

ARTICLE THREE

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The name of the surviving corporation shall be ADDISON-RUDESAL, INC., and it shall be governed by the laws of the State of Georgia.

ARTICLE FOUR

There is attached hereto Exhibit "A" and incorporated herein by reference an Agreement and Plan of Merger [the "Plan"], which Plan was approved by the shareholders and directors of each of the undersigned corporations in a manner prescribed by the South Carolina Business Corporation Act and the Georgia Business Corporation Code.

ARTICLE FIVE

As to each of the undersigned corporations, the total number of shares outstanding and the designation and number of outstanding shares of each class entitled to vote as a class on such Plan are as follows: