

The State of South Carolina,
EXECUTIVE DEPARTMENT

CHARTER
BY THE SECRETARY OF STATE

WHEREAS, LINDSAY J. FORRESTER, JR., JOHN B. MARCHANT, H. T. HOPKINS
all of
Greenville, South Carolina

did on the fifth day of December, 1955, 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 **W. S. TRACTOR & IMPLEMENT, INC.**

THIRD: That the principal place of business is **P. O. Box 303, Greenville, South Carolina**

FOURTH: That the general nature of the business which it is proposed to do is to buy, sell, repair, lease, rent at retail, wholesale, and otherwise deal and trade in any and all types of tractors, carts-moving, farming and other tractors, other vehicles, implements, equipment, parts, accessories and appliances of any kind whatsoever; to acquire by purchase or otherwise, franchise or franchisee, for the distribution, sale or other disposition of the aforesaid articles; to acquire by purchase or otherwise, own, buy, sell convey, transfer, lease, mortgage and otherwise encumber real estate or other property, personal or mixed; to purchase materials and construct buildings such as are necessary to the business of the corporation; to borrow and lend money, to finance purchases or sales, to give and receive evidence of indebtedness and security instruments, to charge and receive for such indebtedness such interest, costs, and profits as are permitted by law, but this corporation shall not have banking powers, nor the power to engage in a small loan business; to negotiate for, buy, sell, transfer, pledge, hypothecate, receive, or otherwise dispose of such negotiable or non-negotiable instruments of any kind whatsoever and to exercise any and all rights of ownership of any and all things of value acquired by the said corporation; to acquire by purchase or otherwise, to hold and reissue the shares of its capital stock and to do any and all other acts not prohibited by the law of this state for business corporations.

FIFTH: That the amount of the capital stock is **Fifty Thousand (\$50,000.00)** ----- Dollars
payable by cash upon subscription

SIXTH: That the number of shares into which the capital stock is divided is **Five Hundred (500)**
of the par value of **One Hundred (\$100.00)** ----- Dollars.

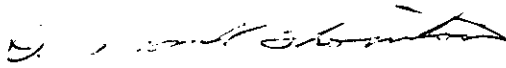
SEVENTH: That, after due notice, a meeting of the subscribers was held on the **20th** day of
November, 1955, at which a majority of all stock in value being present in person or by proxy, the following were elected directors: **Lindsay J. Forrester, Jr., John B. Marchant and H. T. Hopkins**

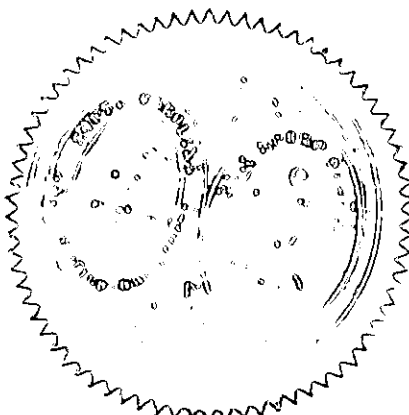
EIGHTH: That subsequently there was elected as President, **Lindsay J. Forrester, Jr.** ;
as Vice-President, **John B. Marchant** ; as Secretary, **H. T. Hopkins** ;
as Treasurer, **John B. Marchant**

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 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 **fifth** day of **December**
in the year of our Lord one thousand nine hundred and
fifty-five and in the one hundred and
eighty-fifth year of the Independence of the
United States of America.


Secretary of State.



Recorded December 7th, 1955 at 4:30 P. M. No. 31626