

State of Idaho



Department of State.

CERTIFICATE OF QUALIFICATION OF FOREIGN CORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that

TENNESSEE BAYVIEW PROPERTIES, INC.

a corporation duly organized and existing under the laws of **Tennessee** has fully complied with Section 10 Article II of the Constitution, and with Sections 30-501 and 30-502, Idaho Code, by filing in this office on the **Twentieth** day of **February**, 19 **64**, a properly authenticated copy of its articles of incorporation, and on the **Twentieth** day of **February**, 19**64**, a designation of **T. H. Eberle, W. D. Eberle or J. L. Eberle** in the County of **Ada** as statutory agent for said corporation within the State of Idaho, upon whom process issued by authority of, or under any law of this State, may be served.

AND I FURTHER CERTIFY, That said corporation has complied with the laws of the State of Idaho, relating to corporations not created under the laws of the State, as contained in Chapter 5 of Title 30, Idaho Code, and is therefore duly and regularly qualified as a corporation in Idaho, having the same rights and privileges, and being subject to the same laws, as like domestic corporations.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **20th** day of **February**, A.D. 19**64**.

Secretary of State.

State of Tennessee



Department of State

I, Joe C. Carr, Secretary of State of the State of Tennessee, do hereby certify that the annexed is a true and correct copy of the Charter of Incorporation of

THE GENERAL CORPORATION

which was recorded in this office on February 4, 1958 in Charter Book Vol. 53, page 1879 and amendments thereto, as follows:

December 17, 1963 P-49, page 3437 Changing the name to

RAVENWOOD PROPERTIES, INC.
and amending the business purposes;

February 12, 1964 P-49, page 3907 Changing the name to

TENNESSEE RAVENWOOD PROPERTIES, INC.



IN WITNESS WHEREOF, I have hereto affixed my signature
and the Great Seal of the State, at Nashville, this 14
day of February in the year of our Lord
nineteen hundred 64

Joe C. Carr
Secretary of State

STATE OF TENNESSEE

Certificate of Incorporation

Name.

First. The name of this corporation is

THE GENERAL CORPORATION

Address.

Second. The address of the principal office of this corporation in the State of Tennessee is

119 Seventh Avenue, North, Nashville.

Business.

Third. The general nature of the business to be transacted by this corporation is to produce, manufacture, and otherwise prepare, and to buy, sell, import, export and deal in, at wholesale and retail, men's, women's, youth's and children's boots, shoes, slippers, rubbers, galoshes, sneakers, spats, and men's, women's, youth's and children's wearing apparel, and kindred articles which may be conveniently or advantageously handled in conjunction with any of the enumerated articles aforesaid.

Stock, with
Classifica-
tions and
Distinguish-
ing Charac-
teristics,
if any.

Fourth. The maximum number of shares of stock which this corporation is authorized to have outstanding at any time is two hundred and fifty (250) shares of the par value of One Hundred Dollars (\$100) each.

Initial
Capital.

Fifth. The amount of capital with which this corporation will begin business shall be (not less than One Thousand) One Thousand Dollars; and when such amount so fixed shall have been subscribed for, all subscriptions of the stock of this corporation shall be enforceable and it may proceed to do business in the same manner and as fully as though the maximum number of shares authorized under the provisions of the preceding section hereof shall have been subscribed for.

Duration.

Sixth. The time of existence of this corporation shall be perpetual.

Other Pro-
visions.
(See Section 5,
Sub-section 7,
of the
Corporation
Act of 1929.)

Seventh.

We, the undersigned, apply to the State of Tennessee, by virtue of the laws of the land, for a Charter of Incorporation for the purposes and with the powers, etc., declared in the foregoing instrument.

Witness our hands this the 4th day of February, 1958

Subscribing Witness:

Adine Hurt

Alice Irvin

J. P. Davis

STATE OF TENNESSEE, COUNTY OF DAVIDSON

Personally appeared before me, O. Lawrence Dortch, a Notary Public,

(Clerk of the County Court or Notary Public) the within named incorporators,

Adine Hurt, Alice Irvin and J. P. Davis,

with whom I am personally acquainted, and who acknowledged that they executed the within application for a Charter of Incorporation for the purposes therein contained and expressed.

Witness my hand and official seal at office in Nashville, Tennessee, this

4th day of February, 1958.

O. Lawrence Dortch

(Signature of County Court Clerk or Notary Public)

(If Notary Public) My commission expires 10th day of February, 1959.

(Official Title) Notary Public

(Certificate of Probate for Subscribing Witness, if not Acknowledged by all of the Incorporators.)

