

Principal Officers:

Robert L. Cashion Chairman of the Board and President	(Address Above)
William C. Covington, Jr. Executive Vice President	(Address Above)
Willard Courley, Jr. Executive Vice President	(Address Above)
Edward P. Lawson Executive Vice President	(Address Above)
Thomas C. Woolwine Executive Vice President	(Address Above)
Mary Elizabeth Wright Secretary	One NCNB Plaza, Charlotte, N. C. 28255
Grady E. Watson Treasurer and Assistant Secretary	728 N. Pleasantburg Drive, Green- ville, S. C. 29603
Lawrence H. Hazeltine Tax Officer	One NCNB Plaza, Charlotte, N. C. 28255

E. The number of shares of capital stock of the surviving corporation is 30,000 shares of common stock of \$10 par value, of which 23,000 shares are issued and outstanding.

F. The capital stock of Blanchard & Calhoun shall be completely cancelled; and that of Wilson shall be unaffected by the merger.

G. Following the adoption of this Agreement by the stockholders of Wilson and of Blanchard & Calhoun, and upon the filing of this Agreement together with Articles of Merger in the Office of the Secretary of State of South Carolina and in the Office of the Secretary of State of Georgia, the merger, transfer of assets from Blanchard & Calhoun to Wilson, assumption of obligations of Blanchard & Calhoun by Wilson, and cancellation of Blanchard & Calhoun capital stock shall all be effective on the 1st day of July, 1976.

Attest:
By: Willard Courley, Jr.
Executive Vice President
Mary Elizabeth Wright
Secretary

C. DOUGLAS WILSON & CO. (SEAL)

Attest:
By: Thomas C. Woolwine
Executive Vice President
Mary Elizabeth Wright
Secretary

BLANCHARD & CALHOUN MORTGAGE CO. (SEAL)

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