

FILED
GREENVILLE CO. S. C.
MAY 2 11 37 AM '60
OLLIE FARNSWORTH
R.M.C.

--ARTICLES OF MERGER
OF DOMESTIC CORPORATIONS:
ATLANTIC COAST LINE RAILROAD COMPANY
INTO
SEABOARD AIR LINE RAILROAD COMPANY
(Name changed to Seaboard Coast Line Railroad Company)

Pursuant to the provisions of Section 13.1-72 of the Virginia Stock Corporation Act, the undersigned corporations adopt the following Articles of Merger for the purpose of merging them into a single corporation:

ARTICLE ONE: The Plan of Merger (hereinafter called the "Plan"), hereto attached as Exhibit I, was approved by the shareholders of each of the undersigned corporations in the manner prescribed by the Virginia Stock Corporation Act.

ARTICLE TWO: The Plan was approved by the Board of Directors of Seaboard Air Line Railroad Company on May 19, 1960, and by the Board of Directors of Atlantic Coast Line Railroad Company on May 19, 1960. Notice was given to each stockholder of record of each of the aforesaid corporations on July 1, 1960, in the manner provided in the Virginia Stock Corporation Act and was accompanied by a copy of the Plan. The Plan was adopted by the stockholders of Seaboard Air Line Railroad Company on August 18, 1960, and by the stockholders of Atlantic Coast Line Railroad Company on August 18, 1960.

ARTICLE THREE: As to each of the undersigned corporations, the number of shares outstanding and entitled to vote on the Plan, and the designation and number of outstanding shares of each class entitled to vote

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