STATE OF TENNESSEE, COUNTY OF

Personally appeared before me

of said County, the within named

the subscribing witness and incorporator, with whom I am personally acquainted, and who acknowledged that he executed the within application for a Charter of Incorporation for the purposes therein contained and expressed; and the said, subscribing witness to the signatures subscribed to the within application, being first duly sworn, deposed and said that he is personally acquainted with the within named incorporators,

and they did in his presence acknowledge that they executed the within application for a Charter of Incorporation for the purposes therein contained and expressed.

Witness my hand and official seal at office in, Tennessee, this

day of, 19

(Signature of County Court Clerk or Notary Public)

My commission expires day of, 19

I, JOE C. CARR, Secretary of State, do certify that this Charter, with certificate attached, the foregoing of which is a true copy, was this day registered and certified to by me.

This the 4th day of February, 1958.

JOE C. CARR,

SECRETARY OF STATE

AMENDMENT TO CHARTER OF INCORPORATION

At a Meeting of the Board of Directors of

THE GENERAL CORPORATION
Name of Corporation

duly held at the office of said corporation in Nashville, Tennessee, on the 12th day of December, 1963, the following resolution was adopted, its advisability declared and a meeting of the stockholders duly called to vote thereon; which resolution is as follows:

RESOLVED, that the Certificate of Incorporation of "The General Corporation" be amended by striking Article First thereof in its entirety and substituting in lieu thereof the following:

"Article First. The name of this corporation is Ravenwood Properties, Inc."

RESOLVED further, that the Certificate of Incorporation of "The General Corporation" be further amended by striking Article Third thereof in its entirety and substituting in lieu thereof the following:

"Article Third. The general nature of the business to be transacted by this corporation is:

To engage generally in the real estate business as principal, agent, or broker, and in any lawful capacity, and generally to take, lease, purchase, or otherwise acquire, and to own, use, hold, sell, convey, exchange, lease, mortgage, and otherwise deal in and dispose of real estate, real property, lands, buildings and any interest or right therein.

To acquire by purchase, exchange, concession, easement,

contact, lease or otherwise, to hold, own, use, control, manage, improve, maintain and develop, to mortgage, pledge, grant, sell, convey, exchange, assign, divide, lease, sub-lease, or otherwise encumber and dispose of, and to deal and trade in, real estate improved or unimproved, lands, leaseholds, options, concessions, easements, tenements, hereditaments and interest in real, personal, and mixed property, of every kind and description wheresoever situated, and any and all rights therein.

To purchase or otherwise acquire, and to hold, mortgage, pledge, sell, exchange or otherwise dispose of securities, bonds, debentures, notes, mortgages or other obligations created or issued by any persons, firms, associations, corporations or governments or subdivisions thereof; to make payment therefor in any lawful manner; and to exercise as owner or holder or rights privileges or powers in respect thereof.

To borrow money for any of the purposes of the corporation, from time to time and without limit as to amount; from time to time to issue and sell its own securities, bonds, debentures, notes, mortgages or other obligations in such amounts and on such terms and conditions as the Board of Directors of the corporation may determine; and to secure such securities, bonds, notes, debentures, mortgages or other obligations by mortgage upon, or the pledge of, or the conveyance or assignment in trust of, the whole or any part of the properties, assets, business and good will of the corporation, then owned or thereafter acquired.

To draw, make, accept, endorse, discount, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures, and other negotiable or transferable instruments and evidences of indebtedness whether secured by mortgage or otherwise, as well as to secure the same by mortgage or otherwise.

We, F. M. Jarman and W. C. O'Connor, the President and Secretary, respectively, of THE GENERAL CORPORATION, a corporation chartered and organized under the laws of the State of Tennessee, in pursuance to directions from the Directors of the corporation, hereby certify that at a meeting of the stockholders of said corporation, legally called and held at the office of said corporation in the town of Nashville, a resolution in writing was adopted by an affirmative vote of the stockholders, said affirmative vote representing a majority of the shares of stock in said corporation, declaring the desire of the stockholders to amend the charter of their said company for the purposes set forth in said resolution above set out, and that said resolution was duly entered on the minutes of said corporation.

Now, therefore, we hereby certify to the fact of the adoption of said resolution by the stockholders of said corporation for the purposes set out, to the end that this certificate may be duly recorded in the office of the Secretary of State.

Witness our hands, this the 16th day of December, 1963

[Signature]
President ~~and Secretary~~
[Signature]
Secretary ~~and President~~

STATE OF TENNESSEE

COUNTY OF Davidson

Personally appeared before me, a Notary Public of the county aforesaid, F. M. Jarman and W. C. O'Connor with whom I am personally acquainted and who made oath before me in due form of law that F. M. Jarman is the president and W. C. O'Connor is the Secretary of THE GENERAL CORPORATION and that the statements made in the foregoing certificate are true.

