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The State of South Carolina,

CHARTER

EXECUTIVE DEPARTMENT 19 12 in Pil) . BY THE SECRETARY OF STATE

WHEREAS.

E. LEON WILLIAMS ... JOHN P. GARRETT AND W. BENTLEY HINES

-all of Greenville, S. C.

did on the 2nd. day of January

. 19 54, 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

ONEAL\_WILLIAMS, INC.

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 to buy, sell, trade, and otherwise deal in, either at wholesale or retail, general sporting goods, athletic and gymnasium apparatus, equipment, devices and supplies of every description, baseball, basketball, football, golf and tennis articles and supplies, firearms, and fishing tackle and all other articles relating thereto, all outdoor and indoor games, outing and sporting clothes and equipment, and all articles and things to be used in, about, for, and relating to outdoor and indoor games, amusements and entertainments of every character, skates, bicycles, tricycles, toys, games, sports and novelties of every description and generally to operate a sporting goods business and to do any and all other things necessary and incidental to the carrying on of such business.

FIFTH: That the amount of the capital stock is Sixty-three Thousand (\$63,000.00) - - Dollars payable in cash or equivalent.

SIXTH: That the number of shares into which the capital stock is divided is Six Hundred and Thirty One Hundred (\$100.00) - - - - - - Dollars. (630)of the par value of

SEVENTH: That, after due notice, a meeting of the subscribers was held on the

28th.

December , 19 53 , at which a majority of all stock in value being present in person or by proxy, the following were elected directors:

E. Leon Williams, John P. Garrett, W. Bentley Hines

EIGHTH: That subsequently there was elected as President, E. Leon Williams

as Vice-President, John P. Garrett ; as Secretary, W. Bentley Hines

as Treasurer. E. Leon Williams

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 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,

2nd.

day of

January

in the year of our Lord one thousand nine hundred and

fifty-four

and in the one hundred and

seventy-eighth

year of the Independence of the

United States of America.

Secretary of State.