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on the 26th day of April, 1946, submitted to the stockholders of said corporation at a meeting called for the purpose of considering the same, notice thereof having been duly waived and said waiver having been signed by each and every stockholder, and that all of the outstanding stock was voted to approve such merger and consolidation.

Witness my hand and seal of Mitchell Motor Lines, Inc., this the 26th day of April, 1946.

Hubbard Hooker, Secretary  
Mitchell Motor Lines, Inc.

(CORPORATE SEAL)

STATE OF NORTH CAROLINA

COUNTY OF FORSYTH

I, E. G. Lackey, Secretary of Pilot Freight Carriers, Inc., organized under the laws of the State of North Carolina, hereby certify that the foregoing agreement was, on the 26th day of April, 1946, submitted to the stockholders of said corporation at a meeting called for the purpose of considering the same, notice thereof having been duly waived, and said waiver having been signed by each and every stockholder, and that all of the outstanding stock was voted to approve such merger and consolidation.

Witness my hand and seal of Pilot Freight Carriers, Inc., this the 26th day of April, 1946.

E. G. Lackey, Secretary  
Pilot Freight Carriers, Inc.

(CORPORATE SEAL)

In witness whereof, Mitchell Motor Lines, Inc., and Pilot Freight Carriers, Inc., each has caused this instrument to be signed in its corporate name by its President and Secretary and its corporate seal to be hereunto affixed.

Mitchell Motor Lines, Inc.  
By: H. C. Sharpe  
President