

The State of South Carolina,

EXECUTIVE DEPARTMENT

CHARTER BY THE SECRETARY OF STATE

WHEREAS,

GRADY L. BRUCE, 310 S. Line Street, Greer, S. C. and

ROBERT C. BRUCE, #6-16th St., Greer, S. C.

did on the 24th day of May, 19 60, 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 BRUCE'S, INC.

THIRD: That the principal place of business is 308 S. Line Street, GREER, S. C.

FOURTH: That the general nature of the business which it is proposed to do is engage in buying and developing real estate, build and lease buildings and all other matters pertaining to such.

FIFTH: That the amount of the capital stock is Eight Thousand (\$8,000.00) Dollars payable \$3,000.00 cash and notes receivable of \$5,000.00.

SIXTH: That the number of shares into which the capital stock is divided is Eighty (80) of the par value of One Hundred (\$100.00) Dollars.

SEVENTH: That, after due notice, a meeting of the subscribers was held on the 23rd day of May, 19 60, at which a majority of all stock in value being present in person or by proxy, the following were elected directors: Grady L. Bruce, Robert C. Bruce and Thomas M. Bruce

EIGHTH: That subsequently there was elected as President, Grady L. Bruce as Vice-President, Thomas M. Bruce as Secretary, Robert C. Bruce as Treasurer, Robert C. Bruce

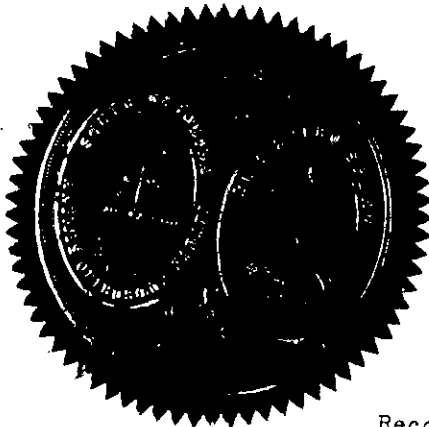
NINTH: That all requirements of Title 12, Article 1, Chapter 2, Code of Laws of South Carolina, 1952, and all amendments thereto have been duly and fully complied with, 50 per cent. of the aggregate amount of the capital stock having been subscribed by bona fide subscribers, 20 per cent. of the capital 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 24th day of May, 1960, 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.

[Signature] Secretary of State.



Recorded October 3rd, 1960 at 1:09 P. M. #9004