

South Carolina, and that all of the provision of law, including the provisions of Sections 12-451 to 12-466, inclusive, of the Code of Laws of South Carolina for 1962, be complied with, including all notices of said meeting provided for by said statutes and the By-Laws of this company, and also that a copy of the Plan of Merger shall be included or enclosed with the notice of said meeting.

7. That the President and Secretary of this corporation be authorized and directed to forthwith and immediately prepare and give the within notice and a copy of the Plan of Merger and other information provided in the foregoing section of this resolution and by law to each and all of the stockholders of record of this company.

8. This merger shall not be effective if more than 5% of the stock ownership of either of the corporations object to it in writing.

WITNESSES:

s/ Elizabeth T. Lee
s/ S. D. Mitchell

STAR AMUSEMENT COMPANY, INC. (SEAL)
By s/ C. Heyward Morgan President
s/ Sam L. Irvin Secretary

s/ Ethel M. Morgan
s/ John B. Harris, Jr.
s/ Sam L. Irvin
s/ Jack D. Fuller
s/ J. M. Bruce
s/ C. Heyward Morgan
s/ A. F. Burgess
Directors

s/ Elizabeth T. Lee
s/ S. D. Mitchell

STAR DEVELOPMENT COMPANY, INC. (SEAL)
By s/ Sam L. Irvin President
s/ C. Heyward Morgan Secretary

s/ Ethel M. Morgan
s/ John B. Harris, Jr.
s/ Sam L. Irvin
s/ Jack D. Fuller
s/ J. M. Bruce
s/ C. Heyward Morgan
Directors