

AGREEMENT OF CONSOLIDATION AND MERGER

CONSOLIDATING

PARBAK, INC.

INTO

NATIONAL PHARMACEUTICALS, INC.

Agreement of consolidation dated this 13th day of June, 1960, by and between Parbak, Inc., a corporation organized and existing under the laws of the State of South Carolina, and National Pharmaceuticals, Inc., a corporation organized and existing under the laws of the State of South Carolina.

WITNESSETH THAT:

WHEREAS, the charter of Parbak, Inc., was filed in the office of the Secretary of State of South Carolina on the 18th day of January, 1956, and the original was recorded in the R. M. C. Office for Greenville County on the 10th day of March, 1956, and such corporation has an authorized capital stock of \$2,000.00 divided into 2,000 shares with a par value of \$1.00 per share, of which capital stock 2,000 shares are issued and now out-standing; and

WHEREAS, the charter of National Pharmaceuticals, Inc., was filed in the office of the Secretary of State of South Carolina on the 13th day of June, 1960, and the original was recorded in the R. M. C. Office for Greenville County on the 15th day of June, 1960, and such corporation has an authorized capital stock of \$150,000.00 divided into 150,000 shares of corporate stock of a par value of \$1.00 per share, of which capital stock 75,000 shares are subscribed and now outstanding; and

WHEREAS, the principal office of Parbak, Inc., is located in the City of Greenville, County of Greenville, State of South Carolina, and the name of its president in charge thereof is J. P. Barnell, and the principal office of National Pharmaceuticals, Inc. is located in the City of Greenville, County of Greenville, State of South Carolina and the name of its president in charge thereof is Robert M. DuBose; and

WHEREAS, the laws of the State of South Carolina permit any two or more organizations organized and existing under and by virtue

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