

THE STATE OF SOUTH CAROLINA

EXECUTIVE DEPARTMENT

By the Secretary of State

Whereas,

Morene E. Martin, A. L. Hardee, Huger Sinkler,
John T. Welch, Jr., L. L. Hutchinson

a majority of the Board of Directors of
STEPHENSON FINANCE COMPANY, INCORPORATED
(Gaffney, S. C.)

a corporation created under and pursuant to the laws of South Carolina, by certificate issued by the
Secretary of State on the **30th** day of **March**, A. D. 19 **46**.

HAVE CERTIFIED, over their signatures, Resolutions authorizing in behalf of the aforesaid
Corporation to amend the capital stock of the Company to change
the capital stock of the company from 400,000 shares of common
stock of the per value of \$2.50 per share and 40,000 shares of
preferred stock of the per value of \$25.00 per share, to consist
of 500,000 shares of common stock of the per value of \$2.00 per
share and 40,000 shares of preferred stock of the per value of
\$25.00 per share.

(authorized and set forth in the certificate aforesaid), which Resolutions were adopted pursuant to
law, at a meeting of the stockholders of the aforesaid Corporation, of which thirty days' notice was
given, which notice stated the purpose of the aforesaid meeting, and further, that said Resolutions were
adopted by a majority vote, and that in all respects there has been complied with the provisions of
Title 12, Chapter 7, Article 1, Code of Laws of South Carolina, 1952, and all amendments thereto.

NOW, THEREFORE, I **O. Frank Thornton** Secretary of
State, by virtue of the authority in me vested by Chapter aforesaid, of the Code of Laws of South Caro-
lina, 1952, and amendments thereto, do hereby certify that the requirements of law for said amendment
have been complied with, and for good and sufficient reasons to me appearing, do hereby certify that the
charter of the aforesaid Company has been so amended.

Certified to be a true and correct copy as taken from
and compared with the records in this office as shown by
Domestic Corporation File No. 22623. January 2, 1964.

GIVEN, under my hand and the seal of the State at Columbia,
is **20th** day of **December**
in the year of our Lord One Thousand nine hundred and **63**

O. Frank Thornton
and in the one hundred and **88th**
year of the Independence of the United States of America.

O. Frank Thornton
Secretary of State

O. FRANK THORNTON,
Secretary of State.

Recorded January 11, 1964 At 9:30 A.M. # 19613