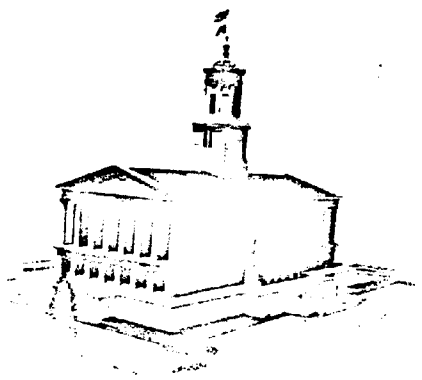
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State of Tennessee



OCT 15 MISC ... 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 CHEROKEE COMPANY, INC. *(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 October Tenth, 19 73.

Secretary of State

IDENTIF. REFERENCE
OCT 15 1 43 PM '73
FELIX Z. [illegible]
REGISTER
DAVIDSON COUNTY, TENN.

C 27782

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AMENDMENT TO THE CHARTER OF INCORPORATION

OF

CHEROKEE COMPANY, INC.

At a special meeting of the stockholders held on October 3, 1973, the following amendment to the Charter of Incorporation was unanimously adopted by said stockholders:

"The Charter of Incorporation of Cherokee Company, Inc., as recorded in the office of the Secretary of State of Tennessee in Corporation Record Book Volume 30, page 103, and as amended by an amendment thereto of record in Corporation Record Book Volume P-32, page 137, is hereby amended in the following particulars, but no others:

"Add to Section Third of the Charter of Incorporation, setting forth the general nature of the business, the following subsections (c) and (d):

"(c) To engage in the general business of dealing in earned and unearned insurance premiums and related activities.

"(d) To make investments from time to time in real property and in securities including, but not limited to, stocks and bonds."

This amendment shall take effect on this the 9th day of October, 1973, the date of its filing.

CHEROKEE COMPANY, INC.

By R. Sclater Brown, Jr.
R. Sclater Brown, Jr., President

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State of Tennessee

AMENDMENT TO THE

CHARTER

OF

CHEROKEE COMPANY, INC.

RECEIVED FEE, $ 10.00

RECEIVED TAX, $ _____

TOTAL, $ 10.00