

CONSTITUTION OF THE LAWTON FAMILY FOUNDATION, INC.

Article I

The Lawton Family Foundation, Inc. is incorporated in perpetuity under the laws of the State of South Carolina as an eleemosynary corporation. The said corporation shall have no capital stock, shall not be organized for and shall not be operated for pecuniary gain or profit, and no part of its assets or income shall be used for private gain.

Article II

The purpose of The Lawton Family Foundation, Inc. is to inform, inspire, instruct and work for perpetuation of the ideals of the Lawton family in its members and others by educational processes, appropriate literature, meetings, publicity, erection and care of memorials, or other means within the law.

Article III

The Corporation shall be governed, managed, operated and controlled by a self-perpetuating Board of Directors of not less than three (3) nor more than fifteen (15) directors who shall signify in writing their acceptance of their election and who shall serve until their successors shall have been elected and shall have signified in writing their acceptance; said directors shall be entitled to reasonable compensation for personal services actually rendered the corporation. The Corporation intends to operate its affairs in such a way that it shall be exempt from federal income taxes as an organization described in paragraph 501 (c) (3) of the Internal Revenue Code of 1954 or the corresponding provision of any future Internal Revenue Code.

Article IV

The Corporation shall accept by gift, grant, devise or bequest, real and personal property for the object and purpose set forth in Article II; it may, unless otherwise required by the terms of any contribution, in its discretion retain all contributions in the form in which received; it may buy, sell, exchange and otherwise deal in stocks, bonds, real estate and other forms of property without order of any courts or other authority at any time, as the directors in their sole discretion may determine.

Article V

The Corporation, acting through its Board of Directors, may appoint custodians and fiscal agents for the receipt, safekeeping and disbursement of the assets and income of the corporation in such manner as the Board may direct and may pay said agents who shall serve at the pleasure of the Board reasonable compensation for such services.

Article VI

In their administration of this Corporation and in their exercise of the various powers and discretions conferred upon them hereunder, the Directors shall act in the highest of good faith and prudence and shall use at all times their best judgment, but the Directors shall not, nor shall any one or more of them, have any liability whatsoever for any losses to the Corporation however occurred unless the same occur through lack of good faith or failure to use their best judgment, and particularly if the Directors shall have used their best judgment and loss to the corporation shall nevertheless occur, but there shall be no liability therefor upon the part of any Director despite the fact that such judgment may subsequently be determined to be wrong or

erroneous. No Director shall be liable for or on account of any misconduct or malfeasance upon the part of any other Director. It shall be the duty of the Directors so far as practical to dispense all income from assets held in their custody but in the event that all income is not dispensed, the same shall accumulate so long as such accumulation is not unreasonable within the meaning of paragraph 504 of the Internal Revenue Code.

Article VII

By a two-thirds (2/3) vote of the Directors in office this Constitution may be changed or amended so long as no provision thereby is inserted inconsistent with the purpose of the Corporation as expressed in Article II.

This Constitution of The Lawton Family Foundation, Inc. was formally adopted and ratified at a meeting of the Board of Directors held in Beaufort, South Carolina on 15 September 1969.

Certified by:

Rev Robert E. H. Peoples +

Rev. Robert E. H. Peoples, President

The State of South Carolina } **CERTIFICATE OF INCORPORATION**
 EXECUTIVE DEPARTMENT } **BY THE SECRETARY OF STATE**

WHEREAS, Robert E. H. Peeples, Rt. 2, Box 28, Hilton Head Is., S. C.
 Carrie Lee E. Kalber, 805 Home Ave., Hartsville, S. C.
 Patti M. Bostick, P. O. Box 439, Beaufort, S. C.

two or more of the officers or agents appointed to supervise or manage the affairs of

THE LAWTON FAMILY FOUNDATION, INC.

which has been duly and regularly organized, did on the 20th day of
 August, A. D. 1969, file with the Secretary of State a written declaration setting forth:

That, at a meeting of the aforesaid organization held pursuant to the by-laws or regulations of the said organization, they were authorized and directed to apply for incorporation.

That, the said organization holds, or desires to hold, property in common for Religious, Educational, Social, Fraternal, Charitable or other eleemosynary purpose, or any two or more of said purposes, and is not organized for the purpose of profit or gain to the members, otherwise than is above stated, nor for the insurance of life, health, accident or property; and that three days' notice in the **Beaufort Gazette**, a newspaper published in the County of **Beaufort**, has been given that the aforesaid Declaration would be filed.

