

Boards of Directors or either of them, may abandon the merger by directing its officers to refrain from filing this Agreement of Merger and thereupon this Agreement shall be void and of no effect:

THIRTEENTH: This Agreement shall be submitted to the stockholders of each of the constituent corporations, as provided by the laws of the State of South Carolina, and, subject to the provisions of paragraph twelve (12) hereof, it shall take effect and be deemed and taken to be the Agreement and act of merger of said corporations upon the adoption thereof by the votes, given in person or by proxy, of the holders of the shares of the classes of capital stock of each of said corporations in accordance with the requirements of the laws of the State of South Carolina at a meeting of the stockholders of each of said corporations, separately called and held for the purpose of considering and voting for the adoption or rejection of this Agreement of Merger, and upon the doing of such other acts and things as shall be required for accomplishing the merger by the applicable provisions of said law.

FOURTEENTH: The merged corporation hereby agrees to continue in effect the retirement plans which had been maintained for the benefit of the employees of each of the merging corporations, and authorizes its officers and directors to take whatever steps are necessary to implement such agreement.

IN WITNESS WHEREOF, the Board of Directors of each of the constituent corporations has unanimously signed this Agreement in its behalf and in their own behalf as such Directors, and said corporations have caused their respective corporate seals to be hereunto affixed and attested in their behalf by their respective Secretaries and these presents to be signed in their behalf by their respective Presidents.

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