

The State of South Carolina,

EXECUTIVE DEPARTMENT

WHEREAS,

ROBERT B. KAY and E. C. MORROW

both of

Greenville, S. C.

FILED CHARTER BY THE SECRETARY OF STATE



Mrs. Ollie Farnsworth

did on the 19th day of August, 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 FIRST CITIZENS CORPORATION

THIRD: That the principal place of business is GREENVILLE, SOUTH CAROLINA

FOURTH: That the general nature of the business which it is proposed to do is to engage in the making of loans secured by real and personal property mortgages; buying, sell and trading in securities of all types and kinds and acting as agents in any and all transactions concerning the same; owning, purchasing, selling, leasing and financing real and personal property of all types and kinds and acting as agent in connection with any and all transactions concerning the same; developing and improving real estate in any and all manners including manufacturing, mining and mineral sites and to do all things necessary to properly carry out its corporate purposes.

FIFTH: That the amount of the capital stock is Two Hundred Thousand (\$200,000.00)----- Dollars payable upon demand of Directors.

SIXTH: That the number of shares into which the capital stock is divided is Two Hundred Thousand (200,000) of the par value of One (\$1.00)-----Dollars.

SEVENTH: That, after due notice, a meeting of the subscribers was held on the 1st day of August, 1960, at which a majority of all stock in value being present in person or by proxy, the following were elected directors: James B. Thomas, Cecil H. Barnes, Ralph G. Ellis, Robert B. Kay, Lewis W. Barron, E. C. Morrow and Ralph G. Ellis

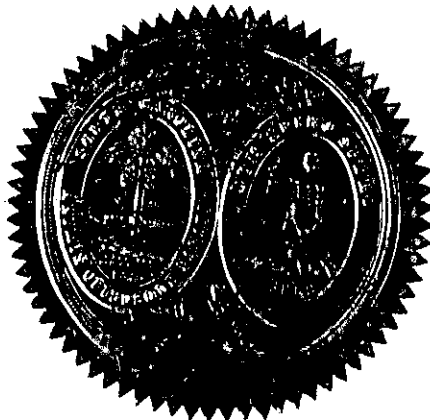
EIGHTH: That subsequently there was elected as President, James B. Thomas; as Vice-President, Cecil H. Barnes; as Secretary, Ralph G. Ellis; as Treasurer, James B. Thomas

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 Observer

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 19th day of August 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.



O Frank Thornton Secretary of State.

Recorded this 25th day of August 1960, at 9:45 A. M., No. 5537.

for Decrease of Capital Stock See Deed Book 704 Page 530

State of South Carolina Executive Department Pursuant to law the capital stock of the within corporation has this day been decreased to the sum of \$50,000.00 Fifty Thousand Dollars, divided into Fifty thousand (50,000) shares of the par value of \$1.00 One Dollar each.