

agreed upon and the mode of carrying the same into effect are and shall be as follows:

1. The acts and things required to be done by the Georgia Business Corporation Code and by the South Carolina Business Corporation Act of 1962, in order to make this Agreement effective, including the submission of this Agreement to the shareholders of the Constituent Corporations and the filing of the Articles of Merger in the manner provided for in the Georgia Business Corporation Code and said South Carolina Business Corporation Act shall be attended to and done by the proper officers of the Constituent Corporations as soon as practicable prior to December 30, 1972.
2. The merger herein contemplated shall be effective as of the close of business December 30, 1972, subject to the prior filing of the Articles of Merger and the order therein of the Judge of the Superior Court of Muscogee County, Georgia, with the Clerk of said Court as well as the filing of the Articles of Merger with the Secretary of State of South Carolina. Said date is hereinafter referred to as the "effective date".
3. The Articles of Incorporation of Georgia (as heretofore amended) shall, on the effective date be the Articles of Incorporation of the surviving corporation.
4. Until altered, amended or repealed as therein provided, the By-Laws of Georgia, as in effect on the effective date, shall be the By-Laws of the surviving corporation.
5. Upon the merger contemplated herein becoming effective, the Directors of the surviving corporation shall be as follows: