

STATE OF SOUTH CAROLINA
SECRETARY OF STATE
ARTICLES OF MERGER
OF
TRI-COUNTY ELEVATOR, INC.,
INTO
WILSON FEED & SEED CO., INC.

Pursuant to the provisions of Sec. 12-20.1 of the Code of Laws of South Carolina, 1962, as amended, the undersigned domestic corporations adopt the following Articles of Merger for the purpose of merging Tri-County Elevator, Inc., a domestic corporation, into Wilson Feed & Seed Co., Inc., a domestic corporation.

FIRST: The name of the corporation proposing to merge is Tri-County Elevator, Inc. The name of the corporation into which it proposes to merge is Wilson Feed & Seed Co., Inc. As of the effective date of the merger, the name of Wilson Feed & Seed Co., Inc., shall be changed to Willis and Wilson, Inc.

SECOND: The name of the surviving corporation is Willis and Wilson, Inc. Its registered office is Highway 86, Route 1, Piedmont, South Carolina, and its registered agent, having a business office identical with such registered office, is James C. Wilson, Jr.

THIRD: The following Plan of Merger was approved by the shareholders of each corporation in the manner prescribed by Sec. 12-20.3 of said Code:

1. Tri-County Elevator, Inc., a South Carolina corporation, shall be merged into Wilson Feed & Seed Co., Inc., a South Carolina corporation, which shall be the surviving corporation, as provided by Sec. 12-20.1 of the Code of Laws of South Carolina, 1962, as amended.
2. The effective date of the merger shall be as of April 1, 1974.
3. The manner and basis of converting the shares of each merging corporation into the shares of the surviving corporation shall be as follows:

0824

4328 RV-2