PLAN

and

AGREEMENT OF CONSOLIDATION

between

BANKERS TRUST OF SOUTH CAROLINA

and

PEOPLES NATIONAL BANK, GREENVILLE, S. C.

Under the charter of

PEOPLES NATIONAL BANK,

Under the title of

"BANKERS TRUST OF SOUTH CAROLINA, N. A."

This AGREEMENT made between Peoples National Bank (hereinafter referred to as "Peoples"), a banking association organized under the laws of the United States, being located at Greenville, County of Greenville, in the State of South Carolina, with a Capital of \$2,078,800, divided into 415,760 shares of common stock, each of \$5.00 par value, Surplus of \$3,097,740, and Undivided Profits, including Capital Reserves, of \$3,565,705, as of December 31, 1971, and Bankers Trust of South Carolina (hereinafter referred to as "Bankers"), a banking association organized under the laws

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