

completely cancelled and the capital stock of SUITT CONSTRUCTION CO., INC. shall not be affected by the merger.

ARTICLE SIX. At the effective time of the merger, the Surviving Corporation shall succeed to, without other transfer, and shall possess and enjoy all the rights, privileges, immunities, power and franchises, both of a public and private nature, and be subject to all the restrictions, disabilities, and duties of each of the corporations; and all the rights, privileges, immunities, power and franchises of each of the corporations and all property, real, personal or mixed, and all debts due to either of said corporations on whatever account, shall be vested in the Surviving Corporation; and all property, rights, privileges, immunities, power and franchises, and all and every other interest shall be thereafter as effectually the property of the Surviving Corporation as they were of the respective corporations, and the title to any real estate vested by Deed or otherwise in either of said corporations shall not revert or be in any way impaired by reason of the merger; provided, however, that all rights of creditors and all liens upon any property of either of the corporations shall be preserved unimpaired, limited in lien to the property affected by such liens at the effective time of the merger, and all debts, liabilities and duties of the corporation, respectively, shall thence forth attach to the Surviving Corporation and may be enforced against it to the same extent as if its debts, liabilities and duties have been incurred or contracted by the Surviving Corporation.

ARTICLE SEVEN. The assets and liabilities of the corporations as of the effective time of the merger shall be taken up on the books of the Surviving Corporation at the amounts at which they shall be carried at the time on the books of the respective corporations. The amount of capital of the Surviving Corporation after the merger shall be equal to the aggregate par value of the capital stock of SUITT CONSTRUCTION CO., INC. issued and outstanding at the time of the merger. The surplus of the Surviving Corporation after the merger, including any surplus arising in the

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