

WHEREAS, the parties hereto desire that Greenville and Walker be merged into McKoy;

NOW, THEREFORE, in consideration of the premises and of the mutual promises and covenants herein contained, it is hereby agreed between the parties hereto, acting in pursuance of the provisions of the 1952 Code of Laws of South Carolina relating to corporations, that Greenville and Walker shall be merged into McKoy as a single corporation, hereinafter referred to as the Corporation; and the parties hereto, hereinafter sometimes referred to as the Constituent Corporations, hereby agree to and prescribe the terms and conditions of such merger, the mode of carrying the same into effect, and state such facts required or permitted by the provisions of the 1952 Code of Laws of South Carolina relating to corporations to be set out in certificates of incorporation as can be stated in the case of a merger in such form as the circumstances of the case require, as well as the manner of converting the shares of each of the Constituent Corporations into shares or other securities of the surviving corporation, with other details and provisions deemed necessary:

FIRST: Greenville and Walker shall be merged into McKoy and the corporate existence of Greenville and the corporate existence of Walker shall cease and the corporate existence of McKoy shall continue under the name of "McKoy-Melgerson Co."

SECOND: The principal office of the Corporation in the State of South Carolina is located at 320 South Hudson Street, in the City of Greenville, County of Greenville.

THIRD: The nature of the business and the objects and purposes proposed to be transacted, promoted and carried on by the Corporation are as follows: building construction, acquire, lease, sell and otherwise deal in real estate.