

STATE OF NORTH CAROLINA
DEPARTMENT OF STATE

SEAL

TO ALL TO WHOM THESE PRESENTS SHALL COME, GREETING:

I, THAD EURE, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached (Eight (8) sheets) to be a true copy of the Certificate
OF INCORPORATION OF A & A REALTY COMPANY
and the probates thereon, as the same is taken from and compared with the original filed in this office on the 21st day of December A.D., 1954.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal.

DONE IN OFFICE, at Raleigh, this 21st day of December in the year of our Lord 1954.

THAD EURE
Secretary of State

(OFFICIAL SEAL)

73606

CERTIFICATE OF INCORPORATION
OF
A & A REALTY COMPANY

* * * * *

Know all men by these presents, that we, the undersigned, do hereby associate ourselves together into a corporation under and by virtue of the laws of the State of North Carolina for such purpose made and provided and do severally agree to take the number of shares of stock in said corporation set opposite our respective names, and to that end do hereby set forth:

1. The name of this corporation is A & A Realty Company, but the use of the name A & A Realty Co. shall not be considered a misnomer.

2. The principal office of this corporation shall be in the City of Winston-Salem, Forsyth County, North Carolina. The corporation may have one or more branch offices and places of business at other places in North Carolina and elsewhere.

3. The objects and purposes for which this corporation is formed and the powers which it may exercise are to do any act or engage in any business which any corporation organized under the general corporation law of the State of North Carolina may do or engage in, but excluding the business of corporations subject to special regulations such as banks, insurance companies, cooperative associations and public utilities, and the succeeding specific enumeration of powers shall not limit the provisions of this paragraph.

(a) To purchase, lease, exchange, or otherwise acquire real estate and property, either improved or ~~unimproved~~, and any interest therein; to own, hold, control, maintain, manage, and develop the same; to erect, construct, maintain, improve, rebuild, enlarge, alter, manage, operate, and control all kinds of buildings, hotels, houses, apartments, stores, offices, warehouses, mills, shops, factories, machinery and plants, and all structures and erections of any description on any lands, owned, held or leased by the corporation or upon any other lands; to lease, or sublet offices, stores, apartments and other space in such buildings, and to sell, lease, sublet, mortgage, exchange, assign, transfer, convey, pledge or otherwise alienate or dispose of any such real estate and property, and any interest therein.

(b) To purchase, or otherwise acquire, hold, sell, exchange, pledge, hypothecate, underwrite, deal in and dispose of stocks, bonds, notes, debentures, or other evidences of indebtedness and obligations and securities of any corporation, company, association, partnership, syndicate, entity, or person, domestic, of foreign, or of any domestic or foreign state, government or governmental authority or of any political or administrative subdivision or department thereof, and certificates or receipts of any kind representing or evidencing any interest in any such stocks, bonds, notes, debentures, evidences of indebtedness, obligations, or securities; to issue its own shares of stock, bonds, notes, debentures, or other evidences of indebtedness and obligations and securities for the acquisition of any such stocks, bonds, notes, debentures, evidences of indebtedness, obligations, securities, certificates or receipts purchased or acquired by it; and, while the owner or holder of any such stocks, bonds, notes, debentures, evidences of indebtedness, obligations, securities, certificates, or receipts to exercise all the right of ownership in respect thereof; and, to the extent now or hereafter permitted by law, to aid by loan, subsidy, guaranty, or otherwise, those issuing, creating or responsible for any such stocks, bonds, notes, debentures, evidences of indebtedness, obligations, securities, certificates or receipts.

(c) To purchase or otherwise acquire, hold, exchange, pledge, hypothecate, sell, deal in, and dispose of mortgages covering any kind of property, tax liens, and transfers of tax liens, on real estate.

