

41873

CERTIFICATE OF INCORPORATION
OF

V & J SHOPS, INCORPORATED

These Corporate powers are not suspended
See Misc. File # _____

The _____ day of _____, 19____
_____ C. S. C.

These Corporate powers are suspended
See Misc. File # 2351

The 1 day of Mar, 1938
W. D. Davis Sec. C. S. C.

Pursuant to the corporation law of the state of North Carolina.

We, the undersigned, desiring to form a business corporation pursuant to the corporation laws of the state of North Carolina, do hereby make, subscribe and acknowledge this certificate under our hands and seals for that purpose, as follows:

1. The name of the corporation is V & J SHOPS, INCORPORATED.
2. The location of its principal office in the state of North Carolina is 434½ North Trade Street, Winston-Salem, North Carolina.
3. The objects and purposes for which it is to be formed are as follows:

(a) To engage in the business of manufacturing, buying, selling and generally dealing in dresses, dress goods and all materials thereof and all manner of women's apparel of every kind and description; and to further engage in the business of dealing in clothing for men, women and children, notions, dress materials and kindred articles and appurtenances of every kind and description.

(b) To take, buy, purchase, exchange, hire, lease or otherwise acquire real estate and property, either improved or unimproved, and any interest or right therein, and to hold, own, control, maintain, manage and develop the same, in any State of the United States.

(c) To purchase, sell, hire, exchange or otherwise acquire and deal in such personal property, chattels, rights, easements, permits, privileges, and franchises as may lawfully be purchased, exchanged, hired or acquired under the Corporation Law of the State of North Carolina.

(d) To borrow money, with or without pledge or of mortgage on all or any of its property, real or personal, as security and to loan and advance money upon mortgages or personal and real property, or on either of them.

(e) To buy, sell and deal in, with or without guarantee of payment thereof, bonds and mortgages, and other like securities and other kinds of property whether real or personal, not prohibited or especially excepted by any law, and to do and prosecute any acts or things incident to or proper in connection with the carrying on of the business of this company.

(f) To purchase, acquire, hold, sell, assign, transfer, mortgage, pledge, and otherwise dispose of the shares of capital stock, bonds, debentures, or other evidences of indebtedness of any corporation, domestic or foreign, and while the holder thereof, to exercise all the rights and privileges of ownership, including the right to vote thereon, and to issue in exchange therefor its own stock, bonds and other obligations.

(g) To purchase, or otherwise acquire, undertake, carry on, improve or develop, all or any of the business, good will, rights, assets or liabilities of any person, firm, association or corporation carrying on any kind of business the same as or of a similar nature to that which this corporation is authorized to carry on, pursuant to the provisions of this certificate.

(h) To make and carry out any contract, to do any act or exercise any power which a partnership or individual could ordinarily do or exercise so far as may be necessary and proper for carrying out the purposes for which this corporation is organized; but this corporation shall not do any act or thing forbidden by law to any corporation organized under Corporation Law of the State of North Carolina; this corporation shall not have the power of, nor shall anything herein contained authorize or permit the corporation to carry on the business of discounting bills, notes or other evidences of debt, or receiving deposits, or buying or selling bills of exchange, or issuing bills, notes or other evidences of debt for circulation as money.

(i) To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes of the attainment of any of any of the objects, or in furtherance of any of the powers hereinbefore set forth, and to do any other act or acts, thing or things incidental with the aforesaid businesses or powers, or any part or parts thereof, provided the same be not inconsistent with the laws under which this corporation is organized.

(j) To conduct and transact the businesses, or any of them, as aforesaid, in any and all of its branches, in any of the states, territories, colonies or dependencies of the United States and District of Columbia, and any and all foreign countries; to have one or more offices therein; to hold, purchase mortgage and convey real and personal property without limit as to amount in any such state, territory, colony, dependency, district or foreign country, but always subject to the laws thereof.

4. The total number of shares that may be issued by this corporation is one hundred (100) all of which are to be of one class and without par value, and the amount of capital stock with which it will commence business shall be not less than fifteen (15) shares.

5. The names and postoffice addresses of the subscribers and the number of shares subscribed for by each are as follows:

NAMES	POSTOFFICE ADDRESSES	NO. OF SHARES
John Angus, Jr.	820 Oaklawn Ave. Winston-Salem, N.C.	5
Vance C. Weaver	601 Brookstown Rd. Winston-Salem, N.C.	5
Mrs. Iris Martin	434 1/2 N. Trade St. Winston-Salem, N.C.	5

6. The duration of the corporation is to be perpetual.

7. The number of its directors is to be three, and any stockholder is eligible to fill the position of director, provided he owns at least one share of the common capital stock. Any meeting of the Board of Directors may be held outside of the State of North Carolina, and the corporation may maintain an office outside of the State of North Carolina where its books may be kept, except, however, that the stock and transfer books of the corporation shall at all times be and remain within the State of North Carolina. The corporation may issue and sell its shares therein without par value for such consideration as from time to time may be fixed by the Board of Directors.

8. All of the subscribers to this certificate are of full age and all are citizens of the United States and residents of the State of North Carolina.

