

ADP 317 BVCE 02

(5) HUNTSVILLE MACHINE WORKS, INC.

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subject to the conditions and provisions hereinafter set forth:

1. The name of the consolidated corporation hereby created shall be HUNT MACHINE WORKS, INC.

2. The principal place of business of said consolidated corporation shall be in the County of Greenville, State of South Carolina.

3. The amount of the authorized capital stock of said consolidated corporation shall be in the sum of Two Million (\$2,000,000.00) Dollars divided into two hundred thousand (200,000) shares having a par value of Ten (\$10.00) Dollars each.

4. The consolidated corporation shall have and possess all the rights, privileges, powers, licenses and franchises of each of the said constituent corporations so consolidated, the general nature of the business which it proposes to do being as follows:

To conduct and carry on a general foundry and machine shop business and to engage in the manufacture, designing and construction of all kinds of iron castings, machinery and machine parts and other articles and things made of metal and other materials, and to operate a plant therefor; to buy and sell and generally deal in iron, brass, aluminum and other alloys either manufactured or unmanufactured; to apply for, purchase or otherwise acquire and sell, assign or otherwise deal in and use patents, patent rights, privileges, licenses, devices and improvements or secret processes of every sort and description, necessary and incidental to these purposes, with authority to grant licenses in connection therewith; to buy, sell, manufacture, repair, improve and handle machinery of all kinds, including looms and other textile machinery and equipment, to buy, sell, mortgage, lease and improve real estate; and to do any and all things necessary or incidental thereto.

5. The two hundred thousand (200,000) shares of authorized capital stock having a par value of Ten (\$10.00) Dollars each shall be common stock of the consolidated corporation and the owner or owners thereof shall be entitled at stockholders' meetings to one vote in person or by proxy for each share. No preferred stock, bonds or debentures are presently authorized.

6. The basis of exchange of shares in the constituent