(d) To borrow or raise moneys for any of the purposes of the corporation and, from time to time, without limit as to amount, to draw, make, accept, endorse, execute, issue, and grant promissory notes, drafts, bills of exchange, warrants, options, bonds, debentures, and other negotiable or non-negotiable instruments, evidences of indebtedness and agreements; to secure the payment thereof and of the interest thereon and the performance thereof by mortgage upon, or pledge, conveyance, or assignment in trust of, the whole or any part of the assets of the corporation, whether at the time owned or thereafter acquired; and to sell, pledge, or otherwise dispose of such securities or other obligations of the corporation for its corporate purposes.

(e) To purchase or otherwise acquire, undertake, carry on, improve or develop, all or any of the business, good will, rights, assets, and liabilities, of any person, firm, association or corporation carrying on any kind of business of a similar nature to that which this corporation is authorized to carry on, pursuant to the provisions of this certificate; and to hold, utilize and in any manner dispose of the rights and property so acquired.

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(f) To make any guaranty respecting dividends, stocks, securities, indebtedness, interest, contracts or other obligations so far as the same may be permitted to be done by corporations organized under the laws of North Carolina.

(g) To enter into any lawful arrangements for sharing profits, union of interest, reciprocal concession, or cooperation with any corporation, association, partnership, syndicate, entity, person, or governmental, municipal or public authority, domestic or foreign, in the carrying on of any business which the corporation is authorized to carry on or any business or transaction deemed necessary, convenient or incidental to carrying out any of the purposes of the corporation.

(h) To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government or governmental authority, or of any political or administrative subdivision or department thereof, and to perform and carry out, assign, cancel or rescind any such contracts.

(i) To apply for, obtain, register, purchase, lease or otherwise acquire, hold, own, use, operate, develop, introduce, sell, lease, assign, pledge, or otherwise dispose of, and contract with reference to any and all letters patent copyrights and trademarks, and any and all letters inventions, improvements, apparatus, appliances, processes, formulas, designs, trade-marks, trade names or similar rights, whether used in connection with or secured under letters patent of the United States of America or of any other government or country, or otherwise, and to use, exercise, develop and grant licenses with respect to, or otherwise turn to account, any of the same and to carry on any business which may be deemed to aid, effecuate, or develop the same or any of them, directly or indirectly.

(j) To carry on the business of farming, dairying, truck and market gardening and of producing, merchandising, manufacturing, and preserving all kinds of farm, dairy, fruit, vegetable and garden products.

(k) To exercise all or any of the corporate powers and to carry out all or any of the purposes enumerated herein or otherwise granted or permitted by law, while acting as agent, nominee or attorney in fact for any persons or corporations and to perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in such capacity or under such arrangement, to develop, improve, stabilize, strengthen, or extend the property and commercial interests thereof, and to aid, assist, or participate in any lawful enterprises in connection therewith or incidental to such agency, representation or service, and to render any other service or assistance insofar as it lawfully may under the Stock Corporation Law.

1) To exercise all or any of its corporate powers and rights in the State of North Carolina, other states, the District of Columbia, the territories, possessions, or dependencies of the United States, and in foreign countries, but only in the manner and to the extent permitted by the respective laws thereof, and to establish and maintain offices and agencies within, and anywhere outside of, the State of North Carolina.

(m) To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects or the furtherance of any of the powers herein set forth, either alone or associated with others, and incidental or pertaining to, or growing out of, or connected with, its business or powers, provided the same be not inconsistent with the laws of the State of North Carolina.

(n) Nothing herein contained shall be deemed or construed as authorizing or permitting or purporting to authorize or permit the corporation to carry on any business, exercise any power, or do any act which the corporation may not, under the laws of North Carolina, lawfully carry on, exercise or do.

(o) The purposes and powers specified in the clauses contained in this article are to be construed as purposes and powers and shall, except when otherwise expressed in this article, be in nowise limited or restricted by reference to or inference from the terms of any other clause of this or of any other article of this certificate, but each of the purposes and powers specified in this article shall be regarded as independent purposes and powers; and the specification herein contained of particular powers is not intended to be, and shall not be held to be, in limitation of the general powers herein contained, or in limitation of the powers granted to corporations under the laws of the State of North Carolina, but is intended to be, and shall be held to be in furtherance thereof.

