

(2) Heretofore, to wit, on the 8th day of March, 1928, BRANDON CORPORATION was organized as a Corporation under the laws of the State of South Carolina, its present authorized issued and outstanding capital consisting of 234,318 shares of stock of no par value (the stated value thereof being \$10.00 per share), and its powers being "the manufacturing, spinning, weaving, dyeing, bleaching, 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 fabric articles may form a part and any other articles of any nature whatsoever which they may from time to time desire to manufacture. The buying of all articles which may be used in said business and the buying and selling of merchandise of all description, in connection with said mill business, and the production, manufacturing, and repair of all machinery, tools, and implements necessary to or used for said manufacturing purposes and the right to develop, rent, lease, or buy power by steam, water, electricity or other agency or any two or more such agencies, to sell, rent, and lease and lease and rent any power which may be developed in excess of that needed by said Corporation, and to buy all lands which may be needed to conduct said business, and to sell the same, and to erect such mill buildings, machinery shops, store buildings, dwellings and other structures, and such other works as may be required from time to time, to rent or sell said dwellings, store buildings, and shops. The right to erect and maintain gins at which cotton may be ginned, and oil mills at which cotton seed may be pressed, and oil manufactured, and the right to buy and sell ginneries and oil mills. The right to erect and maintain mills at which corn and wheat may be ground into meal and flour and other structures as may be required and which may be necessary to carry out said business, and the transaction of any and all business connected with or incident to the purposes aforesaid"; the principal place of business of such Corporation being in the City of Greenville, County of Greenville, State of South Carolina; the said BRANDON CORPORATION was created by Merger or consolidation of BRANDON MILLS of Greenville, South Carolina, WOODRUFF COTTON MILLS, of Woodruff, South Carolina, and POINSETT MILLS, of Greenville, South Carolina, each a corporation created, organized and existing under the laws of the State of South Carolina; the Merger or Consolidation Agreement dated the 8th day of March, 1928, was duly filed in the office of the Secretary of State, and was duly recorded in each County in which the constituent corporations had their principal place of busi-