

C. Name of Surviving Company. The name of the surviving company shall be changed to Westboro Corporation, concurrently with the filing of the Articles of Merger.

D. Merger of merging company into surviving company. Pursuant to the terms and conditions of this Plan, the merging company shall be merged into the surviving company. Upon the merger of the merging company into the surviving company, the corporate existence of the merging company shall cease and the corporate existence of the surviving company shall continue. The time at which the merger becomes effective is hereinafter referred to as the "effective date."

E. The Articles of Incorporation of Clarkton Mills, Inc., as in effect on the effective date of the merger, shall continue in full force and effect as amended in the Articles of Merger.

F. Clarkton Mills, Inc. reserves the right and power, after the effective date of the merger, to alter, amend, change or repeal any of the provisions contained in its Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred on officers, directors or stockholders herein are subject to this reservation.

G. The Bylaws of Clarkton Mills, Inc., as such Bylaws exist on the effective date of the merger, shall remain and be the Bylaws of the surviving company until altered, amended or repealed, or until new Bylaws shall be adopted in accordance with the provisions thereof, the Articles of Incorporation, or in the manner permitted by the applicable provisions of law.

H. Conversion and exchange of shares. Upon the merger becoming effective, the outstanding shares of the corporations participating in the merger shall be converted and exchanged as follows:

(1) Shares of surviving company. The shares of the surviving company outstanding on the effective date shall not be converted nor altered in any manner as a result of

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