

(229.3) shares of the five (5%) per cent cumulative preferred stock of Southern Pile Fabric Company, and One Hundred and Sixty (160) shares of the common stock of Southern Pile Fabric Company and receive in exchange therefor Nine Hundred Seventeen and Two-tenths (917.2) shares of the \$1.25 cumulative second preferred stock of the Surviving Corporation and One Hundred and Sixty (160) shares of the common stock of the Surviving Corporation.

Myer Roseman shall forthwith surrender unto the Surviving Corporation One Hundred and Sixty (160) shares of the common stock of Brookline Fabrics, Inc., Fifty (50) shares of the five (5%) per cent cumulative preferred stock of Southern Pile Fabric Company, and One Hundred and Sixty (160) shares of the common stock of Southern Pile Fabric Company and receive in exchange therefor Two Hundred (200) shares of the \$1.25 cumulative second preferred stock of the Surviving Corporation and One Hundred and Sixty (160) shares of the common stock of the Surviving Corporation.

George A. Buckley shall forthwith surrender unto the Surviving Corporation One Hundred and Sixty (160) shares of the common stock of Brookline Fabrics, Inc., Fifty (50) shares of the five (5%) per cent cumulative preferred stock of Southern Pile Fabric Company, and One Hundred and Sixty (160) shares of the common stock of Southern Pile Fabric Company and receive in exchange therefor Two Hundred (200) shares of the \$1.25 cumulative second preferred stock of the Surviving Corporation and One Hundred and Sixty (160) shares of the common stock of the Surviving Corporation.