

# State of South Carolina



Filed this 18 day of Oct 1961  
and record of Chapin's page 2930-322  
*Sam A. Williams*

Office of the  
Secretary of State

C. C. C. P. & G. S.

*I, O. Frank Thornton, Secretary of State of the State of South Carolina, hereby certify:*

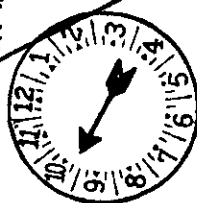
THAT THE ATTACHED MERGER AGREEMENT BY WHICH "AUTO FINANCE COMPANY", A SOUTH CAROLINA CORPORATION, "SOUTHEASTERN FACTORS CORPORATION", A NORTH CAROLINA CORPORATION, " CAROLINA FLEETS, INC.", A NORTH CAROLINA CORPORATION, ARE MERGED INTO "AMERICAN DISCOUNT COMPANY OF GEORGIA", A GEORGIA CORPORATION, WITH "AMERICAN DISCOUNT COMPANY", THE GEORGIA CORPORATION BEING THE SURVIVING CORPORATION, IS A TRUE AND CORRECT COPY AS TAKEN FROM AND COMPARED WITH THE MERGER AGREEMENT NOW ON FILE IN THIS OFFICE.

ALL OF WHICH IS DULY CERTIFIED AS SHOWN BY FOREIGN CORPORATION FILE NO. 2999.

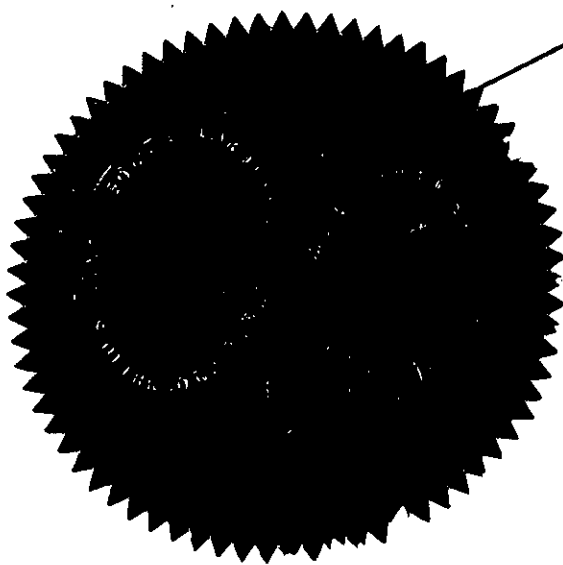
R. M. C.

1961 OCT 27 AM 9:59  
SPARTANBURG CO.

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NOV 4 1961 A.M.



Mrs. Ollie Farnsworth  
R. M. C.



Given under my Hand and the Great Seal of the State at Columbia this 2nd day of October, A. D., 1961, and in the one hundred and 86th year of the Independence of the United States of America.

*O. Frank Thornton*

O. Frank Thornton  
Secretary of State