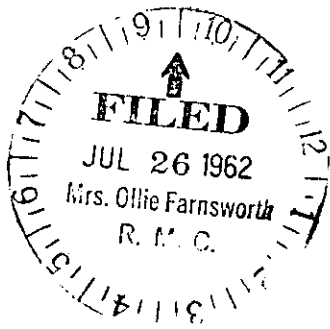


State of South Carolina

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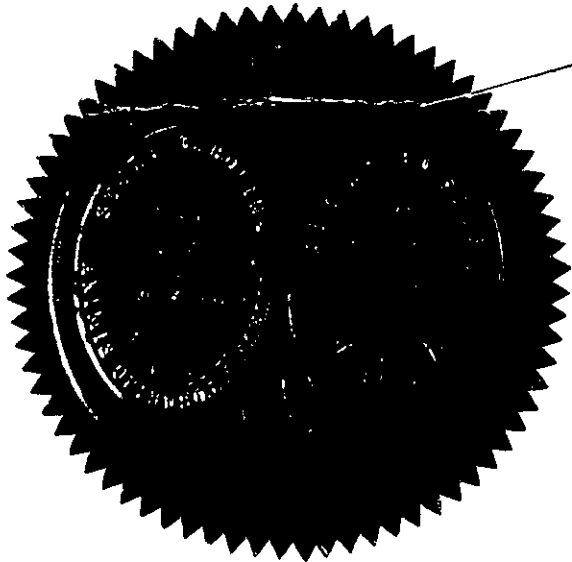


Office of the
Secretary of State

I, O. Frank Thornton, Secretary of State of the State of South Carolina, hereby certify: THAT THE ATTACHED

MERGER AGREEMENT BETWEEN "WOOTEN CORPORATION", A SOUTH CAROLINA CORPORATION, "WOOTEN CORPORATION OF WILMINGTON", A SOUTH CAROLINA CORPORATION, AND "WOOTEN CORPORATION OF DELAWARE, INC.", A NORTH CAROLINA CORPORATION, BY WHICH "WOOTEN CORPORATION" AND "WOOTEN CORPORATION OF DELAWARE, INC." ARE MERGED INTO "WOOTEN CORPORATION OF WILMINGTON", WITH AN AUTHORIZED CAPITAL STOCK OF FIFTEEN THOUSAND (\$15,000.00) DOLLARS DIVIDED INTO ONE HUNDRED FIFTY (150) SHARES OF THE PAR VALUE OF ONE HUNDRED (\$100.00) DOLLARS, IS A TRUE AND CORRECT COPY AS TAKEN FROM AND COMPARED WITH THE MERGER AGREEMENT NOW ON FILE IN THIS OFFICE.

THE SAID MERGER AGREEMENT, IN ACCORDANCE WITH THE SOUTH CAROLINA LAW, NOW BEING THE CHARTER OF "WOOTEN CORPORATION OF WILMINGTON", ALL OF WHICH IS DULY CERTIFIED AS SHOWN BY DOMESTIC CORPORATION FILE NO. 36914.



Given under my Hand and the Great Seal of the State at Columbia this 13th day of July, A. D., 19 62, and in the one hundred and 87th year of the Independence of the United States of America.

O. Frank Thornton
O. Frank Thornton
Secretary of State

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