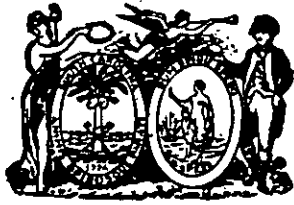


State of South Carolina



Office of the
Secretary of State

I, O. Frank Thornton, Secretary of State of the State of South Carolina, hereby certify: THAT THE ORIGINAL AGREEMENT OF MERGER OF EXCELSIOR MILLS INC., AND GAYLEY MILL CORPORATION, BOTH INCORPORATED UNDER THE LAWS OF THE STATE OF SOUTH CAROLINA, WAS DULY FILED IN THIS OFFICE ON THE FOURTH DAY OF JUNE, 1960, PURSUANT TO THE PROVISIONS OF VOLUME I, CHAPTER 8, TITLE 12, CODE OF LAWS OF SOUTH CAROLINA 1952, AND THAT THE FOLLOWING ELEVEN (11) PAGES CONSTITUTE A TRUE AND CORRECT COPY OF SAID ORIGINAL AGREEMENT OF MERGER SO FILED:

THE SAID AGREEMENT OF MERGER BEING NOW THE CHARTER OF EXCELSIOR MILLS INC., UNDER THE CODE OF LAWS OF SOUTH CAROLINA FOR 1952.

RECORDED IN DOMESTIC CORPORATION CHARTER BOOK PAGE 34135
IN THIS OFFICE _____

Given under my Hand and the Great Seal of the State at Columbia this **4th** day of **June**, A. D., 19**60**, and in the one hundred and **84th** year of the Independence of the United States of America.

O. Frank Thornton
Secretary of State

(Continued on Next Page)