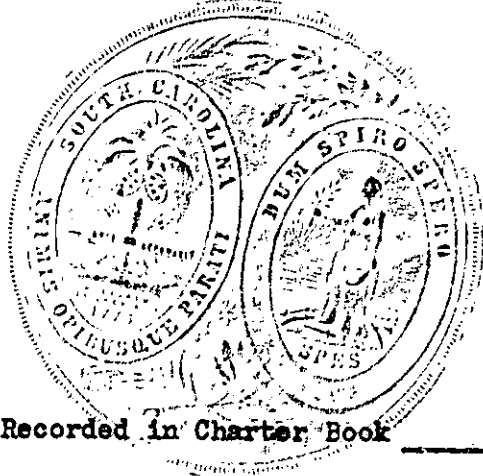


I, O. L. Bradham Secretary of State of South Carolina, do hereby certify that the original Agreement of Merger of Belton Mills and Brandon Corporation with The Abney Mills, was duly filed in the Office of the Secretary of State of South Carolina on the 23 day of November, 1949, pursuant to the provisions of an Act entitled "An Act to Authorize and Provide for the Merger or Consolidation of Corporations and to Define the Powers and Duties, Rights and Liabilities thereof when Merged or Consolidated", approved the 14th day of April, 1925 (34 Statutes 246), and that the foregoing 16 pages constitute a true and correct copy of said original Agreement of Merger so filed.

Given under my hand and the seal of the State at Columbia, this 23 day of November, 1949.



O. L. Bradham
Secretary of State.

Recorded in Charter Book _____, Page 27857.