VERIFICATION & CERTIFICATION

The undersigned, being duly sworn, depose and state under oath that they have read all of the contents of this Merger and Consolidation document and that they fully understand all contents herein. That to the knowledge, information and belief of each of the undersigned, all the information contained herein is true and correct, and that the undersigned, or with legal authority, do execute the document and bind the respective corporations in their official capacity.

That each of the undersigned have executed this document in their official capacity; as indicated, over the line on which they have signed, and he is properly authorized to execute this document.

A. G. CORPORATION

Walter W. Goldsmith President - Director

Blake P. Garrett

Vice President - Director

UE Son A. E. Green

Secretary - Director

Murant VI Stewart H. Garrett Treasurer - Director

REAL ESTATE FUND / INC.

baces/Myre Walter W. Goldsmith

President -/Director

Blake P. Garrett

Vice President - Director

OE Sru A. E. Green

Secretary - Director

Stewart H. Garrett Treasurer - Director

Page 7

(Continued on next page)