

8. The merger shall become effective at midnight, May 31, 1982.

IN WITNESS WHEREOF, the Directors of Pine Valley Enterprises, Inc. and Carolina Capital Corporation have caused this Plan of Merger and Agreement of Merger to be executed in their corporate names, in the case of Pine Valley Enterprises, Inc. by its Vice President and Secretary and in the case of Carolina Capital Corporation by its President and Assistant Secretary, and also by majorities of the members of their respective Boards of Directors on the 27th day of May, 1982.

ATTEST: (Corporate Seal)

John S. Rainey
Assistant Secretary

PINE VALLEY ENTERPRISES, INC.

By: Henry C. [Signature]
Vice - President

John S. Rainey Director
Henry C. [Signature] Director

(A Majority of its Board of Directors)

ATTEST: (Corporate Seal)

Deborah S. Kirby
Assistant Secretary

CAROLINA CAPITAL CORPORATION

By: John S. Rainey
President

John S. Rainey Director
Henry C. [Signature] Director

(A Majority of its Board of Directors)

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