

The State of South Carolina, EXECUTIVE DEPARTMENT

CHARTER BY THE SECRETARY OF STATE

WHEREAS,

A. FOSTER MCKISSICK and E. S. MCKISSICK, JR. GREENVILLE CO. S. C.

both of Easley, South Carolina

MAY 23 11 13 AM 1960

OLLIE L. WORTH F.M.C.

did on the 20th day of May, 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 SAFECO FINANCE CORP.

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 buying, loaning money upon, selling, transferring, assigning, discharging, borrowing money upon and pledging as collateral and otherwise dealing as principal, agent or broker in stocks, bonds, promissory notes, commercial paper accounts, insurance, contract mortgage, on real or personal property and other evidence of indebtedness of person, firm or corporation, and owning, holding or conveying real estate, acquiring and holding other shares of stock in other corporations, and the selling of all types of insurance as an agent, but not for the purpose of carrying on the business of banking or insurance.

FIFTH: That the amount of the capital stock is Fifty Thousand (\$50,000.00) Dollars payable on call of the Directors.

SIXTH: That the number of shares into which the capital stock is divided is Five Hundred (500) of the par value of One Hundred (\$100.00) Dollars.

SEVENTH: That, after due notice, a meeting of the subscribers was held on the 19th day of May, 1960, at which a majority of all stock in value being present in person or by proxy, the following were elected directors: A. Foster McKissick, E. S. McKissick, Jr. and George L. Campbell

EIGHTH: That subsequently there was elected as President, A. Foster McKissick; as Vice-President, E. S. McKissick, Jr.; as Secretary, A. Foster McKissick; as Treasurer, George L. Campbell

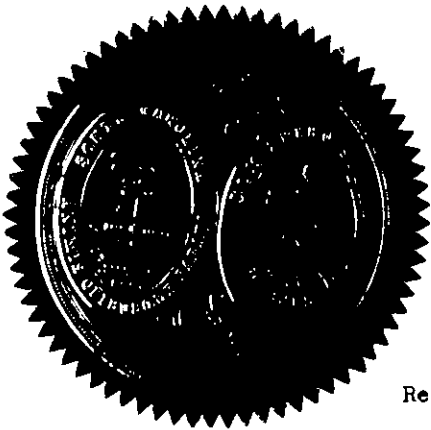
NINTH: That all requirements of Title 12, Article 1, Chapter 2, Code of Laws of South Carolina, 1952, and all amendments thereto have been duly and fully complied with, 50 per cent. of the aggregate amount of the capital stock having been subscribed by bona fide subscribers, 20 per cent. of the capital 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 20th day of May in the year of our Lord one thousand nine hundred and 60 and in the one hundred and 84th year of the Independence of the United States of America.

O. Frank Thornton Secretary of State.



Recorded May 23rd, 1960 at 11:13 A. M. #32020

See Amendment of Charter See Deed Book 672 Page 92.