

THE ABNEY MILLS
MERGER AGREEMENT

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JUL 25 5 31 PM 1899

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This Agreement of Merger made and entered into by and on behalf of
BELTON MILLS (hereinafter called BELTON), BRANDON CORPORATION (hereinafter
called BRANDON) and THE ABNEY MILLS (hereinafter called ABNEY, or the surviv-
ing corporation).

WITNESSETH

WHEREAS,

(1) Heretofore, to wit; on the 5th day of July, 1899, BELTON MILLS was organized as a corporation under the laws of the State of South Carolina, with its principal place of business at Belton, Anderson County, South Carolina, its present authorized capital consisting of Fourteen Thousand (14,000) shares of Common stock of the par value of Twenty-Five (\$25.00) Dollars each, of which Thirteen Thousand Five Hundred Thirty-Four (13,534) shares are presently outstanding and of which Four Hundred Sixty-Six (466) shares are held in the treasury of the Company, and its powers being the "manufacturing, spinning, weaving, dyeing, printing, finishing and selling of all goods of any kind spun, woven or made of cotton, or wool, or of which cotton or wool or other fibrous articles may be a part, and any other article of any nature whatsoever which they may from time to time desire to manufacture and make or finish; ginning and packing cotton, and grinding flour and meal; the buying and selling of merchandise in connection with their said mill business, and the production, manufacture and repair of all machinery, tools and implements necessary to or used for such purposes, with the right to develop, rent, lease or buy power by steam, water or electricity, or other agency, or any two or more of such agencies, and to use the same in their said business, or to sell and deliver the same so generated, rented, leased or bought; and to buy all lands which may be deemed necessary or desirable for the conduct of said business, and to sell the same and to erect such mill buildings, machine shops, stores, dwellings and other structures and works as may be required from time to time to carry on any or all such branches of manufacture and business; and to do all other business and to make contracts which may be connected with or incident to the purposes aforesaid".