

<u>NAME</u>	<u>PLACE OF RESIDENCE</u>
Wade H. Stephens, Jr.	Greenville, South Carolina
H. R. Stephenson, Jr.	Greenville, South Carolina
T. Frank Watkins	Anderson, South Carolina
J. P. Williamson	Greenville, South Carolina

(c) The present officers of ROSS of South Carolina will be the officers of the Corporation until their successors shall be elected and chosen as in the by-laws provided. The names and places of residence of the present principal officers of ROSS of South Carolina are as follows:

<u>OFFICE</u>	<u>NAME</u>	<u>PLACE OF RESIDENCE</u>
Chairman of the Board	George Ross, Sr.	Greenville, South Carolina
President	Wade H. Stephens, Jr.	Greenville, South Carolina
Vice-President, Secretary and Treasurer	George Ross, Jr.	Greenville, South Carolina

(d) Upon this agreement of merger becoming effective, ROSS of Delaware, as the surviving corporation into which the constituent corporations are merged, shall possess all the rights, privileges, powers and franchises as well of a public as of a private nature, and being subject to all the restrictions, disabilities and duties of each of such corporations so consolidated or merged and all and singular the rights, privileges, powers and franchises of each of said corporations and all property, real, personal and mixed, and all debts due to any of said constituent corporations on whatever account and all other things in action or belonging to each of such corporations shall be vested in the Corporation and all property, rights, privileges, powers and franchises and all and every other interest shall be thereafter as effectively the property of the corporation as they were of the several and respective constituent corporations and the title to any real estate vested by deed or otherwise under the laws of Delaware or South Carolina in any of such constituent corporations shall not revert or be in any way impaired by reason of the said merger, provided that all rights of creditors and all liens upon the property of either of said constituent corporations shall be preserved unimpaired and all debts, liabilities and duties of the constituent corporations shall thenceforth attach to the corporation and may be enforced against it to the same extent as if said debts, liabilities and duties had been incurred or contracted by it.

(e) If at any time after the effective date of the merger, the corporation shall consider or be advised that any instruments of further assurance are desirable in order to evidence the vesting in the Corporation of the title of either constituent corporation to any of its property or rights, privileges, powers or franchises, the appropriate officers and directors of the Corporation are hereby authorized to execute and acknowledge all such instruments of further assurance and to do such other acts or things

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