

identity, existence, purposes, powers, franchises, and rights of BROOKLINE shall continue and remain unaffected and unimpaired by the merger, and the corporate identity, existence, purposes, powers, franchises, and rights of SOUTHERN shall be merged into BROOKLINE and BROOKLINE shall be fully vested therewith. The organization of SOUTHERN, except insofar as it may be continued by statute, shall cease as soon as this Agreement shall become effective and thereupon BROOKLINE and SOUTHERN shall become a single corporation (hereinafter referred to as the "Surviving Corporation"), to wit, BROOKLINE, one of the parties hereto, which shall survive, shall merge, and shall continue to exist under and by virtue of the laws of the State of South Carolina. The time at which the said corporations shall so become said single Corporation is herein referred to as the "effective date of this Agreement."

ARTICLE II

Amendment of Articles of Incorporation of Surviving Corporation

The Articles of Incorporation of the Surviving Corporation shall, upon the effective date of this Agreement, be and be deemed to be amended to read as follows (the term "Corporation" as used in this Article refers to the "Surviving Corporation"):

FIRST: The name of the Corporation is and shall be
BROOKLINE FABRICS, INC.

SECOND: The principal office of the Corporation shall
be in the City of Greenville, State of South Carolina.