

The State of South Carolina CHARTER BY THE SECRETARY OF STATE

BOOK 645 PAGE 249

WHEREAS,

HOWARD S. STEVENSON, 108 Newman St., Greenville, S. C.; JOHN C. BRIGGS, 144 Calhoun Towers, Greenville, S. C.; JOHN S. BRIGGS, 144 Calhoun Towers, Greenville, S. C.

did on the 7th day of January, 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 THE MANAGEMENT GROUP

THIRD: That the principal place of business is 14 U Calhoun Towers, GREENVILLE, S. C.

FOURTH: That the general nature of the business which it is proposed to do is consultants to all types of business operations and/or to own and/or operate all types of business operations.

STATE OF SOUTH CAROLINA EXECUTIVE DEPARTMENT Pursuant to law the Capital Stock of the within Corporation has this day been increased to the sum of \$10,000.00 Ten Thousand Dollars, divided into one hundred (100) shares of the par value of \$10.00 Ten Dollars each.

Given under my Hand and the Seal of the State at Columbia, this 24th day of February A. D. 1960. O. Frank Thornton Secretary of State

FIFTH: That the amount of the capital stock is One Thousand (\$1,000.00) Dollars payable on incorporation or demand.

SIXTH: That the number of shares into which the capital stock is divided is One Hundred (100) of the par value of Ten (\$10.00) Dollars.

SEVENTH: That, after due notice, a meeting of the subscribers was held on the 5th day of January, 1959, at which a majority of all stock in value being present in person or by proxy, the following were elected directors: Howard S. Stevenson, John C. Briggs and Doris L. Stevenson

EIGHTH: That subsequently there was elected as President, Howard S. Stevenson as Vice-President, John Briggs as Secretary, Howard S. Stevenson as Treasurer, John C. Briggs

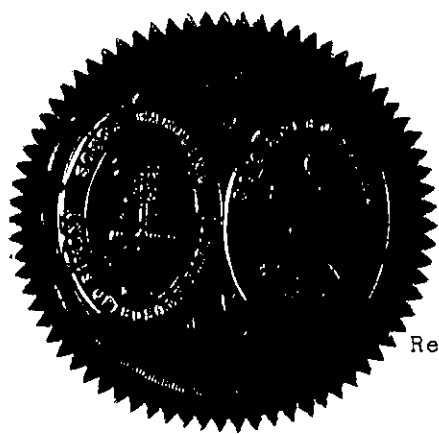
NINTH: That all requirements of Title 12, Article 1, Chapter 2, Code of Laws of South Carolina, 1952, and all amendments thereto have been duly and fully complied with, 50 per cent. of the aggregate amount of the capital stock having been subscribed by bona fide subscribers, 20 per cent. of the capital 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 7th day of January 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 February 25th, 1960, at 10:51 A.M. #23803

For increase of Capital Stock see Deed Book 645 Page 247.