

the seals of the several corporations, this the 8th day of March, 1928.

J. W. Norwood
A. T. Mills
Willard A. Baldwin
C. E. Hatch
Aug. W. Smith
W. H. Baldwin
S. Baldwin, Jr.,
Directors of Brandon Mills.

(Corporate Seal)

J. B. Kilgore
A. H. White
Aug. W. Smith
C. E. Hatch
W. H. Baldwin
Directors of Woodruff Cotton Mills.

(Corporate Seal)

Willard A. Baldwin
B. E. Heer
W. C. Beacham
C. E. Hatch
Aug. W. Smith
Thomas F. Walsh
S. Baldwin, Jr.,
Directors of Poinsett Mills.

(Corporate Seal)

The foregoing Agreement having been duly adopted by the vote of the holders of a majority of the outstanding stock entitled to vote of each of the constituent corporations, Brandon Mills, Woodruff Cotton Mills and Poinsett Mills, and all necessary acts and things having been done in accordance with the requirements of the Statutes of South Carolina, each of the said constituent corporations has caused this instrument, as its own proper act, deed and agreement, to be signed by its duly authorized officers and to be sealed with its corporate seal this 24th day of May, 1928.

Brandon Mills,
Aug. W. Smith,
President.
C. E. Hatch
Secretary.

(Corporate Seal)

Next Page

Woodruff Cotton Mills,
Aug. W. Smith,
President.

(Corporate Seal)

H. B. Kilgore,
Secretary.

Poinsett Mills,
Aug. W. Smith,
President.

(Corporate Seal)

C. E. Hatch,
Secretary.

I, C. E. Hatch, Secretary of Brandon Mills, do hereby certify that a meeting of the stockholders of said Brandon Mills was duly held on the 17th day of April, 1928, after notice, stating the time, place and purpose of the meeting had been published once a week for four successive weeks in Greenville News, a newspaper published in the County of Greenville, South Carolina, and had been mailed to each stockholder at his last known address more than twenty days prior to the date of the meeting; that by a resolution adopted by vote of the majority of the stock represented at said meeting so held the meeting was adjourned to the 24th day of May, 1928; that at the time and place fixed by said resolution of adjournment, the adjourned meeting of the stockholders of said corporation was duly held; and that at said meeting so held the foregoing Agreement was read to the stockholders, and was considered by them pursuant to said notice, and a vote being taken, the votes of stockholders representing a majority of the outstanding stock entitled to vote were cast in favor of the adoption of the foregoing Agreement of Consolidation.

In witness whereof, I have hereunto set my hand and affixed the seal of said corporation this 24th day of May, 1928.

C. E. Hatch,
Secretary of Brandon Mills.

(Corporate Seal)

J. H. B. Kilgore, Secretary of Woodruff Cotton Mills, do hereby certify that a meeting of the stockholders of the said