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This Merger Agreement shall be submitted to the stockholders of Reeves Brothers, Incorporated, at a special meeting called for that purpose and when the same shall have been adopted by the stockholders representing a majority of the issued and outstanding shares of said Corporation, a certificate of such adoption by the stockholders shall be executed by the Secretary of that Corporation under the seal thereof and endorsed hereon; and this Agreement so adopted and certified shall be signed by the President or a Vice President and Secretary or Assistant Secretary of said Corporation under the corporate seal thereof and shall be acknowledged under oath by the President or a Vice President of said Corporation before an officer authorized by the laws of the State of South Carolina to administer oaths to be the act, deed and agreement of said Corporation; this Merger Agreement shall likewise be duly executed by Reeves Brothers, Inc. in the manner required by the laws of the State of New York; whereupon this Merger Agreement shall be filed in the office of the Secretary of State of South Carolina and certified copies thereof duly certified by the Secretary of State under the seal of his office, shall be recorded in the Councils of Spartanburg, Greenville and Lee, State of South Carolina, as required by the statute law of the State of South Carolina.

IN WITNESS WHEREOF, a majority of the directors of REEVES BROTHERS, INCORPORATED, have hereunto set their hands and affixed the seal of Reeves Brothers, Incorporated, as required by the laws of the State of South Carolina, and the President and Secretary of Reeves Brothers, Inc. have hereunto set their hands and the corporate seal of Reeves