

ACTION TAKEN BY CONSENT OF THE BOARD OF DIRECTORS

The undersigned, being the sole member of the Board of Directors of Buccaneer Spinners, Inc. (the "Company") pursuant to Section 48-1402 of the Tennessee General Corporation Act, does hereby consent that the following action be taken without a meeting and that the following resolutions be adopted and filed in the Minute Book of the Company.

WHEREAS, this Board of Directors hereby deems it to be advisable and in the best interest of the Company to purchase certain of the assets in the business of Buck Creek Industries, Inc., a Georgia corporation ("Seller"), and to take such other action as herein-after set forth;

NOW, THEREFORE, BE IT RESOLVED, that the Agreement attached hereto and by this reference incorporated herein is hereby approved by this Board of Directors; and

RESOLVED FURTHER, that the officers of this corporation be, and each and any of them hereby is, authorized and empowered, in the name and on behalf of the Company, to execute and deliver the Agreement, and to execute, deliver, file and record any and all agreements, certificates and other documents, and to take any and all further action, as they or any of them may deem necessary or appropriate in connection with the execution and delivery of the Agreement and consummation of the transactions contemplated therein.

IN WITNESS WHEREOF, the undersigned, being the sole director of Buccaneer Spinners, Inc. has affixed his hand this 6th day of August, 1981.

O. Harry Rogers
O. HARRY ROGERS

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SHelby COUNTY JUDGE OF PROBATE
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