

PLAN OF MERGER
OF
CHISOLM CORPORATION
AND
SHOPS, INC.

- (1) Chisolm Corporation shall be merged with Shops, Inc.,
- (2) The name of SHOPS, INC., shall be the name of the surviving corporation.
- (3) All assets and liabilities of Chisolm Corporation shall belong to and be assumed by Shops, Inc.
- (4) All of the stock of Chisolm Corporation shall be surrendered, cancelled and retired.
- (5) The Articles of Incorporation (Charter) of Shops, Inc., shall remain the Articles of Incorporation of the surviving corporation.
- (6) The President or Vice President and Secretary or Assistant Secretary of each corporation is authorized and directed to take the necessary steps to effectuate said merger and take all other action required by law.

SHOPS, INC.

By [Signature]
C. T. Wyche, President

[Signature]
Harriet S. Wyche, Secretary

AGREED TO:

CHISOLM CORPORATION

By [Signature]
J. Wesley Davis, President

[Signature]
C. T. Wyche, Secretary

DIRECTORS OF EACH CORPORATION:

[Signature]

[Signature]
[Signature]

Sept. 1, 1970

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