

RECORDED
GREENVILLE S.C.
JUN 10 12 13 PM '51
ALL TRANSMITS
R.M.C.

THE GREENVILLE STEEL & FOUNDRY COMPANY

MERGER AGREEMENT

This Agreement of Merger made and entered into by and on behalf of Broad River Brick Company, hereinafter referred to as the Brick Company

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Greenville Steel & Foundry Company, hereinafter referred to as the Steel Company, or the surviving corporation;

W I T N E S S E T H :

WHEREAS, heretofore, to-wit, on the 28th day of December, 1949, the Brick Company was organized under the laws of the State of South Carolina, with its principal place of business at Gaffney, Cherokee County, South Carolina, with an authorized capital of Seventy Thousand (\$70,000) Dollars, consisting of Twenty Eight Hundred (2800) Shares of Common stock of the par value of Twenty-Five (\$25.00) Dollars each. The charter of said corporation so formed was thereafter, to-wit, on the 7th day of April 1951, amended, increasing said capital stock to One Hundred Fifty Thousand (\$150,000) Dollars, divided into Six Thousand (6000) shares of the par value of Twenty-Five (\$25.00) Dollars each, of which Twenty Nine Hundred Sixty (2960) Shares are presently outstanding, and its powers being the manufacture of brick, tile and other ceramic products, mortgaging and selling real estate and personal property; buying and selling, wholesale or retail, building supplies of every nature; and

WHEREAS, heretofore, to-wit, on the 15th day of April 1924, the Steel Company was organized as a corporation under the laws of the State of South Carolina, its present authorized capital of One Hundred Twenty Thousand (\$120,000) Dollars, consisting of Twelve Hundred (1200) Shares of Common stock of the par value of One Hundred (\$100) Dollars each, of which Eight Hundred One (801) Shares are presently outstanding, and of which Eleven (11) Shares are held in the treasury of the company, and its powers being the "manufacturing, buying and selling steel and iron building products", the principal place of business of such corporation being the City of Greenville, County of Greenville, State of South Carolina; and