

CHANTICLEER, INC.

By S/ G. J. Hughes  
G. J. Hughes as President of Chanticleer, Inc.

and

By S/ G. J. Hughes  
G. J. Hughes as Secretary of Chanticleer, Inc.

S/ R. E. Hughes  
R. E. Hughes, as a stockholder of Chanticleer, Inc., and Paramount Builders

S/ G. J. Hughes  
G. J. Hughes as a stockholder of Chanticleer, Inc. and Paramount Builders

STATE OF SOUTH CAROLINA  
COUNTY OF GREENVILLE

VERIFICATION AND CERTIFICATE

Personally appeared before me R. E. Hughes and G. J. Hughes, who being duly sworn made oath:

We the undersigned, R. E. Hughes and G. J. Hughes having executed the foregoing articles of merger in our capacity as officers of the merging corporations and as stockholders in the merging corporations do hereby certify:

- (1) That we have read and understood the meaning and purport of the statements contained in the foregoing document.
- (2) That the statements contained in the foregoing document are true.
- (3) That we signed the foregoing document, and that G. J. Hughes had the authority to sign the foregoing document as President and Secretary of Chanticleer, Inc., and as Secretary of Paramount Builders, and that R. E. Hughes had authority to sign the foregoing document as President of Paramount Builders.

S/ R. E. Hughes  
R. E. Hughes

S/ G. J. Hughes  
G. J. Hughes

Sworn to before me this  
21st day of January, 1965.

S/ George F. Townes L/S  
George F. Townes as Notary Public for South Carolina  
Recorded May 21st., 1965 At 2:58 P.M. # 32603