

the State of North Carolina.

3. The total authorized capital stock of the Surviving Corporation, shall be One Million Dollars (\$1,000,000.00) represented by 200,000 shares of Class A common stock having a par value of \$1.00 per share and 800,000 shares of Class B common stock having a par value of \$1.00 per share.

4. The principal place of business and the registered office of the Surviving Corporation shall be located at 900 Wade Avenue, Raleigh, North Carolina. The registered agent of the Surviving Corporation at such address shall be Charles C. Cameron. The principal place of business and the registered office of the Surviving Corporation in South Carolina shall be located at 201 East Coffee Street, Greenville, South Carolina. The registered agent of the Surviving Corporation at such address shall be O. Perry Earle, Jr.

5. The Articles of Incorporation of Cameron-Brown, as amended, shall be the Articles of Incorporation of the Surviving Corporation until further amended as provided by law.

6. The By-Laws of Cameron-Brown, as amended, shall be the By-Laws of the Surviving Corporation until altered, amended, or repealed.

7. The Directors of Cameron-Brown on the effective date of the merger shall serve as directors of the Surviving Corporation and shall hold office until the first annual meeting of the shareholders of the Surviving Corporation after the effective date of the merger and until their successors are duly elected and qualified.

8. The officers of Cameron-Brown on the effective date of the merger shall serve as officers of the Surviving Corporation until their respective successors are duly elected and qualified.

9. Prior to the effective date of the merger agreement, General Mortgage had an authorized capital of Two Hundred Thousand Dollars (\$200,000.00) consisting of 40,000 shares of