

or by duly authorized proxy, being all the common stock of said corporation, as follows:

| | | |
|------------|------------------------------------|------------|
| In person, | J. V. Scott | 50 shares |
| | C. O. Weller | 20 shares |
| By Proxy, | Geo. J. Fromm | |
| | (J. V. Scott, Proxy) | 50 shares |
| | Anderson, Clayton Industries, Inc. | |
| | (J. V. Scott, Proxy) | 880 shares |

There was present also all the preferred stock of the corporation to wit,
 Anderson, Clayton Industries, Inc.
 (J. V. Scott, Proxy) 7000 shares
 (Non voting Stock)

The President called the meeting to order and announced that the purpose of the meeting was to consider a resolution of stockholders looking to the liquidation and winding up of the affairs and dissolution of the corporation, and authorizing the transfer of its property and rights and all such other steps as might be necessary looking to this end.

After some discussion, on motion of J. W. Wynne, duly seconded, the following resolution was unanimously passed and declared adopted, to wit:

WHEREAS, a proposal has been made by the Southeastern Compress & Warehouse Company, a corporation organized and existing under the laws of the state of Georgia, for a reorganization, to which this company and the Southeastern Compress & Warehouse Company shall be parties, to be effected by the purchase of substantially all of the properties of this company as hereinafter set forth, and the entire business and good will of this company, for the consideration of Thirty Dollars and certain common stock of the Southeastern Compress & Warehouse Company, such securities as to be received by this corporation to be immediately distributed to its present stockholders, pursuant to the plan of reorganization, in exchange for their stock in this company, and

WHEREAS, the said proposal is acceptable to this Company and to the stockholders as set forth in the resolutions following the preamble:

WHEREFORE, BE IT RESOLVED:
 That for the consideration hereinafter set forth, this Company agrees to transfer to the Southeastern Compress & Warehouse Company the following property, to wit:

All and singular the property of this company, real personal and mixed and the entire business and good will of this Company.

RESOLVED FURTHER:
 That the consideration of said transfer shall be as follows: THIRTY DOLLARS and 11,538 shares of the common stock of the Southeastern Compress & Warehouse Company, 10,095.75 shares of which stock shall be distributed to the holders of the preferred stock of this company in exchange for such holdings, and 1442.25 shares and the Thirty Dollars cash to be distributed to the holders of the common stock of this company, in proportion to their respective holdings of common stock which is to be surrendered in exchange therefor. Of this total consideration \$300,000.00 is the agreed consideration for the real estate and the remainder for all the other property and rights of this company, including the good will thereof.

It is also agreed that the Southeastern Compress & Warehouse Company will pay over to the stockholders of this company any surplus accruing from the collection of accrued storage and accounts receivable after such collections shall have been used to satisfy the outstanding notes and accounts payable to this company such surplus to be paid to the stockholders of this company pro rata according to the amount of stock held by them.

RESOLVED FURTHER: That the close of the business on June 30th 1929, shall be taken to be the point of time as of the date the transfer herein provided for is to be made and as of which the debts and obligations of this Company are to be determined.

RESOLVED FURTHER: That immediately upon receipt of the stock of the Southeastern Compress & Warehouse Company, 10,095.75 shares thereof shall be distributed to the holders of the preferred stock of this company, in pursuance of the plan of reorganization in exchange for their holdings herein, and in proportion to their respective holdings of preferred stock which shall be surrendered for cancellation, and the remainder, or 1442.25 shares, together with the thirty dollars cash, shall be distributed to the holders of the common stock of this company in pursuance of the plan of reorganization, in exchange for and in proportion to their respective holdings of common stock, which shall be surrendered for cancellation.

RESOLVED FURTHER: That the Board of Directors is hereby given authority to act upon and settle any questions that may arise in carrying out this said agreement in any manner they may deem wise, not inconsistent with these resolutions.

On further motion, the meeting adjourned.

APPROVED:
 J. V. Scott President. C. O. Weller Secretary.



STATE OF SOUTH CAROLINA
 COUNTY OF GREENVILLE

THIS IS TO CERTIFY that I, the undersigned, C. O. WELLER, am Secretary of the Greenville Warehouse & Compress Company, a South Carolina Corporation, and that the above and foregoing is a copy of resolution unanimously adopted at the meeting of the stockholders of the said Greenville Warehouse and Compress Company, duly convened and held in the City of Greenville, S. C., on the 10th day of August, A.D. 1929, at which meeting all of the stockholders were present and voting throughout.

IN WITNESS WHEREOF, I have signed this instrument and affixed the seal of the Corporation this 10th day of August, A.D. 1929.
 Greenville Warehouse & Compress Company, (SL) C. O. Weller Secretary.

RECORDED SEPTEMBER 14, 1929 at 2:50 P.M.

S. C. Stamps & Co. Applied to Original Deed at Title of Recording

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