

IN WITNESS WHEREOF, the undersigned, constituting a majority of the Directors of IVEY'S, INCORPORATED, subject to the adoption of these Articles and Agreement of Merger by its Stockholders, have entered into and signed these Articles and Agreement of Merger under the corporate seal of the said IVEY'S, INCORPORATED, this the 2nd day of January, 1963.

/s/Geo. M. Ivey

/s/Geo. M. Ivey, Jr.

/s/George D. Powell

(SEAL)

ATTEST:

/s/George D. Powell
Secretary

IN WITNESS WHEREOF, the undersigned, constituting a majority of the Directors of IVEY-TAYLOR COMPANY, subject to the adoption of these Articles and Agreement of Merger by its Stockholders, have entered into and signed these Articles and Agreement of Merger under the corporate seal of the said IVEY-TAYLOR COMPANY, this the 2nd day of January 1963.

/s/Geo. M. Ivey

/s/Geo. M. Ivey, Jr.

/s/George D. Powell

(SEAL)

ATTEST:

/s/George D. Powell
Secretary