Officers:

D. Wellsman Johnson	Chairman of the Board of Directors
W. W. Johnson	President
John T. Weeks	Vice Chairman, Secretary and Cashier
H. J. Upchurch	Vice Chairman
James L. Hoyt	Vice Chairman
John G. P. Boatwright	Assistant President

d. The conversion of Bankers Trust of South Carolina, N.A. from a national banking association into a state-chartered bank is effective on December 10, 1974, at /2:15 P.M., the date and time upon which this Certificate shall be filed with the Secretary of State of South Carolina, and the date and time upon which Bankers Trust of South Carolina shall commence business as a bank under the laws of South Carolina ("the effective date").

3. Upon the effective date, Bankers Trust of South Carolina shall have all the powers provided to State banks under Sections 8-131, 8-132, and otherwise under the South Carolina Code; and except as South Carolina law applicable to banking corporations shall otherwise apply, shall be subject to the South Carolina Business Corporation Act of 1962, as amended, as provided by Section 12-11.3 of the South Carolina Code; and the provision of Section 8-123 of the South Carolina Code shall have application.

4. Provisions which are included in this Certificate of Incorporation and which are not inconsistent with the applicable law are:

a. The directors are authorized to adopt bylaws of the Corporation pursuant to Section 8-124 and Section 8-133 of the South Carolina Code.

b. No holder of shares of the capital stock of any class of the Corporation shall have any preemptive or preferential right of subscription to any shares of any class of stock of the Corporation, whether now or hereafter authorized, or to any obligations convertible into stock of the Corporation, issued or sold, nor any right of subscription to any thereof other than such, if any, as the Board of Directors, in its discretion, may from time to time fix.

c. The Corporation may by action of its Board of Directors

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