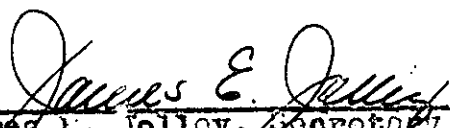


STATE OF SOUTH CAROLINA)
COUNTY OF GREENVILLE)

I, James E. Jolley, Secretary of Textile Broadcasting Company, do hereby certify that a meeting of the stockholders of said Textile Broadcasting Company was duly held on the 24th day of September, 1953, after notice stating the time, place and purpose of the meeting had been published once a week for four successive weeks in the Greenville-Piedmont, a newspaper published in the County of Greenville, S. C., had been mailed to each stockholder at his last known address more than twenty days prior to the date of the meeting; that at said meeting so held at the time and place named, the foregoing agreement was read to the stockholders, was considered by them pursuant to said notice, and a vote being taken, the votes of the stockholders representing more than a majority of the outstanding stock were cast in favor of the adoption of the foregoing agreement of consolidation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of said corporation this 19th day of December, 1953.


James E. Jolley, Secretary of
Textile Broadcasting Company