GREENVILLE CO. S. C.

LEATHERWOOD, WALKER, TODD & MANN VOL 1039 FAGE 17

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DONNIE S. TANKERSLEY

ARTICLES OF MERGER OF
BLANCHARD & CALHOUN MORTGAGE CO.,
A GEORGIA CORPORATION, INTO
C. DOUGLAS WILSON & CO.,
A SOUTH CAROLINA CORPORATION

JUL - 1 1976 7 8 9 1 10 1 11 12 1 1 2 1 3 4 5 6

1.

The Plan of Merger attached hereto as Exhibit "A" and by reference made a part hereof was duly approved by the Board of Directors of Blanchard & Calhoun Mortgage Co. (hereinafter "Blanchard & Calhoun"), a Georgia corporation, and the Board of Directors of C. Douglas Wilson & Co. (hereinafter "Wilson"), a South Carolina corporation.

2.

The surviving corporation of the merger shall be Wilson, a South Carolina corporation, and its Charter (Articles of Incorporation) is hereby amended changing the name to "NCNB MORTGAGE SOUTH, INC." The Certificate of the Secretary of State that the name "NCNB MORTGAGE SOUTH, INC." is available is attached hereto.

3.

The affirmative vote of the holders of 405 shares of the outstanding shares of common stock of Blanchard & Calhoun are required to adopt the Plan of Merger. On the date of submission of the Plan of Merger to the stockholders of Blanchard & Calhoun, 808 shares of common stock were outstanding and entitled to vote thereon. The Plan of Merger was adopted by the affirmative vote of the holders of 808 shares of common stock.

4.

The affirmative vote of the holders of 15,333 shares of the outstanding shares of common stock of Wilson are required to adopt the Plan of Herger. On the date of the submission of the Plan of Herger to the share-holders of Wilson, 23,000 shares of common stock were outstanding and entitled to vote thereon. The Plan of Herger was adopted by the affirmative vote of the holders of 23,000 shares of common stock.

CORRECT SOPY

Upon the effective date of the merger the registered office of the State Court Carolina shall be 217 East Coffee Street,

SECREMENT OF SHIPL OF COUNTY CAROLLEIA

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