

STATE OF SOUTH CAROLINA.)

COUNTY OF GREENVILLE. )

WHEREAS, pursuant to call of the Board of Directors of Slater Manufacturing Company, the stockholders of said company, in meeting duly called and held after thirty days notice given to each stockholder in writing and published in The Greenville News, a newspaper published in the County and State aforesaid, stating the time, place and purpose of such meeting, stock represented, being all shares of common stock and all shares of preferred stock outstanding, adopted by unanimous vote of all shares of/ preferred stock outstanding, the following resolutions:-

RESOLVED, that this company go into liquidation, wind up its affairs and dissolve, and that the President, Secretary and directors of the company be, and they hereby are authorized and directed to execute and file with the Secretary of State of South Carolina, and in all appropriate public offices, all such instruments as may be necessary to effect the dissolution of this company, and to do all such acts and things, including the execution of any papers, as, with the advice of counsel, they may deem necessary or proper to effect such dissolution; and further

RESOLVED, That W. J. Carter, as Vice President, and C. E. Baxter, as Secretary and Treasurer, of Slater Manufacturing Company, be, and they hereby are, authorized and directed to execute in the name of this corporation, and to acknowledge and deliver to S. Slater & Sons, Inc., for and on behalf of this company, all deeds, assignments of notes and/or mortgages, assignments of patents and trade-marks, bills of sale and assignments and transfers of personal property of every kind whatsoever, and any and all other instruments which may be necessary or desirable in order to convey to S. Slater & Sons, Inc., all property, real and personal, of every kind whatsoever, belonging to Slater Manufacturing Company.

NOW, THEREFORE, KNOW ALL MEN BY THESE PRESENTS that Slater Manufacturing Company, a corporation chartered under the laws of the State of South Carolina, and having its principal place of business at Slater, in the County of Greenville, in the State of South Carolina, pursuant to and in consideration of the foregoing resolutions, and as a distribution in final liquidation and retirement of all of its outstanding capital stock, has granted, bargained, sold and released, and by these presents does grant, bargain, sell and release unto S. Slater & Sons, Inc., a corporation created and existing under the laws of the State of Delaware, being the sole stockholder of Slater Manufacturing Company:-

All real estate and all rights in real property of every kind whatsoever now belonging to Slater Manufacturing Company, including:-

(1) All that piece, parcel or lot of land lying in Bates Township, Greenville County, State of South Carolina, containing four hundred and forty-nine and 15/100 (449.15) acres, more or less, according to Dalton & Neves, plat of "property of H. N. Slater, Marietta, S. C.", dated May, 1927, and having, according to said plat, the following metes and bounds, to-wit:-

BEGINNING in the center of North Saluda River, and running N. 24 30' W. to an iron pin on the west bank of said river; thence N. 24 30' W. eleven hundred and thirty-six and one-half (1136.5) feet along line of the Mitchell Talley land to a post oak; thence N. 26 45' W. five hundred and forty-one and six-tenths (541.6) feet to a post oak; thence S. 62 15' W. along lines of lands belonging to Mitchell Talley and W. H. Goodwin three thousand one hundred and twenty-four (3124) feet, crossing two small branches, to a stone and iron pin; thence along line of land of W. H. Goodwin N. 29 45' W. (crossing Hatten Branch) thirteen hundred and eighty-five (1385) feet to a poplar tree near and southeast of the Talley Bridge Road; thence N. 29 45' W. (crossing Talley Bridge Road and crossing the Hatten Branch twice) along line of land belonging to Hall, eight hundred and thirty-seven (837) feet to an iron pipe; thence S. 68 W. along line of other land belonging to J. Norwood Cleveland and R. M. Cleveland (crossing Mill Creek) three thousand, two hundred and eight (3208) feet to an iron pipe on the east side of Cleveland Avenue, also referred to on said plat as Geer Highway; thence S. 9-04' along the east side of Cleveland Avenue eight hundred and fifteen (815) feet to a point in the Talley Bridge Road (which point is S. 9-04' E. twenty-four feet beyond an iron pipe on the east side of Cleveland Avenue); thence N. 75 04' E. three hundred and five (305) feet along said Talley Bridge Road to a point in said road; thence N. 8 42' W. (passing an iron pipe at fifteen feet) forty-seven and nine-tenths (47.9) feet to a pipe (by a white oak) on the northwest corner of the two-acre school lot; thence along line of said school lot N. 80 56' E. three hundred and thirty (330) feet (crossing the Talley Bridge Road) to a point on the south side of the said road; thence along the east side of said school lot S. 8 42' E. (passing an iron pipe on the northeast corner of said lot two hundred and sixty-four (264) feet to iron pipe; thence along the south line of said school lot S. 80 56' W. two hundred and 3/10 (215.3) feet to an iron pipe; thence S. 9 50' E. along the rear lines of the B. F. Johnson lot and the four-acre "hotel lot" seven hundred and eighty-one (781) feet to an iron pin on corner of a fifteen and 92/100 acre tract reserved by J. N. and R. M. Cleveland; thence along line of said 15.92 acre lot S. 87 0' E. six hundred and eighty-four and 8/10 (684.8) feet to an iron pin on or near Mill Creek; thence along line of said 15.92 acre tract S. 9 17' E. (crossing Mill Creek several times) six hundred and eighty and 6/10 (680.6) feet to an iron pin; thence along line of said