

The State of South Carolina

CHARTER

EXECUTIVE DEPARTMENT

THE SECRETARY OF STATE

WHEREAS,

OLLIE WORTH,

JAMES N. THREADGILL and PATRICIA G. THREADGILL

both of

Greenville, South Carolina

did on the 16th day of January, 1960, 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 THREADGILL'S HOLIDAY TRAVEL AGENCY, 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 engage in the general travel service business with power and authority to do any and all things necessary in the conduct of such business, including the right to buy, sell and mortgage real estate.

FIFTH: That the amount of the capital stock is Five Thousand (\$5,000.00) Dollars payable upon call of the Directors.

SIXTH: That the number of shares into which the capital stock is divided is Fifty (50) of the par value of One Hundred (\$100.00) Dollars.

SEVENTH: That, after due notice, a meeting of the subscribers was held on the 13th day of January, 1960, at which a majority of all stock in value being present in person or by proxy, the following were elected directors: James N. Threadgill and Patricia G. Threadgill

EIGHTH: That subsequently there was elected as President, James N. Threadgill; as Vice-President, Patricia G. Threadgill; as Secretary, James N. Threadgill; as Treasurer, Patricia G. Threadgill

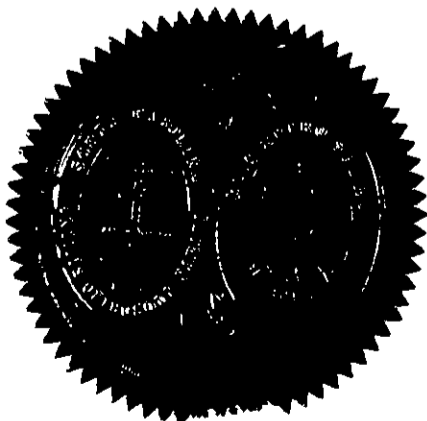
NINTH: That all requirements of Title 12, Article 1, Chapter 2, Code of Laws of South Carolina, 1952, and all amendments thereto have been duly and fully complied with, 50 per cent. of the aggregate amount of the capital stock having been subscribed by bona fide subscribers, 20 per cent. of the capital 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 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 16th day of January in the year of our Lord one thousand nine hundred and Sixty and in the one hundred and Eighty-fourth year of the Independence of the United States of America.

O. Frank Thornton Secretary of State.



Recorded January 18th, 1960 at 9:38 A.M. # 20254

For Amendment of Charter See Deed Book 662 Page 18.