

1145-598

merged with and into SUITT CONSTRUCTION CO., INC., which shall continue its corporate existence and be the corporation surviving the merger (hereinafter the "Surviving Corporation"), and that the terms and conditions of the merger hereby agreed upon, which the parties covenant to observe, keep and perform, and the mode of carrying the same into effect, are and shall be as hereafter set forth:

ARTICLE ONE. At the effective time of the merger, the separate existence of SUITT PROPERTIES, INC. shall cease and it shall be merged into the Surviving Corporation. Consummation of this Agreement shall be effected at midnight, March 31, 1981, or if later, the date on which this Plan and Agreement of Merger and Articles of Merger is filed in the Office of the Secretary of the State of South Carolina, all after satisfaction of the respective requirements of the applicable laws of the State of South Carolina prerequisite to such filing.

ARTICLE TWO. The Articles of Incorporation of SUITT CONSTRUCTION CO., INC. at the effective time of the merger shall be the Articles of Incorporation of the Surviving Corporation and shall not be changed or affected as a result of the merger.

ARTICLE THREE. The By-Laws of SUITT CONSTRUCTION CO., INC. at the effective time of the merger shall be the By-Laws of the Surviving Corporation until the same shall be altered or amended in accordance with the provisions thereof.

ARTICLE FOUR. The Directors of SUITT CONSTRUCTION CO., INC. at the effective time of the merger shall be the Directors of the Surviving Corporation until their respective successors are duly elected and qualified. Subject to the authority of the Board of Directors and provided by law and the By-Laws of the Surviving Corporation, the Officers of SUITT CONSTRUCTION CO., INC. at the effective time of the merger shall be the Officers of the Surviving Corporation.

ARTICLE FIVE. The shares of capital stock of SUITT PROPERTIES, INC. issued at the effective time of the merger shall be

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