IN WITNESS WHEREOF we have hereunto subscribed our names under our hands and seals, this 31st day of December, 1936.

John Angus, Jr. (SEAL)

Vance C. Weaver (SEAL)

Iris Martin (SEAL)

STATE OF NORTH CAROLINA

COUNTY OF FORSYTH

I, A.E. Fowler do hereby certify that John Angus, Jr., Vance C. Weaver, and Iris Martin personally appeared before me this day, and they and each of them did duly acknowledge the due execution of the foregoing certificate of incorporation.

Witness my hand and official seal this 31st day of December, 1936.

A.E. Fowler, notary public.
My com. expires: July 31, 1937
(notarial seal)

Filed January 7, 1937
Thad Eure, Secretary of State.

STATE OF NORTH CAROLINA

DEPARTMENT OF STATE

I, Thad Eure, Secretary of State of the State of North Carolina do hereby certify the foregoing and attached five sheets to be a true copy of the Certificate of Incorporation of V & J SHOPS, INCORPORATED and the probates thereon as the same is taken from and compared with the original filed in this office on the 7 day of January, A.D. 1937.

In witness whereof, I have hereunto set my hand and affixed my official seal.

Done in office at Raleigh, this 7 day of January in the year of our Lord, 1937.

(SEAL)

Thad Eure,
Secretary of State.

Filed January 26, 1937
Eunice Ayers, Deputy C.S.C.
Fee \$3.00 paid.

STATE OF NORTH CAROLINA

DEPARTMENT OF STATE

CERTIFICATE OF DISSOLUTION

TO ALL TO WHOM PRESENTS MAY COME-- GREETINGS--

WHEREAS, IT APPEARS TO MY SATISFACTION, BY DULY AUTHENTICATED RECORD OF THE PROCEEDINGS FOR THE VOLUNTARY DISSOLUTION THEREOF BY THE UNANIMOUS CONSENT OF ALL THE STOCKHOLDERS, DEPOSITED IN MY OFFICE, THAT THE HINKLE- LANCASTER BOOK COMPANY, INCORPORATED, A CORPORATION OF THIS STATE WHOSE PRINCIPAL OFFICE IS SITUATED AT NO. 425 NORTH TRADE STREET, IN THE CITY OF WINSTON-SALEM, COUNTY OF FORSYTH, STATE OF NORTH CAROLINA, S. O. HINKLE, BEING THE AGENT THEREIN AND IN CHARGE THEREOF, UPON WHOM PROCESS MAY BE SERVED, HAS COMPLIED WITH THE REQUIREMENTS OF CHAPTER 22, CONSOLIDATED STATUTES, ENTITLED, "CORPORATIONS," PRELIMINARY TO THE ISSUING OF THIS CERTIFICATE OF DISSOLUTION:

NOW THEREFORE, I, THAD EURE, SECRETARY OF STATE OF THE STATE OF NORTH CAROLINA, DO HEREBY CERTIFY THAT THE SAID CORPORATION DID, ON THE 10TH DAY OF FEBRUARY 1937 FILE IN MY OFFICE A DULY EXECUTED AND ATTESTED CONSENT IN WRITING TO THE DISSOLUTION OF SAID CORPORATION, EXECUTED BY ALL THE STOCKHOLDERS THEREOF, WHICH SAID CONSENT AND THE RECORD OF THE PROCEEDINGS AFROESAID ARE NOW ON FILE IN MY SAID OFFICE AS PROVIDED BY LAW.

IN TESTIMONY WHEREOF, I HAVE HERETO SET MY HAND AND AFFIXED MY OFFICIAL SEAL AT RALEIGH, THIS THE 10TH DAY OF FEBRUARY, 1937.

(Seal)

THAD EURE.
SECRETARY OF STATE.

FILED FEBRUARY, 17, 1937
R.B. CARMICHAEL, DEPUTY, C. S. C.
FEE-- 50¢ PAID.

STATE OF NORTH CAROLINA

DEPARTMENT OF STATE.

CERTIFICATE OF DISSOLUTION.

TO ALL TO WHOM THESE PRESENTS MAY COME-- GREETINGS.

WHEREAS, IT APPEARS TO MY SATISFACTION, BY DULY AUTHENTICATED RECORD OF THE PROCEEDINGS FOR THE VOLUNTARY DISSOLUTION THEREOF BY THE UNANIMOUS CONSENT OF ALL THE STOCKHOLDERS, DEPOSITED IN MY OFFICE, THAT THE VICK PAINT COMPANY, A CORPORATION OF THIS STATE, WHOSE PRINCIPAL OFFICE IS SITUATED AT NO. 219 WEST FIFTH STREET, IN THE CITY OF WINSTON-SALEM, COUNTY OF FORSYTH, STATE OF NORTH CAROLINA, (T.B. VICK, BEING THE AGENT THEREIN AND IN CHARGE THEREOF, UPON WHOM PROCESS MAY BE SERVED), HAS COMPLIED WITH THE REQUIREMENTS OF CHAPTER 22, CONSOLIDATED STATUTES, ENTITLED "CORPORATION"