4. The total authorized capital stock of this corporation shall be \$100,000.00 to consist of 10,000 shares of common stock of the par value of \$10.00 each.

5. The stockholders of this corporation shall not be individually liable for the debts of the corporation.

6. The names and post office addresses of the subscribers to the stock and the number of shares subscribed for by each, the aggregate of which being the amount with which this corporation shall begin business, are as follows:

| Name | Post Office Address | No. Shares of Stock |
|--------------------|-------------------------------|---------------------|
| T. D. Carter | Winston-Salem, North Carolina | 10 |
| Robert G. Stockton | Winston-Salem, North Carolina | 10 |
| W. H. Petree | Winston-Salem, North Carolina | 10 |

7. The period of existence of this corporation shall be unlimited.

8. The business and resources of this corporation shall be managed and controlled by the Board of Directors, and said Board, by a majority vote of all its members, at any regular meeting, or at any special meeting, called for that purpose, shall have the power to make, alter, amend or rescind the by-laws of this corporation, and the said Board shall likewise have the power and authority to fix, from time to time, the amount to be reserved as working capital. In addition to the specific authority enumerated herein, the Board of Directors of this corporation shall have generally the power and authority to do and perform all acts permitted under the laws of the State of North Carolina.

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In Testimony Whereof, T. D. Carter, Robert G. Stockton and W. H. Petree have hereunto set their hands and seals, this the 16th day of December, 1954.

T. D. Carter SEAL
Robert G. Stockton SEAL
W. H. Petree SEAL

STATE OF NORTH CAROLINA
COUNTY OF FORSYTH

I, Louise Wooten, a Notary Public of the aforesaid County and State, do hereby certify that T. D. Carter, Robert G. Stockton and W. H. Petree, personally appeared before me this day and each for himself acknowledged that he signed, sealed and delivered the foregoing Certificate of Incorporation as his voluntary act and deed and for the purposes and uses therein expressed.

In Testimony Whereof, I have hereunto set my hand and affixed my notarial seal, this the 16th day of December, 1954.

Louise Wooten
Notary Public

(NOTARIAL SEAL)
My commission expires: 10-15-56

FILED DEC 21 1954
THAD EURE
SECRETARY OF STATE

FILED: 1954 DEC 29 PM 2 30
W. E. CHURCH, C.S.C.
By Helen E. Kraus, Deputy,
Clerk Superior Court

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STATE OF NORTH CAROLINA
DEPARTMENT OF STATE

SEAL

TO ALL TO WHOM THESE PRESENTS SHALL COME, GREETING:

I, THAD EURE, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached (Five (5) sheets) to be a true copy of the Certificate

OF INCORPORATION OF REGINALD STYERS ASSOCIATES, INC.

and the probates thereon, as the same is taken from and compared with the original filed in this office on the 10th day of December A.D., 1954.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal.

DONE IN OFFICE, at Raleigh, this 10th day of December in the year of our Lord 1954.

THAD EURE
Secretary of State

(OFFICIAL SEAL)

73525

CERTIFICATE OF INCORPORATION
OF
REGINALD STYERS ASSOCIATES, INC.

This is to certify that we, the undersigned, do hereby associate ourselves into a corporation under and by virtue of the laws of the State of North Carolina, as contained in Chapter 55 of the General Statutes entitled "Corporations," and the several amendments thereto, and do severally agree to take the number of shares of capital stock in the said corporation set opposite our respective names, and to that end do hereby set forth:

1. The name of this corporation is Reginald Styers Associates, Inc.
2. The location of the principal office of this corporation in this state is 161 West Mountain Avenue, Kernersville, North Carolina, County of Forsyth; but it may have one or more branch offices and places of business out of the State of North Carolina, as well as in the said state.
3. The objects for which this corporation is formed are as follows:
(a) To manufacture, buy, sell, import, export, and generally deal in all kinds of furniture, furnishings, household goods, dry goods, and merchandise of every nature and description; to conduct such business as manufacturer, wholesaler, jobber, warehouser, dealer, and retailer; to transact and