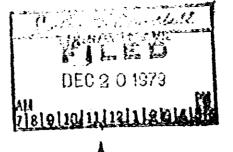


HERGER AGREEMENT BETTWEEN

GBS LUMBER, INC.

and



BUILDERS SUPPLY OF ANDERSON, INC.

THIS AGREEMENT OF MERGER made and entered into by and on behalf of GBS Lumber, Inc. (hereinafter referred to for convenience as GBS or the surviving corporation) and Builders Supply of Anderson, Inc. (hereinafter referred to as Anderson)

WITNESSETH:

WHEREAS, Anderson was chartered under the incorporation statutes of South Carolins on February 26, 1973, with an authorized capital of \$300,000.00 of 30,000 shares of the par value of \$10.00, there being issued and outstanding 8,022 shares; and

WHEREAS, GBS was chartered under the incorporation statutes of South Carolina on June 5, 1972, with an authorized capital of \$500,000.00 divided into 500,000 shares of the par value of \$1.00, there being issued and outstanding 131,800 shares.

1.

The name of the surviving corporation shall be and the same hereby is GBS Lumber, Inc.

Date
Date
Dec 2 0 1979

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