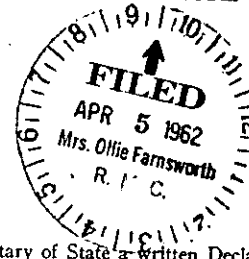


The State of South Carolina,

EXECUTIVE DEPARTMENT

**CHARTER
BY THE SECRETARY OF STATE**

WHEREAS, David C. Johnson and William J. McRoberts
of
55 Liberty Street, New York 5, N. Y.



did on the 2nd day of April, 1962, 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 **MAYFLOWER MILLS, INC.**

THIRD: That the principal place of business is **Greenville, South Carolina**
Mailing address: **Box 1169, Greenville, S. C.**

FOURTH: That the general nature of the business which it is proposed to do is

To manufacture, buy, sell, deal in and with goods, wares, merchandise and personal property of every kind and description; without limiting the generality of the foregoing, to manufacture, buy, sell, deal in and with fibers, yarns, fabrics, cloth, clothing, rugs, draperies, each of which may be of every type and description whether of natural, synthetic, animal or other origin; to buy, sell, deal in and with textile machinery of every type and description and appurtenances thereto; to act as a selling agent for textile products of every type and description; to engage in factoring; to purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property, or any interest therein, wherever situated. To sell, convey, mortgage, pledge, lease, exchange, transfer, and dispose of all or any part of its property and assets. To make contracts and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises and income. To lend money for its corporate purposes, invest its funds from time to time, and take and hold real property and tangible and intangible personal property as security for the payment of funds so loaned or invested. To acquire by purchase, subscription or otherwise, and to own, hold, sell, assign, transfer, mortgage, pledge, exchange or otherwise dispose of, and to deal in and deal with shares of capital stock, bonds, debentures, obligations, evidences of indebtedness and securities issued by any public or private corporation, government or municipality, or otherwise, and other property, real and personal, and to pay cash therefor or to issue in exchange therefor the shares of capital stock, bonds, notes, debentures or obligations or evidences of indebtedness of the corporation. To conduct its business, carry on its operations, and have offices and exercise the powers granted in any state, territory, district, or possession of the United States, or in any foreign country; to purchase, take, receive, or otherwise acquire, hold, own, pledge, transfer, or otherwise dispose of its own shares. To enter into any lawful arrangement for sharing profits, union of interest, reciprocal association, or co-operative association with any corporation, association, partnership, individual, or other legal entity, for the carrying on of any business, the purpose of which is similar to the purposes set forth in the foregoing enumeration, and to enter into any general or limited partnership, the purpose of which is similar to such purposes. To have and exercise all powers necessary or convenient to effect any or all of the purposes for which the corporation is organized.

(Continued on Next Page)