

The State of South Carolina } CERTIFICATE OF INCORPORATION
EXECUTIVE DEPARTMENT } BY THE SECRETARY OF STATE

WHEREAS, FILED PHILLIPE SIMARD, BARBARA PITTMAN and RONNIE DILWORTH
GREENVILLE, CO. S. C.
All of Greenville, S. C.

SEP. 2 10 21 AM 1959

two or more of the officers or agents appointed to supervise or manage the affairs of

SACO-LOWELL EMPLOYEES BENEFIT FUND, GREENVILLE, S. C.

which has been duly and regularly organized, did on the 1st day of
September, A. D. 1959, file with the Secretary of State a written declaration setting forth:

That, at a meeting of the aforesaid organization held pursuant to the by-laws or regulations of the said organization, they were authorized and directed to apply for incorporation.

That, the said organization holds, or desires to hold, property in common for Religious, Educational, Social, Fraternal, Charitable or other eleemosynary purpose, or any two or more of said purposes, and is not organized for the purpose of profit or gain to the members, otherwise than is above stated, nor for the insurance of life, health, accident or property; and that three days' notice in the Greenville-Piedmont, a newspaper published in the County of Greenville, has been given that the aforesaid Declaration would be filed.

AND WHEREAS, Said Declarants and Petitioners further declared and affirmed:

FIRST: Their names and residences are as above given.

SECOND: The name of the proposed Corporation is

SACO-LOWELL EMPLOYEES BENEFIT FUND, GREENVILLE, S. C.

THIRD: The place at which it proposes to have its headquarters or be located is

White Horse Road, GREENVILLE, S. C.

FOURTH: The purpose of the said proposed Corporation is to promote good will, social, educational, athletic and recreational activities among the employees of Saco-Lowell Shops, Greenville, S. C.; to operate a canteen; to buy, sell and deal in commodities in order to accomplish the purposes of the association.

FIFTH: The names and residences of all Managers, Trustees, Directors or other officers are as follows:

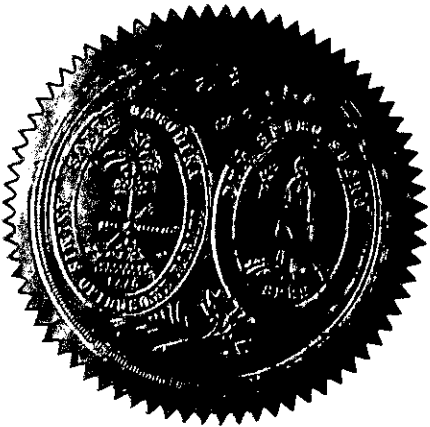
Phillippe Simard	Greenville, S. C.	President
Ruth Evans	Greenville, S. C.	Vice President
Carl Rogers	Greenville, S. C.	Vice President
Ronald Dilworth	Greenville, S. C.	Treasurer
Barbara Pittman	Greenville, S. C.	Secretary

SIXTH: That they desire to be incorporated: In perpetuity.

Now, THEREFORE, I, O. FRANK THORNTON, Secretary of State, by virtue of the authority in me vested, by Chapter 12, Title 12, Code of 1952, and Acts amendatory thereto, do hereby declare the said organization to be a body politic and corporate, with all the rights, powers, privileges and immunities, and subject to all the limitations and liabilities, conferred by said Chapter 12, Title 12, Code of 1952, and Acts amendatory thereto.

GIVEN under my hand and the seal of the State, at Columbia,
this 1st day of September
in the year of our Lord one thousand nine hundred and
59 and in the one hundred and
84th year of the Independence of the
United States of America.

O. Frank Thornton
Secretary of State.



Recorded September 2nd, 1959 at 10:21 A.M. #7269