

State of South Carolina



Office of the
Secretary of State

FILED
OFFICE OF THE SECRETARY OF STATE
JAN 21 10 53 AM 1959

I, O. Frank Thornton, Secretary of State of the State of South Carolina, hereby certify: THAT THE ATTACHED AGREEMENT OF MERGER, DATED DECEMBER 15, 1958, BETWEEN KERSHAW CORP., A CORPORATION ORGANIZED UNDER THE LAWS OF THE STATE OF NEW YORK, AND CARLY CORP., A CORPORATION ORGANIZED UNDER THE LAWS OF THE STATE OF SOUTH CAROLINA, TO BE A TRUE AND CORRECT COPY OF MERGER AGREEMENT FILED IN THIS OFFICE TODAY



Given under my Hand and the Great Seal of the State at Columbia this 22nd day of January, A. D., 1959, and in the one hundred and 83rd year of the Independence of the United States of America.

O. Frank Thornton
O. Frank Thornton
Secretary of State

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