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 DONNIE S. TANKERSLEY
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MADE BY STERN, RENDELMAN, ISAACSON & KLEPPER
 P. O. BOX 2112, GREENSBORO, N. C. 27402

Charles Johnston
 SECRETARY OF STATE
 FILED
 DEC 29 1972
 AM PM
 7,8,9,10,11,12,1,2,3,4,5,6

Date DEC 29 1972 ARTICLES OF MERGER OF
 WHOLLY-OWNED SUBSIDIARIES INTO
 BOREN CLAY PRODUCTS COMPANY
 CERTIFIED TO BE A TRUE AND CORRECT COPY
 AS TAKEN FROM AND COMPARED WITH THE
 ORIGINAL ON FILE IN THIS OFFICE.

Charles Johnston
 The undersigned corporations hereby execute these
 Articles of Merger for the purpose of merging Broad River

SECRETARY OF STATE OF SOUTH CAROLINA

Brick Company, Kendrick Brick and Tile Company and Rockingham
 Block & Ready-Mix Company. (the "Subsidiary Corporations"),

FILED IN OFFICE OF
 CLERK OF COURT
 YORK COUNTY, S.C.

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 VOL 964 PAGE 439
 C. PATRICK CLARK

which are wholly-owned subsidiary corporation of Boren Clay
 Products Company, into Boren Clay Products Company ("Boren"):

1. Plan of Merger. The plan of merger of the
 Subsidiary Corporations into Boren is as set forth in the Plan
 of Merger attached hereto as Exhibit A and made a part hereof
 (the "Plan of Merger").

2. Approval of Plan of Merger. The Plan of Merger
 was duly approved by the Board of Directors of each of the
 undersigned corporations and by the sole shareholder of the
 Subsidiary Corporations. The mailing of the Plan of Merger to
 Boren as the sole shareholder of Broad River Brick Company,
 a South Carolina corporation, was duly waived. This merger
 is permitted by the laws of South Carolina, and Broad River
 Brick Company has complied with the applicable provisions of
 the laws of such State.

3. Merger of Wholly-Owned Subsidiaries. At the
 time of the approval of the Plan of Merger by the Board of
 Directors of each of the undersigned corporations, Boren, the
 surviving corporation in the merger, was the owner of all the
 outstanding shares of stock of the other corporations parti-
 cipating in the merger. The Plan of Merger does not provide

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