO. S. C.

and

A. FOSTER MCKISSICK, of Easley, S. C.

did on the 2nd day of July, 1959, 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 TOM BARFIELD AUTOMOBILES, INC.

THIRD: That the principal place of business is GREENVILLE, S. C.

FOURTH: That the general nature of the business which it is proposed to do is to buy, sell, lease, trade and deal in and with, store, service and repair new and used automobiles and motor vehicles of all makes and descriptions, and all parts and accessories used in connection therewith; to deal as principal, agent or broker in financing and refinancing the purchase and sale of the same; to do and perform any and all acts and conduct any type of business which a corporation may legally perform or conduct.

FIFTH: That the amount of the capital stock is Ten Thousand (\$10,000.00) Dollars payable on call of the Directors.

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 May, 1959, at which a majority of all stock in value being present in person or by proxy, the following were elected directors: Thomas J. Barfield and A. Foster McKissick

EIGHTH: That subsequently there was elected as President, Thomas J. Barfield as Vice-President, A. Foster McKissick as Secretary, Thomas J. Barfield as Treasurer, A. Foster McKissick

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 2nd day of July

in the year of our Lord one thousand nine hundred and fifty-nine and in the one hundred and eighty-third year of the Independence of the United States of America.

O. Frank Thornton Secretary of State.



Recorded July 3rd, 1959 at 10:43 A.M. #803