

FILED GREENVILLE CO. S.C.

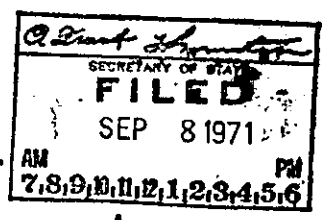
CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

POLYMER SOUTHERN, INC.

INTO

POLYMER INDUSTRIES, INC.



\*\*\*\*\*

Polymer Industries, Inc., a corporation organized and existing under the laws of Delaware,

DOES HEREBY CERTIFY:

FIRST: That this Corporation was incorporated on the 15th day of May, 1946, pursuant to the General Corporation Laws of the State of Delaware.

SECOND: That this Corporation owns all of the outstanding shares of the capital stock of Polymer Southern, Inc., a corporation incorporated on the 29th day of March, 1947 under the name of Chemical & Industrial Laboratories, Inc., pursuant to the General Corporation Laws of the State of Delaware.

THIRD: That at a meeting of the Board of Directors of this Corporation held on the 29th day of September, 1958, the following resolutions were duly adopted:

WHEREAS, Polymer Industries, Inc. now owns all the issued and outstanding shares of capital stock of Polymer Southern, Inc., a corporation organized and existing under the laws of the State of Delaware; and

WHEREAS, it is deemed expedient that said Polymer Southern, Inc. be liquidated and merged into Polymer Industries, Inc. so that Polymer Industries, Inc. acquire and be possessed of all the estate, property, assets, rights, privileges and franchises of said Polymer Southern, Inc. upon the assumption by Polymer Industries, Inc. of all the liabilities and obligations of Polymer Southern, Inc. and the surrender for cancellation to Polymer Southern, Inc. of all the issued and outstanding shares of capital stock

Date SEP 8 1971

CERTIFIED TO BE A TRUE AND CORRECT COPY AS TAKEN FROM AND COMPARED WITH THE ORIGINAL ON FILE IN THIS OFFICE.

[Signature]

SECRETARY OF STATE OF SOUTH CAROLINA

(Continued on Next Page)