

NAME OF DIRECTOR	ADDRESS
J. B. Fuqua	3574 Tuxedo Road, N. W. Atlanta, Georgia 30305
Ronnie Otwell	2102 Garrard Street Columbus, Georgia 31906
Joseph V. Windsor	2934 Wakefield Way Columbus, Georgia 31906
R. Reeve Owen	200 Robin Hood Trail Signal Mountain, Tennessee 37377
Carl E. Sanders	No. 7 Westchester Square 250 - 15th Street, N. E. Atlanta, Georgia 30309
Morris Sher	2814 Barbara Avenue Columbus, Georgia 31907

These persons shall hold office until the next annual meeting of the shareholders of the surviving corporation and until their respective successors are elected in accordance with the By-Laws of the surviving corporation. If, on the effective date, any vacancy shall exist on the Board of Directors of the surviving corporation, the vacancy shall be filled in the manner specified in the By-Laws of the surviving corporation.

6. Upon the effective date of the merger, each share of the common stock of Georgia issued and outstanding immediately prior to the effective date shall continue unchanged and shall continue to evidence the same number of shares of common stock of the surviving corporation. All of the stock of Star issued and outstanding shall, on the effective date, be surrendered and cancelled.
7. Upon the effective date, the separate existence of Star shall cease, and in accordance with the terms of this Agreement, the surviving corporation shall possess all the rights, privileges, immunities and franchises, as