

The State of South Carolina;

CHARTER BY THE SECRETARY OF STATE

EXECUTIVE DEPARTMENT

WHEREAS,

JAMES F. SIMMONS, NORMAN A. WALDROP and W. JAMES WILLIAMS, All of 309 Poinsett Highway, Greenville, S. C.

did on the 27th day of July, 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 S. C. and W. Auto Sales

THIRD: That the principal place of business is 309 Poinsett Highway, Greenville, S. C.

FOURTH: That the general nature of the business which it is proposed to do is to buy, sell and trade new and used automobiles and to do all other things generally done in business of this type, and to buy, sell and own real estate.

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CLERK OF COURTS
GREENVILLE, S. C.

FIFTH: That the amount of the capital stock is Thirty-six Thousand (\$36,000.00) Dollars payable \$18,000.00 paid in.

SIXTH: That the number of shares into which the capital stock is divided is Three Hundred Sixty (360) of the par value of One Hundred (\$100.00) Dollars.

SEVENTH: That, after due notice, a meeting of the subscribers was held on the 28th day of June, 1960, at which a majority of all stock in value being present in person or by proxy, the following were elected directors: James F. Simmons and Norman A. Waldrop and W. James Williams

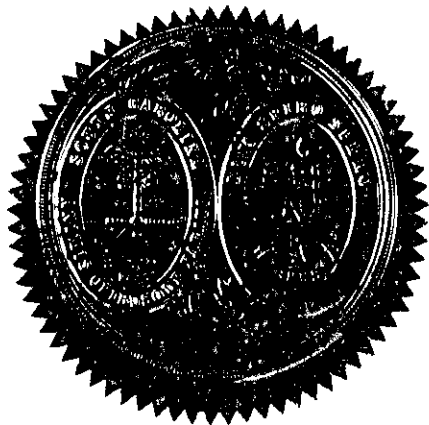
EIGHTH: That subsequently there was elected as President, James F. Simmons; as Vice-President, W. James Williams; as Secretary, Norman A. Waldrop; as Treasurer, Norman A. Waldrop

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 27th day of July in the year of our Lord one thousand nine hundred and 60 and in the one hundred and 85th year of the Independence of the United States of America.

Secretary of State.



Recorded this 28th day of July 1960 at 3:45 P. M., No. 3074.