AND WHEREAS, *Said Declarants and Petitioners* further declared and affirmed:

FIRST: Their names and residences are as above given.

SECOND: The name of the proposed Corporation is **THE LAWTON FAMILY FOUNDATION, INC.**

and others by educational processes, appropriate literature, meetings, publicity, erection and care of memorials, or other means within the law.

FIFTH: The names and residences of all Managers, Trustees, Directors or other officers are as follows:

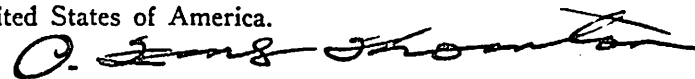
| | | |
|----------------------|------------------------|----------------|
| Robert E. H. Peeples | Hilton Head Is., S. C. | President |
| Carrie Lee E. Kalber | Hartsville, S. C. | Vice President |
| Patti M. Bostick | Beaufort, S. C. | Secretary |

SIXTH: That they desire to be incorporated: in perpetuity

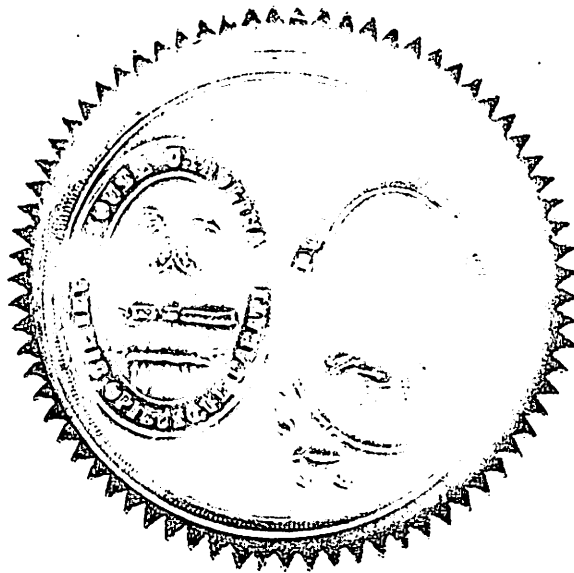
Now, THEREFORE, I, O. FRANK THORNTON, Secretary of State, by virtue of the authority in me vested, by Chapter 12, Title 12, Code of 1962, and Acts amendatory thereto, do hereby declare the said organization to be a body politic and corporate, with all the rights, powers, privileges and immunities, and subject to all the limitations and liabilities, conferred by said Chapter 12, Title 12, Code of 1962, and Acts amendatory thereto.

GIVEN under my hand and the seal of the State, at Columbia,
this 20th day of August
in the year of our Lord one thousand nine hundred and
1962nd in the one hundred and 94th
year of the Independence of the

United States of America.



O. FRANK THORNTON,
Secretary of State.



were authorized and directed to apply for incorporation.

That, the said organization holds, or desires to hold, property in common for Religious, Educational, Social, Fraternal, Charitable or other eleemosynary purpose, or any two or more of said purposes, and is not organized for the purpose of profit or gain to the members, otherwise than is above stated, nor for the insurance of life, health, accident or property; and that three days' notice in the **Beaufort Gazette**, a newspaper published in the County of **Beaufort**, has been given that the aforesaid Declaration would be filed.

AND WHEREAS, *Said Declarants and Petitioners* further declared and affirmed:

FIRST: Their names and residences are as above given.

SECOND: The name of the proposed Corporation is **THE LAWTON FAMILY FOUNDATION, INC.**

THIRD: The place at which it proposes to have its headquarters or be located is **7 Moon Shell Road, Hilton Head Island, So. Carolina**

FOURTH: The purpose of the said proposed Corporation is to inform, inspire, instruct and work for perpetuation of the ideals of the Lawton family in its members and others by educational processes, appropriate literature, meetings, publicity, erection and care of memorials, or other means within the law.

FIFTH: The names and residences of all Managers, Trustees, Directors or other officers are as follows:

| | | |
|-----------------------------|-------------------------------|-----------------------|
| Robert E. H. Peeples | Hilton Head Is., S. C. | President |
| Carrie Lee E. Kalber | Hartsville, S. C. | Vice President |
| Patti M. Bostick | Beaufort, S. C. | Secretary |

SIXTH: That they desire to be incorporated: **in perpetuity**