

3) That the name of the surviving corporation of the merger is U. S. SHELTER CORPORATION.

4) That the certificate of incorporation of U. S. Shelter Corporation, a Delaware corporation, shall be the certificate of incorporation of the surviving corporation.

5) That the executed agreement of merger is on file at the principal place of business of the surviving corporation. The address of the principal place of business of the surviving corporation is U. S. Shelter Corporation, One Shelter Place, Greenville, South Carolina 29601.

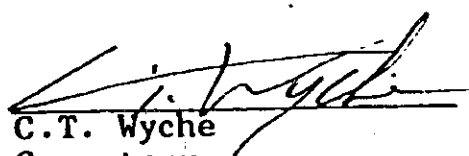
6) That a copy of the agreement of merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

7) That the authorized capital stock of each constituent corporation which is not a corporation of this state is as follows:

Name	Authorized Capital Stock	Par Value
U. S. SHELTER CORPORATION,	10,000,000 Shares of Common Stock	\$0.25
a South Carolina corporation	1,000,000 Shares of Class A Common Stock	\$5.00

8) That an agreement is not required by subsection (d) of Section 252 of the General Corporation Law of the State of Delaware.

Attest:


C.T. Wyche
Secretary

U. S. SHELTER CORPORATION,
a Delaware Corporation

By: 
N. Barton Tuck, Jr.
President

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RECORDED SEP 21 1984 at 2:13 P.M.

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