

South Carolina, on or before December 31, 1963, and shall become effective, subject to the prior approval of the South Carolina Insurance Commission, as of the close of business on December 31, 1963, whereupon the separate existence of Southern Home shall cease and Southern Home shall be merged with and into and shall become a part of Dixie, the surviving corporation under the name "Southern Home Insurance Company", in accordance with the terms and provisions of this Agreement of Merger, and with the effect provided for in Sections 12-457 and 12-458 of the Code of Laws of South Carolina. The title to any real estate, whether by deed or otherwise, under the laws of the State of South Carolina, vested in either the surviving corporation or Southern Home, shall not revert or be in any way impaired by reason of this merger; provided that all rights of creditors and all liens upon the property of either of said corporations shall be preserved unimpaired.

ELEVENTH: Southern Home, upon request at any time by the surviving corporation, or by its successors or assigns, shall execute and deliver or cause to be executed and delivered all such deeds and other instruments, and will take or cause to be taken all such further or other action as the surviving corporation may deem necessary or appropriate, in order to vest in and confirm to the surviving corporation title to and possession of all the property, rights, privileges, powers and franchises of Southern Home, and otherwise to carry out the intent and purposes of this Agreement of Merger, and the corporate existence of Southern Home is continued for the sole purpose and to the extent necessary to comply with this provision.

IN WITNESS WHEREOF, the parties to this Agreement of Merger have executed the same by the signatures of the directors of each corporation a party thereto under the