THE STATE OF SOUTH CAROLINA

EXECUTIVE DEPARTMENT

By the Secretary of State

FILED GREENVILLE CO. S. C.

Whereas,

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S. DWIGHT PACE AND MARY D. PACE 8 7 58 AM 1950

July

OLLIE FARNSWORTH R. M.C. "

a majority of the Board of Directors of

CLAYTON MOTOR COMPANY (Greenville, S. C.)

a corporation created under and pursuant to the laws of South Carolina, by certificate issued by the

Secretary of State on the

2nd

day of

, A. D. 1946 .

HAVE CERTIFIED, over their signatures, Resolutions authorizing in behalf of the aforesaid Corporation

> To change the name of the Corporation to: PACE MOTOR COMPANY

(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 Section 7741 Code of Laws of South Carolina, 1942, and all amendments thereto.

O. FRANK THORNTON NOW, THEREFORE, I, State, by virtue of the authority in me vested by Chapter 153, of the Code of Laws of South Carolina, 1942, and amendments thereto, and all Acts or parts of Acts me thereto enabling, 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.

GIVEN under my hand and the seal of the State at Columbia,

this

7th

day of

July

in the year of our Lord One Thousand nine hundred and fifty

and in the one hundred and

seventy-fifth

year of the Independence of the United States of America.

o. Frank Thornton

Secretary of State.

Recorded July 8th. 1950 at 7:58 A. M.