

ORIGINAL

ARTICLES OF MERGER OF FOREIGN SUBSIDIARY
CORPORATION INTO DOMESTIC PARENT CORPORATION

Pursuant to the provisions of Sections 7-1.1-68.1 and 7-1.1-70 of the General Laws of Rhode Island, 1956, as amended, the undersigned corporation adopts the following Articles of Merger for the purpose of merging a foreign subsidiary corporation, George C. Moore Company-Tennessee, into a domestic parent corporation, the undersigned George C. Moore Company, as the surviving corporation:

FIRST: George C. Moore Company-Tennessee is incorporated under the laws of Tennessee and the laws of that jurisdiction permit such a merger.

SECOND: The following Plan of Merger was approved by the directors of the undersigned corporation in the manner prescribed by Section 7-1.1-68.1, and was authorized and approved in the manner prescribed by the laws of Tennessee, the jurisdiction under which the subsidiary corporation is organized:

Plan of Merger

1. Names. George C. Moore Company-Tennessee shall be merged with and into George C. Moore Company, which shall be the surviving corporation.

2. Manner and Basis of Converting Shares of the Subsidiary Corporation. All authorized and outstanding common shares of George C. Moore Company-Tennessee, such shares being owned in their entirety by George C. Moore Company, and all rights in respect thereof, shall be

cancelled forthwith on the effective date of the merger,
and the certificates representing such shares shall be
surrendered and cancelled.

THIRD: There are authorized, issued and outstanding one
hundred thousand (100,000) shares of no par common stock of
George C. Moore Company-Tennessee, all of which shares are, and
were at the time of approval of the Plan of Merger, owned by
George C. Moore Company. There are no other classes of stock
of the subsidiary corporation.

FOURTH: George C. Moore Company, as the sole shareholder
of George C. Moore Company-Tennessee, waived the mailing to it
of a copy of the Plan of Merger.

FIFTH: The effective date of the merger shall be the
25th day of July, 1974.

Dated this 28th day of June, 1974.

George C. Moore Company

By Thomas F. Moore, Jr.
Its President

and Edmund B. Cain
Its Secretary

STATE OF RHODE ISLAND

COUNTY OF WASHINGTON

At Westerly in the said county on the 28th day of
June, 1974, before me personally appeared Thomas
F. Moore, Jr., who being by me first duly sworn,
declared that he is the President of said George C. Moore
Company, that he signed the foregoing document as such
President of the Corporation, and that the statements herein
contained are true.

James M. Lisen
Notary Public

Comm. Expires June 30, 1976

ARTICLES OF MERGER OF FOREIGN
SUBSIDIARY CORPORATION INTO DOMESTIC
PARENT CORPORATION

George C. Moore Company-Tennessee

RE 26-74 REC-OF STATE 8393 00***\$50.00

George C. Moore Company

HINCKLEY, ALLEN, SALISBURY & PARSONS
COUNSELORS AT LAW

2200 INDUSTRIAL BANK BUILDING
PROVIDENCE, RHODE ISLAND