Witness my hand and official seal at office in Nashville, Tennessee, this 16th day of December, 1963

[Signature]

(If Notary Public) My commission expires 19th day of January, 1966

We, the undersigned, comprising a majority of the Board of Directors of THE GENERAL CORPORATION,
Name of Corporation
apply to the State of Tennessee for an amendment to the charter of that corporation for the purposes therein
shown

Witness our signatures, this the 16th day of December, 1963

[Signature]
[Signature]

STATE OF TENNESSEE

COUNTY OF Davidson

Personally appeared before me, a Notary Public

(official title), the within named F.M. JARMAN & H.H. CARMEICHAEL

Directors of THE GENERAL CORPORATION with whom I am
Name of Corporation
personally acquainted, and who acknowledge that as such Directors they executed the within application for
an amendment to the charter of incorporation for the purposes therein contained and expressed.

Witness my hand and seal of office, this the 16th day of December, 1963

[Signature]
Official Title

(If Notary Public) My Commission expires 19th day of January, 1966

I, JOE C. CARR, Secretary of State, do hereby certify
that this amendment to charter, with certificate attached, the
foregoing of which is a true copy, was this day registered and
certified to by me.

This the 17th day of December, 1963.

JOE C. CARR,
SECRETARY OF STATE

FEE: \$10.00

AMENDMENT TO CHARTER OF INCORPORATION

At a Meeting of the Board of Directors of

Ravenwood Properties, Inc.

Name of Corporation

duly held at the office of said corporation in Nashville, Tennessee, on the 11th day of February, 19⁶⁴, the following resolution was adopted, its advisability declared and a meeting of the stockholders duly called to vote thereon; which resolution is as follows:

RESOLVED, that the Certificate of Incorporation as amended,

of "Ravenwood Properties, Inc." be further amended by

striking Article First thereof in its entirety and by

substituting in lieu thereof the following:

"Article First. The name of this corporation is

Tennessee Ravenwood Properties, Inc."

We, Edward M. McGinley and William S. Wire, II, the President and Secretary, respectively, of Ravenwood Properties, Inc., a corporation chartered and organized under the laws of the State of Tennessee, in pursuance to directions from the Directors of the corporation, hereby certify that at a meeting of the stockholders of said corporation, legally called and held at the office of said corporation in the town of Nashville, a resolution in writing was adopted by an affirmative vote of the stockholders, said affirmative vote representing a majority of the shares of stock in said corporation, declaring the desire of the stockholders to amend the charter of their said company for the purposes set forth in said resolution above set out, and that said resolution was duly entered on the minutes of said corporation.

Now, therefore, we hereby certify to the fact of the adoption of said resolution by the stockholders of said corporation for the purposes set out, to the end that this certificate may be duly recorded in the office of the Secretary of State.

WITNESS our hands, this the 12th day of February, 19 64

Edward M. McGinley
President or Vice-President

William S. Wire, II
Secretary or Asst. Secretary

STATE OF TENNESSEE

COUNTY OF Davidson

Personally appeared before me, a Notary Public of the county aforesaid, Edward M. McGinley and William S. Wire, II with whom I am personally acquainted and who made oath before me in due form of law that Edward M. McGinley is the Vice Assistant Secretary of Ravenwood Properties, Inc. and that the statements made in the foregoing certificate are true.

WITNESS my hand and official seal at office in Nashville, Tennessee, this 12th day of February, 196 4

C. E. Bain
C. E. Bain

(If Notary Public) My commission expires 19th day of January, 19 66

We, the undersigned, comprising a majority of the Board of Directors of Ravenwood Properties, Inc.
Name of Corporation

apply to the State of Tennessee for an amendment to the charter of that corporation for the purposes therein shown.

Witness our signatures, this the 12th day of February, 19 64.

RAW

FMS

B. H. Willingham
F. M. Jarman

STATE OF TENNESSEE

COUNTY OF Davidson

Personally appeared before me, C. E. Bain, a Notary Public

(official title), the within named B. H. Willingham and F. M. Jarman

Directors of Ravenwood Properties, Inc. with whom I am
Name of Corporation

personally acquainted, and who acknowledge that as such Directors they executed the within application for an amendment to the charter of incorporation for the purposes therein contained and expressed.

WITNESS my hand and seal of office, this the 12th day of February, 19 64

C. E. Bain
 Official Title

Notary Public

(If Notary Public) My Commission expires 19th day of January, 19 66

I, JOE C. CARR, Secretary of State, do hereby certify
that this amendment to charter, with certificate attached,
the foregoing of which is a true copy, was this day
registered and certified to by me.

This the 12th day of February, 1964.

JOE C. CARR,

SECRETARY OF STATE

FEE: \$10.00