

1072-501

3 23 1976  
1146-00  
Q. 30-117  
to N. 14227

STATE OF SOUTH CAROLINA

ARTICLES OF MERGER

merging

HAMLIN BEATTIE & ASSOCIATES, INC. and HBA PROPERTIES, INC.  
into FIRST CAROLINA DEVELOPMENT CORPORATION  
which shall be the surviving corporation

1. The corporations hereby merged are:

- (a) Hamlin Beattie & Associates, Inc., a South Carolina corporation, having its registered office at 722 E. McBee Avenue, Greenville, South Carolina.
- (b) HBA Properties, Inc., a South Carolina corporation, having its registered office at 722 E. McBee Avenue, Greenville, South Carolina.
- (c) First Carolina Development Corporation, a South Carolina corporation, having its registered office at 722 E. McBee Avenue, Greenville, South Carolina.

2. The Agreement and Plan of Merger setting forth all of the terms and conditions of the merger is attached hereto and is incorporated herein by reference.

3. The total number of shares outstanding, and the total number of shares voted for and against the plan are as follows:

- (a) Hamlin Beattie & Associates, Inc. capital stock outstanding consists of 200 shares; 200 shares voted for this merger, -0- shares were voted against this merger.
- (b) HBA Properties, Inc. capital stock outstanding consists of 100 shares; 100 shares were voted for this merger, -0- shares were voted against this merger.
- (c) First Carolina Development Corporation capital stock outstanding consists of 1,000 shares; 1,000 shares were voted for this merger, -0- shares were voted against this merger.

4. No shares of any class of any corporation are entitled to vote as a class.

5. This merger is to take effect at 12:00 o'clock midnight following the close of business on September 30, 1977, after the <sup>Date</sup> Sept. 23 1976 Articles of Merger are filed with the Secretary of State of South Carolina AND COMPARED WITH THE ORIGINAL ON FILE IN THIS OFFICE.

*O. Frank Shontz*  
SECRETARY OF STATE OF SOUTH CAROLINA

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