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MERGER AGREEMENT BETWEEN  
Southern Bank and Trust Company,  
Greenville, S. C. and Citizens Bank,  
Fountain Inn, S. C.

SECRETARY OF STATE  
FILED  
JAN 5 1965  
A.M. P.M.  
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THIS AGREEMENT OF MERGER made and entered into by and on behalf of Southern Bank and Trust Company (hereinafter referred to for convenience as Southern or the surviving corporation) and Citizens Bank, Fountain Inn, S. C. (hereinafter referred to as Citizens).

W I T N E S S E T H:

WHEREAS, on the 1st day of June, 1961, Southern was chartered under the incorporation statutes of South Carolina as a State Bank with an authorized, issued and outstanding capital consisting of 100,000 shares of common stock of the par value of Ten and No/100 (\$10.00) Dollars each; and

WHEREAS, the principal place of business of Southern is in the City of Greenville, County of Greenville, State of South Carolina, with branches located on Augusta Road, Greenville, S. C., West Greenville, S. C. and Rock Hill, S. C.; and

WHEREAS, on the 17th day of December 1934, Citizens was chartered under the incorporation statutes of South Carolina as a State Bank, its present capital consisting of 10,000 shares of common stock of the par value of Ten and No/100 (\$10.00) Dollars per share, the principal place of business of said banking corporation being Fountain Inn, S. C., with a branch located at Grey Court, S. C.,

NOW, THEREFORE, by and on behalf of Southern Bank and Trust Company and the Citizens Bank, it is hereby agreed that as soon as this Agreement of Merger shall have been ratified and approved by the stockholders of said constituent corporations representing a two-thirds majority of the outstanding shares of stock of each of said corporations respectively as provided by Section 12-20.1 et seq. of the Code of Laws of South Carolina, and this Agreement of Merger shall have been filed in the Office of the Secretary of State and a certified copy thereof shall have been filed for record in the Register of Mesne Conveyance Office for Greenville County, the said Citizens Bank, Fountain Inn, S. C., subject to the terms hereof, shall be and become merged into the Southern Bank and Trust Company pursuant to and in conformity with the statutes of the State of South Carolina thereto appertaining, and subject to the terms and provisions hereinafter set forth.

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The name of the surviving corporation shall be and the same hereby is the Southern Bank and Trust Company.

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