

The Commonwealth of Massachusetts

Office of the Commissioner of Banks
Leverett Saltonstall Building, Room 2004
100 Cambridge Street
Boston, Massachusetts 02202

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STATE MS.-DESOTO CO.

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BK 78 PG 487
W.E. DAVIS JR. CLK.

ARGEO PAUL CELLUCCI
GOVERNOR

THOMAS J. CURRY
COMMISSIONER

August 7, 1998

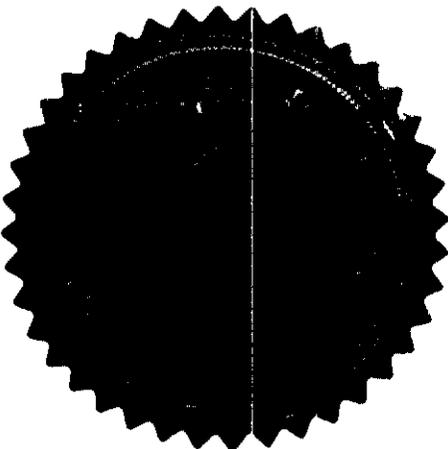
To Whom It May Concern:

This is to certify that records currently in the possession of the Division of Banks indicate that The Boston Five Cents Savings Bank, FSB, Boston, Massachusetts converted to a state-chartered savings bank, The Boston Five Cents Savings Bank on October 13, 1993, and, on the same date, Citizens Bank of Massachusetts, Plymouth, Massachusetts merged with and into The Boston Five Cents Savings Bank under the charter of the The Boston Five Cents Savings Bank and under the name of Citizens Bank of Massachusetts. Citizens Bank of Massachusetts, Boston, Massachusetts continues to operate as a state-chartered savings bank under the provisions of Massachusetts General Laws chapter 168 and other related statutes subject to examination and regulation by the Commissioner of Banks.

Sincerely,

Handwritten signature of Joseph A. Leonard, Jr.

Joseph A. Leonard, Jr.
Deputy Commissioner of Banks
and General Counsel



Record and Return to:
Three D Company
3501 Crosstimbers Rd.
Flower Mound, TX 75028



Three D Company

3501 Crosstimbers Road
Flower Mound, TX 75028

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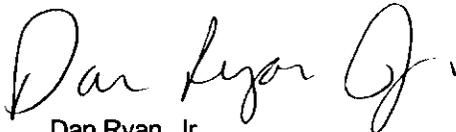
August 13, 1998

Attn: Real Estate Recording
Desoto County Clerk of the Chancery Court
2535 Highway 51 South
Courthouse
Hernando, MS 38632
Phone: 601-429-1361

Dear Recording Clerk:

Three D Company has been contracted to have the enclosed Certificate of Merger recorded. Please record the enclosed document and return at your earliest convenience. Enclosed is my check in the amount of \$6.00 for recording fees along with a postage paid return envelope. Thank you and please call collect should you have any questions.

Sincerely,



Dan Ryan, Jr.
Three D Company