

The State of South Carolina,

MAR 18 9 35 AM 1953

CHARTER

541

EXECUTIVE DEPARTMENT

FILED BY THE SECRETARY OF STATE

WHEREAS,

Frederic H. Land, 709 Byrd Blvd., Greenville, S. C., and John C. Nash, Providence, Rhode Island

did on the 13th day of March, 1953, 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

MARSHALL & WILLIAMS SALES CORPORATION;

THIRD: That the principal place of business is

Greenville, S. C.

FOURTH: That the general nature of the business which it is proposed to do is Purchasing, selling and otherwise dealing in machinery, equipment and appliances, and any other business associated therewith, and any other business which may be advantageously conducted in connection with said business, and any additional act or business necessary, incidental to, or proper to accomplish the purposes for which said company is incorporated. To purchase, acquire, lease and sell real estate or other property. To acquire, sell, assign, transfer, mortgage, pledge, or otherwise dispose of any bonds, securities, or other forms of personal property; to borrow money for any purpose in connection with the operation of said business, make contracts, incur liabilities, and mortgage any property, real or personal, owned by said corporation to secure such contracts, liabilities or loans.

FIFTH: That the amount of the capital stock is Fifty Thousand (\$50,000.00)----- Dollars payable Five Thousand (\$5,000.00) in cash and Twenty Thousand (\$20,000.00) subscribed and payable upon call by the Board of Directors of the corporation.

SIXTH: That the number of shares into which the capital stock is divided is Fifty Thousand (50,000) of the par value of no par----- Dollars.

SEVENTH: That, after due notice, a meeting of the subscribers was held on the 12th day of March, 1953, at which a majority of all stock in value being present in person or by proxy, the following were elected directors: Richmond Viall, John C. Nash, Frederic H. Land, Maxwell C. Huntoon and Walker Mason

EIGHTH: That subsequently there was elected as President, Frederic H. Land ; as Vice-President, John C. Nash ; as Secretary, John C. Nash ; as Treasurer, Frederic H. Land ; as Vice--Pres. & Asst. Treas. Richmond Viall

NINTH: That all requirements of Article 2, Chapter 153, Code of Laws of South Carolina, 1942, 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 Greenville Piedmont

a newspaper published in the County of Greenville, S. C.

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 13th day of March in the year of our Lord one thousand nine hundred and fifty-three and in the one hundred and seventy-seventh year of the Independence of the United States of America.



O. Frank Thornton Secretary of State.

Recorded March 18th. 1953 at 9:33 A. M. #6147

For Amendment of Charter See Deed Book 554 Page 464.