

CERTIFICATE

I, the undersigned Secretary of Star Development Company, Inc., 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 North Carolina; that the Agreement of Merger was submitted to the stockholders of Star Development Company, Inc. 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 Buncombe County, North 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 North Carolina under which it was formed.

October 22, 1963

C. Hayward Morgan  
s/ C. Hayward Morgan  
Secretary

ACKNOWLEDGMENT

PERSONALLY APPEARED before me Sam L. Irvin, who, being duly sworn, states that he is President of Star Development Company, Inc. and that the foregoing Agreement of Merger is the act, deed and agreement of Star Development Company, Inc. and the certificate of the Secretary is true and correct of deponent's own knowledge.

Sam L. Irvin  
s/ Sam L. Irvin

SWORN to before me this  
22d day of October, 1963

Paul C. Crisp (SEAL)  
Notary Public for North Carolina

My Commission Expires:  
Recorded November 1, 1963 At 3:07 P.M. # 13056