

OFFICERS

F. E. Grier, President and Treasurer
 Mrs. J. P. Abney, Vice President
 H. E. Runge, Executive Vice President
 John S. Abney, Vice President and Secretary
 J. R. Abney, Vice President
 C. R. Walters, Vice President
 E. W. Seigler, General Manager
 M. H. Seigler, Assistant General Manager
 C. L. Beaudrot, Assistant Secretary and Comptroller
 A. C. Byrd, Assistant Secretary and Comptroller
 J. M. Cathcart, Sr., Assistant Secretary and Comptroller
 J. M. Cathcart, Jr., Assistant Secretary and Comptroller
 Mrs. Sallie A. Smith, Assistant Treasurer
 W. P. Watkins, Jr., Assistant Comptroller
 J. Hearst Coleman, Engineer

11. This Agreement of Merger shall be submitted to the stockholders of each of the constituent corporations at special meetings called for that purpose, and when the same shall have been ratified and approved by the said stockholders representing a majority of the outstanding shares of each of the said corporations, respectively, a certificate of such ratification and approval by each of said corporations, under its corporate seal, shall be signed by the Secretary of each of said corporations and endorsed hereon; and this Agreement so adopted and certified shall be signed by the President and the Secretary of each of said constituent corporations, under the corporate seals thereof, and shall be acknowledged under oath by the President of each of said corporations respectively, to be the act, deed and agreement of each of said constituent corporations; thereupon this Agreement of Merger shall be filed in the office of the Secretary of State of South Carolina, and a certified copy thereof shall be filed for record in the offices of the Clerks of Court for Anderson County, Greenville County and Greenwood County, South Carolina.

12. If the stockholders of either BRANDON or BELTON fail to ratify the plan, the Boards of Directors of the other two constituent corporations may consummate the plan as to the two such corporations by attaching to the original Agreement a certificate signed by such directors or a majority of each Board to the effect that the plan shall become operative and effective as to such two constituent corporations only.

IN WITNESS WHEREOF, the Directors of the said BELTON MILLS, BRANDON CORPORATION and THE ABNEY MILLS, respectively, have hereunto set their hands and affixed the seals of the several corporations, this the 28th day of October, 1949.