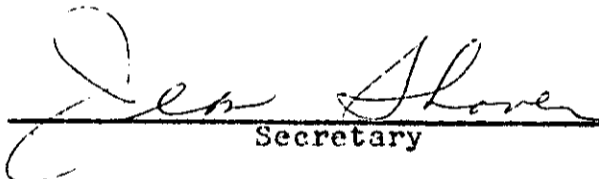


CERTIFICATE

I, the undersigned Secretary of Her Majesty Underwear Company, do hereby certify that all of the conditions in the foregoing Agreement of Merger have been fully complied with; that such merger is authorized under the laws of the State of South Carolina; that the Agreement of Merger was submitted to the stockholders of Her Majesty Underwear Company at a meeting thereof called separately for the purpose of taking the same into consideration; that due notice of the time, place and object of said meeting was given by publication once a week for four successive weeks in a newspaper published in Greenville County, South Carolina, where the company has its principal office and conducts its business, and that a copy of such notice was delivered to and received by each stockholder at least twenty days prior to the date of such meeting; that at such meeting the agreement was authorized, adopted, approved, signed and acknowledged by each of the constituent corporations in accordance with the laws of the State of South Carolina under which it was formed.

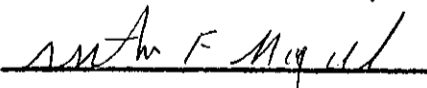

Secretary

ACKNOWLEDGMENT

PERSONALLY APPEARED before me Arthur F. Magill, who, being duly sworn, states that he is President of Her Majesty Underwear Company and that the foregoing Agreement of Merger is the act, deed and agreement of Her Majesty Underwear Company and the certificate of the Secretary is true and correct of deponent's own knowledge.

SWORN to before me this

28th day of December, 1962



 (SEAL)
Notary Public for South Carolina

My Commission Expires at Pleasure of Governor