STATE OF SOUTH CAROLINA
COUNTY OF GREENVILLE

ARTICLES OF MERGER

- I. Pursuant to authorization granted at special meetings of the Shareholders of each Corporation duly held for the purpose of considering a plan for the merger of Chevyland, Inc. with Rex O'Steen Chevrolet, Inc., the following Plan of Merger has been adopted.
- 1. Chevyland, Inc., a South Carolina Corporation, having its principal place of business in the City and County of Greenville, State of South Carolina, with its registered office located at 104 College Street, shall be merged into Rex O'Steen Chevrolet, Inc., a South Carolina Corporation, having its principal place of busines and registered office at 100 College Street in the City and County of Greenville, State of South Carolina.
- 2. Incidental to and as an integral part of said merger, all assets and liabilities of Chevyland, Inc., of every type, kind and nature, and wherever situate, shall become the assets and liabilities of Rex O'Steen Chevrolet, Inc.
- 3. Upon completion of the merger of the two Corporations,

 Rex O'Steen Chevrolet, Inc. shall be the sole surviving Corporation and

 shall continue or discontinue all or such portion of the business operations of Chevyland, Inc., as the Board of Directors of said surviving Corporation shall deem advisable and in its best interests.
- 4. At the close of business May 31, 1967, Chevyland, Inc. Shad a net worth of \$48,373.92 and Rex O'Steen Chevrolet, Inc. a net worth of \$648,232.91, according to financial statements prepared as of that date. Chevyland, Inc. has 500 shares of stock outstanding, and Rex O'Steen Chevrolet, Inc. has 2000 shares of stock outstanding.

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