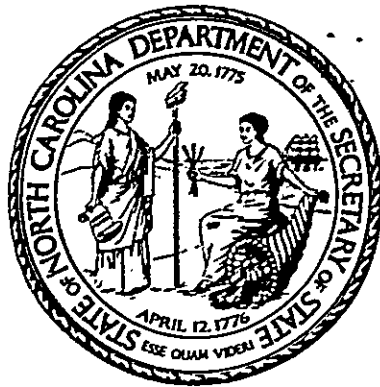




89

State of North Carolina

Department
of the
Secretary of State

To all to whom these presents shall come, Greeting:

I, Thad Eure, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached (1 sheets) to be a true copy of

SURRENDER OF CORPORATE RIGHTS AND FRANCHISES

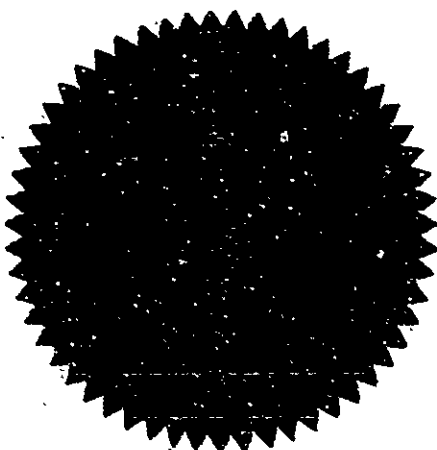
OF

N & D CORPORATION

and the probates thereon, the original of which was filed in this office on the 19th day of July 19 88, after having been found to conform to law.

In Witness Whereof, I have hereunto set my hand and affixed my official seal.

Done in Office, at Raleigh, this 19th day of July in the year of our Lord 19 88.




Secretary of State

CERTIFICATE
OF
VOLUNTARY SURRENDER OF CORPORATE RIGHTS AND FRANCHISES
OF

N & D CORPORATION
(Name of Corporation)

DOCUMENT #433890

We, the undersigned, being all of the incorporators of N & D CORPORATION
(Name of Corporation)

DATE: 07/19/88 TIME: 12:34

FILED

THAT FIVE

OFFICE OF STATE

RECORDS & ADMINISTRATION

do hereby certify that no part of the capital stock has been paid and received by the corporation and such business has not begun. We do hereby surrender all corporate rights and franchises which we obtained by the creation of said corporation to the end that said corporation may become nonexistent and cancelled as if such corporation had never been created as provided in Section 55-130.1 of the General Statutes of North Carolina.

Witness our hands and seals this the 13th day of July, 1988.

[Signature]

State of North Carolina

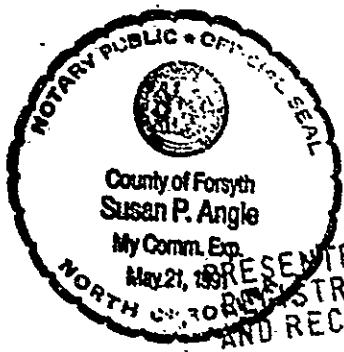
County of Forsyth

This is to certify that on this day of July, 1988, before me, a notary public, personally appeared

Lawrence W. McBer
each of whom, being by me first duly sworn, declared that he signed the foregoing document in the capacity indicated, that he was authorized so to sign, and that the statements therein contained are true.

Witness my hand and official seal, this 13th day of July, 1988.

Susan P. Angle
Notary Public



(Seal)

My commission expires JUL 25 1991

L.E. SPEAS
REGISTER OF DEEDS
FORSYTH CTY. N.C.

JB. \$7.00

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