

Date MAY 14 1965

CERTIFIED TO BE A TRUE AND CORRECT COPY
AS TAKEN FROM AND COMPARED WITH THE MERGER AGREEMENT BETWEEN
ORIGINAL ON FILE IN THIS OFFICE, Southern Bank and Trust Company,
Greenville, S. C. and Bank of Clover,
Clover, S. C.

O. Frank Shenton
SECRETARY OF STATE OF SOUTH CAROLINA

SECRETARY OF STATE
FILED
MAY 14 1965
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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 Bank of Clover, Clover, S. C. (here-
inafter referred to as Clover).

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, subsequently by amendment to its charter its authorized
capital was increased to One Million Two Hundred Thousand (\$1,200,000.00) Dol-
lars of common stock divided into one hundred twenty thousand (120,000) shares
of the par value of Ten (\$10.00) Dollars per share, 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., Rock Hill,
S. C., Fountain Inn, S. C., and Gray Court, S. C.; and

WHEREAS, on the 2nd day of February, 1906, Clover was chartered
under the incorporation statutes of South Carolina as a State Bank, its present
capital consisting of 5,000 shares of common stock of the par value of Twenty
and No/100 (\$20.00) Dollars per share, the principal place of business of said
banking corporation being 131 North Main Street, Clover, S. C.

NOW, THEREFORE, by and on behalf of Southern Bank and Trust Com-
pany and the Bank of Clover, it is hereby agreed that as soon as this Agree-
ment of Merger shall have been ratified and approved by the stockholders of
said constituent corporations representing a two-thirds majority of the out-
standing 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 and in the Clerk of
Court's Office for York County, S. C., the said Bank of Clover, Clover, 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

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FILED
GREENVILLE CO.
JUL 23 10 29 AM 1965
CLERK OF COURT
SOUTH CAROLINA
R. H. C.

FILED & RETURNED
JUL 12 10 5 AM 1965
THAS L. S. S. S.
C. C. S. S. S.
YORK COUNTY, S. C.