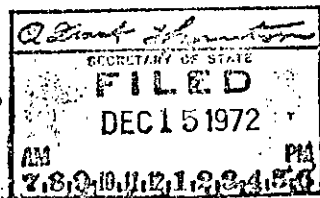


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DOHRE S. TANKERSLEY
R.M.C.

File 7561
#45
LN 9653
12-15-72

ARTICLES OF MERGER
of
The John Preston Warehouse Co
into
Dan River Inc.



I.

The Plan of Merger is as follows:

1. On the effective date of the merger (hereinafter referred to as the "Effective Date"), The John Preston Warehouse Co., a South Carolina corporation, which is the subsidiary corporation, shall be merged into Dan River Inc., a Virginia corporation, which is the parent corporation and shall be the surviving corporation.

2. The Effective Date shall be January 2, 1973. Articles of Merger shall be delivered for filing with the State Corporation Commission of Virginia and with the Secretary of State of South Carolina, in accordance with applicable laws of Virginia and of South Carolina, in such manner as may be necessary to effect the merger on the Effective Date.

3. Dan River Inc., the surviving corporation, is the holder of all issued and outstanding shares of the capital stock of The John Preston Warehouse Co. No such shares shall be converted into shares or other securities or obligations of the surviving corporation, no shares of the surviving corporation shall be issued, nor shall any cash or other consideration be paid or delivered upon the surrender of the shares of The John Preston Warehouse Co., but on the Effective Date stock certificates representing all issued and outstanding shares of the capital stock of The John Preston Warehouse Co. shall be surrendered and cancelled. Dan River Inc., as the surviving corporation, shall own all the assets and succeed to all liabilities of The John Preston Warehouse Co., and the effect of the merger shall be as provided by the laws of Virginia and of South Carolina applicable in such cases.

II.

There are 1,000 outstanding shares of the capital stock of The John Preston Warehouse Co., the subsidiary corporation, all of which are of the one class, common stock, and all of which shares are owned by Dan River Inc., the surviving corporation.

III.

There are no minority stockholders of the subsidiary corporation, and no copies of the Plan of Merger were mailed
Date 1973

CERTIFIED TO BE A TRUE AND CORRECT COPY
AS TAKEN FROM AND COMPARED WITH THE
ORIGINAL ON FILE IN THIS OFFICE.

O. James Johnston
SECRETARY OF STATE OF SOUTH CAROLINA

(Continued on next Page)