

WHEREAS, the stockholders and officers of the Broad River Brick Company and the stockholders and officers of Greenville Steel & Foundry Company are largely the same; and

WHEREAS, each of said corporations is engaged in the manufacture and sale of building products, materials, supplies, etc; and

WHEREAS, a more efficient and economical operation of said companies can be affected by a merger thereof, and it is deemed expedient that the two corporations hereinbefore named should be merged and consolidated and be one corporation; and

WHEREAS, under the laws of the State of South Carolina a merger of said companies may lawfully be effectuated.

NOW, THEREFORE, by and on behalf of Broad River Brick Company and Greenville Steel & Foundry Company, it is hereby agreed that as soon as their Agreement of Merger shall have been ratified and approved by the stockholders of each of said constituent corporations representing the majority of the outstanding shares of the stock of each corporation, respectively, and their AGREEMENT OF MERGER shall have been filed in the office of the Secretary of State, State of South Carolina, and a certified copy thereof shall have been filed for record in the office of the Clerk of Court for Cherokee County, South Carolina, and in the office of the Register of Masses Conveyance for Greenville County, South Carolina, the said Broad River Brick Company shall become merged into the Greenville Steel & Foundry Company pursuant to the provisions of an Act of the General Assembly of the State of South Carolina entitled "An Act to Authorize and Provide for the Merger or Consolidation of Corporations and to Define the Powers and Duties, Rights and Liabilities thereof when Merged or Consolidated", approved April 14, 1925 (being Sections 7757-7763, both inclusive, of the Code of Laws of South Carolina of 1942) upon the terms and subject to the conditions and provisions herein set forth:

1. The name of the surviving corporation shall be the "Greenville Steel & Foundry Company".
2. The principal place of business of the surviving corporation shall be Greenville, South Carolina; the principal plant of said corpora-