

consummation of this merger the shareholders of Yorktown will receive shares of common stock of Micco as follows:

<u>Name</u>	<u>No. of Shares of Yorktown</u>	<u>No. of Shares of Micco to be Received</u>
Minor Mickel Shaw	10,000	25,000
Minor H. Mickel, Custodian for Charles C. Mickel	7,500	18,750
Minor H. Mickel, Custodian for Buck Alston Mickel	7,500	18,750

6. Shareholders dissenting to this plan of merger shall be paid the fair value of their shares upon compliance with the laws of the State of South Carolina.

7. The Directors and Officers of Micco shall continue in office for the surviving corporation until their successors are elected and qualify.

8. The Articles of Incorporation and By-Laws of Micco shall remain in force for the surviving corporation.

YORKTOWN DEVELOPMENT CORPORATION

By: [Signature]
Vice President

By: [Signature]
Secretary

MICCO CORPORATION

By: [Signature]
President

By: [Signature]
Assistant Secretary