ORGANIZATIONAL ACTION BY INCORPORATOR OF SOAPSTONE PRESERVATION ENDOWMENT

The undersigned, being the incorporator of Soapstone Preservation Endowment, a South Carolina nonprofit corporation (the "Company"), hereby adopts the following actions:

I. Filing of Articles of Incorporation.

RESOLVED, that the Articles of Incorporation of the Company attached hereto as **Exhibit A**, which were filed with the South Carolina Secretary of State are hereby ratified, affirmed, adopted and accepted in all respects.

II. Appointment of Initial Directors.

RESOLVED, that the following persons are hereby elected to serve as the directors of the Company to serve until their successors are duly elected and qualified or until their earlier removal or resignation:

Mable Owens Clarke (term expires June 30, 2026)
Dr. Jeffrey Craddock (term expires June 30,2026)
Don Lineback (term expires June 30, 2026)

Carlton N. Owen (term expires June 30, 2025)
Andy Douglas (term expires June 30, 2025)

Peggy B. Baxter (term expires June 30, 2024)
Chet Trower (term expires June 30, 2024)

III. Adoption of Bylaws.

RESOLVED, that the bylaws attached hereto as **Exhibit B** are hereby adopted as the Bylaws of the Company.

IV. Adoption of Conflict of Interest Policy.

RESOLVED, that the Conflict of Interest Policy attached hereto as **Exhibit C** is hereby adopted as a policy of the Company.

V. Fiscal Year.

RESOLVED, that the fiscal year of the Company shall begin on January 1 and end on December 31 unless and until the Board of Directors of the Company shall determine otherwise.

VI. Bank Accounts.

RESOLVED, that the President and Treasurer of the Company are hereby authorized and directed to open accounts with any bank or banks as may be selected as depositories for the Company in their discretion, and to deposit therein funds of the Company, drafts, checks and notes of the Company, payments on such accounts to be made in the corporate name; that the President and Treasurer are hereby authorized to execute and deliver corporate resolutions on such forms as may be presented or required by such banks, to be completed with such information as the executing officer(s) may deem to be in the best interest of the Company; and that all such resolutions which may be required by banks hereafter selected by the Company dealing with the designation of such banks as depositories are hereby adopted as resolutions of the Board of Directors of the Company, and the Secretary or any Assistant Secretary of the Company may hereafter attest to and execute such bank resolutions and/or forms without additional action of the Company's Board of Directors.

VII. Miscellaneous Items

RESOLVED, that the proper officers of the Company are hereby authorized, on behalf of the Company, to pay or cause to be paid all fees and expenses incident and necessary to the organization of the Company; and further

RESOLVED, that the proper officers of the Company are hereby authorized, on behalf of the Company, to pay or cause to be paid any costs previously advanced on behalf of the Company or expenses incurred on behalf of the Company prior to or subsequent to the organization.

Effective this 22nd day of June 2022.

INCORPORATOR

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CARLTON N. OWEN