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The R. L. Bryan Company, Columbia, S. C. 29922

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The State of South Carolina,

CHARTER

BY THE SECRETARY OF STATE

EXECUTIVE DEPARTMENT

WHEREAS,

OCT 4 10 35 AM 1960

ROBERT S. KNOWLES AND FLORENCE M. KNOWLES

BOTH OF GREENVILLE, SOUTH CAROLINA

did on the 1st. day of October, 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 ROBERT S. KNOWLES COMPANY

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 business of buying, selling, and dealing in heating and air conditioning equipment and mechanical equipment of all kinds; to buy, sell, own, exchange, operate, mortgage, lease and manage real and personal property of all kinds, both as principal and agent and at either wholesale or retail; to do all things incident or necessary to such businesses and in general carry on any business not contrary to the laws of the State of South Carolina, and to have and to exercise all the powers, rights and privileges conferred by the laws of the State of South Carolina upon corporations organized thereunder.

FIFTH: That the amount of the capital stock is Ten Thousand (\$10,000.00)----- Dollars payable \$5,000.00 has been subscribed and paid in.

SIXTH: That the number of shares into which the capital stock is divided is one Hundred (100) of the par value of One Hundred (\$100.00)-----Dollars.

SEVENTH: That, after due notice, a meeting of the subscribers was held on the 30th. day of September, 1960, at which a majority of all stock in value being present in person or by proxy, the following were elected directors:

Robert S. Knowles and Florence M. Knowles

EIGHTH: That subsequently there was elected as President, Robert S. Knowles ; as Vice-President, Florence M. Knowles ; as Secretary, Florence M. Knowles ; as Treasurer, Robert S. Knowles

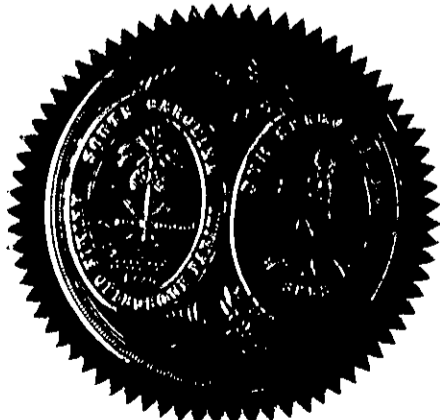
NINTH: That all requirements of Title 12, Article 1, Chapter 2, Code of Laws of South Carolina, 1952, and all amendments thereto have been duly and fully complied with, 50 per cent. of the aggregate amount of the capital stock having been subscribed by bona fide subscribers, 20 per cent. of the capital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

O. Frank Thornton
Secretary of State.



Recorded October 4th, 1960 at 10:36 A.M. #9114