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2. On the Effective Date the Certificate of Incorporation and By-Laws of Parent Corporation shall be the Certificate of Incorporation and By-Laws of the Surviving Corporation.

3. On and after the Effective Date the name of the Surviving Corporation shall be Crown Central Leasing Corporation.

4. On the Effective Date the corporate existence of the Subsidiary Corporations shall be merged into and continued in the Parent Corporation. All rights, franchises and interests of the Subsidiary Corporations in and to every type of property (real, personal and mixed) and choses in action shall be transferred to and vested in the Parent Corporation by virtue of such merger without any deed or other transfer. On the Effective Date the separate existence of the Subsidiary Corporations shall cease and CCLC, as the surviving Parent Corporation, shall, without further act or deed, thereupon and thereafter succeed to and possess all of the rights, privileges, powers and franchises, as well of a public as of a private nature, and be subject to all the restrictions, disabilities and duties of each of the Subsidiary Corporations; and all and singular, the rights, privileges, powers and franchises of each of the Subsidiary Corporations, and all property, real, personal and mixed, and all debts due to any of the Subsidiary Corporations on whatever account, as well for stock subscriptions as all other things in action or belonging to each of the Subsidiary Corporations, shall be vested in the Parent Corporation; and all property, rights, privileges, powers and franchises, and all and every other interest shall be thereafter as effectually the property of the Parent Corporation as they were at the several and respective

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