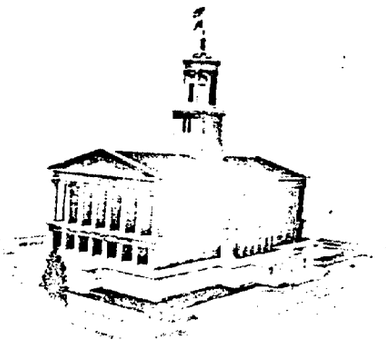
BOOK 4591 PAGE 517

State of Tennessee



APR 11 [illegible] MISC [illegible] A* 5.00 * 5.00

Department of State

CERTIFICATE

The undersigned, as Secretary of State of the State of Tennessee, hereby certifies that the attached document was received for filing on behalf of RFC INVESTMENT COMPANY *(Name of Corporation) was duly executed in accordance with the Tennessee General Corporation Act, was found to conform to law and was filed by the undersigned, as Secretary of State, on the date noted on the document.*

THEREFORE, the undersigned, as Secretary of State, and by virtue of the authority vested in him by law, hereby issues this certificate and attaches hereto the document which was duly filed on April Fourth, 19 72.

Secretary of State

IDENTIF. REFERENCE

APR 11 1 40 PM '72

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TENN.

B 55346

APRIL 4, 1972

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CHARTER BOOK 4591 PAGE 518

OF

RFC INVESTMENT COMPANY

The undersigned natural person or persons, having capacity to contract and acting as the incorporator or incorporators of a corporation under the Tennessee General Corporation Act, adopt the following Charter for such corporation:

1. The name of the corporation is RFC Investment Company.
2. The duration of the corporation is perpetual.
3. The address of the principal office of the corporation in the State of Tennessee shall be 3900 Charlotte Avenue, Nashville, Tennessee.
4. The corporation is for profit.
5. The purpose or purposes for which the corporation is organized are:

To carry on a general mercantile business and to purchase, sell, and deal in any and all such merchandise and articles of trade as may be deemed desirable in a general mercantile business, including whisky, brandy, wines, and other spirituous and vinous liquors.

To purchase, subscribe for or otherwise acquire and own, hold, use, assign, transfer, mortgage, pledge, exchange or otherwise dispose of real and personal property of every kind and description, including shares of stock, bonds, debentures, notes, evidences of indebtedness, and other securities, contracts or obligations of any corporation or corporations, association or associations, domestic or foreign, and to pay therefor in whole or in part, in cash or by exchanging therefor stocks, bonds or other evidences of indebtedness or securities of this or any other corporation, and while the owner

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or holder of any such real or personal property, stock, bonds, debentures, notes, evidences of indebtedness or other securities, contracts or obligations, to receive, collect or dispose of the interest, dividends and income arising from such property, and to possess and exercise in respect thereof all rights, powers and privileges of ownership, including all voting powers on any stocks so owned.

To carry on such other business as may be necessary, convenient or desirable to accomplish the above purposes, and to do all other things incidental thereto which are not forbidden by law or by this Charter.

6. The maximum number of shares which the corporation shall have the authority to issue is One Hundred Thousand (100,000) shares, with ten cents ($.10) par value.

7. The corporation will not commence business until consideration of One Thousand Dollars ($1,000.00) has been received for the issuance of shares.

8. Other provisions:

(a) No stockholder of any class of stock of the corporation shall, because of his ownership of stock, have a preemptive or other right to purchase, subscribe for or take any part of any stock or any part of notes, debentures, bonds or other securities convertible into or carrying options or warrants to purchase stock of the corporation, issued, optioned or sold by it after its incorporation. Any part of the capital stock and any part of the notes, debentures, bonds or other securities convertible into or carrying options or warrants to purchase stock of the corporation authorized by this Charter or by an Amended Charter duly filed, may at any time be issued, optioned for sale and sold or disposed of by the corporation pursuant to resolution of its Board of Directors to such persons and upon such terms as may to such Board seem

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proper without first offering such stock or securities or any part thereof to existing stockholders.

(b) The By-Laws of the corporation may be adopted, amended or repealed by a majority vote by the Board of Directors.

(c) Whenever the Directors are required or permitted to take any action by vote, such action may be taken without a meeting on written consent setting forth the action so taken signed by all of the Directors.

Dated: March 31, 1972.

John H. Bailey, III

John H. Bailey, III, Incorporator

1972 APR 4 PM 3 07

mail to
E. Warner Bass
1000 American
Trust Bldg.
Nashville, Tenn

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State of Tennessee

THE GREAT SEAL OF THE STATE OF TENNESSEE
XVI
AGRICULTURE
COMMERCE
1796

CHARTER
OF
RFC INVESTMENT COMPANY

RECEIVED FEE, $ 10.00

RECEIVED TAX, $ 10.00

TOTAL, $ 20.00

Duncan