

DEC 10 3 57 PM 1953

STATE OF SOUTH CAROLINA)
) CLIE FARNSWORTH
) R.M.C.
 COUNTY OF ANDERSON) CONVEYANCE OF REAL ESTATE

WHEREAS, at a meeting of the stockholders of Pelzer Mills, a South Carolina corporation, duly called and held at Pelzer, South Carolina, on the 20th day of November, 1953, of which meeting each stockholder of said corporation was given at least thirty (30) days' notice of its time, place and purpose, by the mailing of written notice to each stockholder and the due publication thereof in the INDEPENDENT, a daily newspaper published in Anderson County, South Carolina, in which county Pelzer Mills has its principal place of business, and at which meeting all the stock of the corporation was present in person or by proxy, a resolution was adopted by the affirmative vote of all the shares of the capital stock of the corporation that the said Pelzer Mills go into liquidation, wind up its affairs and dissolve; and

WHEREAS, the plan of complete liquidation and dissolution of said Pelzer Mills, approved and adopted at said meeting, provides that all the assets of the said Pelzer Mills, remaining after provision is made for the payment of its liabilities, said assets including the property hereinbelow described, shall be conveyed and transferred to The Kendall Company, a Massachusetts corporation, as a final dividend in complete liquidation of the said Pelzer Mills, the said The Kendall Company being the beneficial owner of all of the outstanding capital stock of the said Pelzer Mills;

NOW, KNOW ALL MEN BY THESE PRESENTS THAT Pelzer Mills, a corporation organized and existing under the laws of the State of South Carolina, for and in consideration of the premises above recited and of the sum of Ten Dollars (\$10.00) to it in