

of the surviving corporation arising from the merger, including without limitation suits by dissenting shareholders to enforce their rights under the SC Act.

- e) It hereby irrevocably appoints the Secretary of State of South Carolina as its agent to accept service of process in any proceeding described above or other proceeding; the address to which the Secretary of State shall mail a copy of such process is:

Post Office Box 10167, FS
Greenville, S. C. 29603,

until such address is changed in a written notice to the Secretary of State of South Carolina.

- f) The Plan of Merger is set forth herein.
- g) The shares outstanding, and the votes of such shares, of each constituent corporation is set forth in Article III above.
- h) The Effective Date of the Merger is 30 April 1983.
- i) It will file with the Secretary of State of South Carolina within thirty (30) days after the Effective Date a Certificate issued by the State of North Carolina that the merger is effected under North Carolina law.
11. No cash or other consideration shall be paid in the effectuation of this merger - it is solely for stock of the surviving corporation.
12. The Effective Date shall be 30 April 1983, subject to the provisions of G.S. 55-4 of the NC Act.

The constituent corporations have this 21st day of April, 1983, executed