

STATE OF SOUTH CAROLINA

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GREENVILLE COUNTY

OCT 15 8 47 AM 1963

WHEREAS, The Claussen Bakery, a South Carolina corporation, has gone into liquidation and is now proceeding to wind-up its affairs and dissolve pursuant to a Resolution unanimously adopted by its sole stockholder at a meeting duly called and held according to law, and

WHEREAS, all debts of The Claussen Bakery have been paid or provided for and the net assets of the corporation are available for distribution and conveyance to H. H. Claussen's Sons, Inc., a Georgia corporation, as the sole stockholder of The Claussen Bakery, and

WHEREAS, William L. Goodman, Jr., John H. Scharnitzky, and Judson B. Blount constitute the full Board of Directors of the dissolved corporation, and

WHEREAS, a Resolution signed by the proper officers and the majority of the Board of Directors has been forwarded to the Secretary of State of South Carolina, to be filed and recorded in his office.

NOW, THEREFORE, This Indenture made and entered into this 15th day of October, 1963, between The Claussen Bakery, acting by and through its proper officers and by and through a majority of its Board of Directors, as party of the first part, and H. H. Claussen's Sons, Inc., a corporation organized and existing in the State of Georgia with its principal office in Richmond County, Georgia, as party of the second part;

W I T N E S S E T H :

In consideration of the premises and for the purpose of