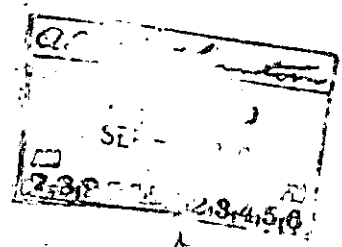


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OLLIE FARNSWORTH
R. M. C.

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STATE OF SOUTH CAROLINA
SECRETARY OF STATE
ARTICLES OF MERGER
OF
CHISOLM CORPORATION AND SHOPS, INC.

I.

Chisolm Corporation is hereby merged into Shops, Inc.

II.

The name of SHOPS, INC., shall be the name of the surviving corporation.

III.

A copy of the Plan of Merger of Chisolm Corporation and Shops, Inc., is attached hereto. The same was adopted by the Board of Directors of Shops, Inc., on September 1, 1970, and will become effective at midnight on September 1, 1970.

IV.

The Articles of Incorporation (Charter) of Shops, Inc., the surviving corporation, shall remain unchanged and continue to be the Articles of Incorporation of Shops, Inc.

V.

Chisolm Corporation has one class of common stock, of which 1,000 shares, par value \$1.00, are issued and outstanding and all of such shares are owned by Shops, Inc.

CHISOLM CORPORATION

By: J. Wesley Davis
J. Wesley Davis, President
C. T. Wyche
C. T. Wyche, Secretary

Sept. 1, 1970

SEP 10 1970 SHOPS, INC.

Date _____ By: C. T. Wyche
C. T. Wyche, President

REPRODUCED TO BE A TRUE AND CORRECT COPY
OF THE ORIGINAL FILED AND COMPARED WITH THE
ORIGINAL ON FILE IN THIS OFFICE.

O. Farnsworth
SECRETARY OF STATE OF SOUTH CAROLINA

Harriet S. Wyche
Harriet S. Wyche, Secretary