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ARTICLES OF MERGER

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NELSON & PUTMAN BUILDERS, INC. (A South Carolina Corporation)

INTO

POOTHILLS DELTA-P, INC.
(A South Carolina Corporation)

Pursuant to the provisions of the South Carolina Business
Corporation Act, the undersigned Corporations adopt the following
Articles of Mercer for the purpose of merging them into one of
such corporations:

- 1. The laws of the State of South Carolina permit the Merger of these Corporations.
- 2. The Plan of Merger, which was approved by the Board of Directors and Shareholders of each of the undersigned Corporations is as follows:
  - (a) Nelson & Putman Builders, Inc. shall be merged into Poothills Delta-P, Inc. by the transfer to Foothills Delta-P, Inc. of all the assets and liabilities of Nelson & Putman Builders, Inc. Poothills Delta-P, Inc. shall be the surviving corporation.
  - (b) The effective date of the Merger shall be May 1,
  - shares of common stock, par value \$1.00 per share, of Nelson & Putman Builders, Inc., issued and outstanding shall be converted into and become one share of common stock, par value \$1.00 per share, of Poothills Delta-P, Inc., for a total of 3,000 shares of common stock of Nelson & Putman Builders, Inc. being converted into 1000 shares of common stock of Poothills Delta-P, Inc.

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