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IN WITNESS WHEREOF, each Constituent Corporation has caused this Plan of Merger to be executed by its President or a Vice President and by its Secretary or its Assistant Secretary, and its corporate seal to be affixed, all on the day and year first above written.

Attest: Sam Solomon Company, Inc.

Quint M. Solomon Secretary By [Signature] Chairman of the Board and President

Attest: SMC Acquisition Corporation
[Signature] Secretary By [Signature] President

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