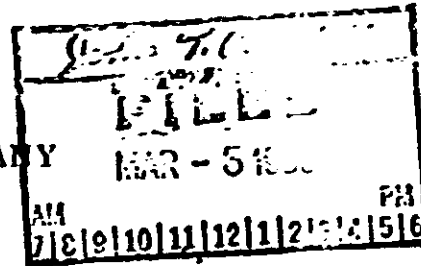


ARTICLES OF MERGER
OF
FIRST-CITIZENS BANK AND TRUST COMPANY
OF SOUTH CAROLINA
INTO
MAIN STREET BANK



The undersigned First-Citizens Bank and Trust Company of South Carolina and Main Street Bank, banking corporations organized and existing under the laws of the State of South Carolina, hereby adopt, pursuant to applicable provisions of the South Carolina Business Corporation Act, the following Articles of Merger:

ARTICLE I

An agreement providing for the merger of First-Citizens Bank and Trust Company of South Carolina into Main Street Bank, which agreement is entitled "Agreement and Plan of Merger", is attached hereto as Exhibit "A" and made a part hereof and is sometimes hereinafter referred to as the "Agreement".

ARTICLE II

First-Citizens Bank and Trust Company of South Carolina certifies that as of December 20th, 1982, the record date for the purpose of determining shareholders entitled to notice of and to vote at the special meeting of its shareholders called to consider the Agreement, its outstanding capital stock consisted of 865,616 shares of Common (par value \$5.00), 10,000 shares of Series A 5% Cumulative Preferred (par value \$50.00), 15,000 shares of Series B 5% Cumulative Preferred (par value \$50.00), 8,077 shares of Series C Cumulative Preferred (par value \$20.00), 8,000 shares of Series D 5% Cumulative Preferred (par value \$50.00) and 35,968 shares of Series F 5% Cumulative Preferred (par value \$50.00); and that at such special meeting of shareholders which was held on January 20th, 1983, the total number of such shares voted for or against the Agreement was as follows:

<u>Stock</u>	<u>For Resolution</u>	<u>Against Resolution</u>	<u>Percent of Class or Series In Favor</u>
Common	715,298	1,560	83
Series A	7,761	0	78
Series B	11,331	0	76
Series C	6,734	0	83
Series D	6,744	0	84
Series F	27,841	0	77
TOTAL	775,293	1,560	MAR - 3 1983

The total percentage of all outstanding shares in favor: 82%

Jim T. Campbell
SECRETARY OF THE STATE OF SOUTH CAROLINA

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