

ACCEPTANCE OF MERGER

The foregoing Merger Agreement having been duly adopted by the stockholders of each of the corporate parties thereto, and the fact of the adoption thereof as aforesaid having been duly certified by the Secretary of each of said corporations, the foregoing Merger Agreement is hereby signed by the President and Secretary of each of said corporate parties, under the corporate seals thereof, in the name and on behalf of each of said corporations, this 13th day of November, A. D., 1963.

THE FAIRFIELD CO., INC. (SEAL)

By: *James W. Stuart* Its President
and: *John M. Aiceard* Its Secretary

SOUTHERN MACHINERY COMPANY (SEAL)

By: *James W. Stuart* Its President
and: *John M. Aiceard* Its Secretary

STATE OF SOUTH CAROLINA)
COUNTY OF GREENVILLE)

ACKNOWLEDGMENT

Personally appeared before me JAMES W. STUART, who on oath states that he is President of The Fairfield Co., Inc., and as such is authorized to make this Acknowledgment; that the foregoing Merger Agreement was signed by the duly elected President and Secretary of said corporation, and under the corporate seal thereof, to be the act, deed and agreement of said corporation.

SWORN to and subscribed before me this 13th day of November, A. D., 1963) *James W. Stuart*
JAMES W. STUART

Richard L. Turner (LS)
Notary Public for South Carolina

(CONTINUED ON NEXT PAGE)