

We, the undersigned, being stockholders of the SOUTHERN PILE FABRIC COMPANY, organized and existing under the laws of the State of South Carolina, and each owning the number of shares of stock in such corporation set opposite our respective signatures hereto, and together owning all of the capital stock of this corporation do hereby declare and state that we severally have read the foregoing Agreement of Merger by and between BROOKLINE FABRICS, INC. and SOUTHERN PILE FABRIC COMPANY dated April 30, 1953 and we intend to be legally bound by all of the terms and conditions set forth therein.

<u>Names of Stockholders</u>	<u>Number of Shares</u>
<u>Marshall A. Brooks</u> Marshall A. Brooks	923.3 shares of the 5% cumulative preferred stock
<u>Velva B Brooks</u> Velva Brooks	155.9 shares of the 5% cumulative preferred stock
<u>Marshall A. Brooks, Jr.</u> Marshall A. Brooks, Jr.	17.5 shares of the 5% cumulative preferred stock
<u>Dorval Brooks</u> Dorval Brooks	17.5 shares of the 5% cumulative preferred stock
<u>Marjorie D. Gregory</u> Marjorie D. Gregory	17.5 shares of the 5% cumulative preferred stock
<u>Frances B Torkington</u> Frances Torkington	155 shares of the 5% cumulative preferred stock
<u>Wm C Torkington</u> William C. Torkington	229.3 shares of the 5% cumulative preferred stock and 160 shares of the common stock
<u>Myer Roseman</u> Myer Roseman	50 shares of the 5% cumulative preferred stock and 160 shares of the common stock