

STATE OF SOUTH CAROLINA)
)
 COUNTY OF GREENVILLE) PLAN OF MERGER

This Plan of Merger, dated this 27th day of March, 1967, merging Hosa, Inc., a corporation organized and existing under the Laws of the State of South Carolina, into Composite Enterprises, a corporation organized and existing under the Laws of the State of South Carolina,

W I T N E S S E T H:

WHEREAS, Hosa, Inc., and Composite Enterprises are both corporations organized and existing under and pursuant to the provisions of the Laws of the State of South Carolina; and

WHEREAS, both corporations are organized for the purpose of carrying on the business of the same or of a similar nature; and

WHEREAS, Hosa, Inc., is a wholly owned subsidiary of Composite Enterprises by virtue of Composite Enterprises owning all the issued and outstanding shares of stock of Hosa, Inc.; and

WHEREAS, Section 12-20.5 of the South Carolina Code of Laws of 1962, as amended, provides for the merger of a subsidiary corporation into a parent corporation, and gives the procedure therefor; and

WHEREAS, the Board of Directors of Composite Enterprises deems it to the benefit and advantage of each of said corporations,

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