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Articles of Merger
Filed 5-9-52

5 pgs.

REGIS PAPER COMPANY

Merging ELLSWORTH FOREST
PRODUCTS CORPORATION into
ST. REGIS PAPER COMPANY

Filed in Office Secretary,
of State, of the State of
Iowa, this 9th day of
May A. D. 1952

R. A. GRAY
Secretary of State

By HT

RECORDED IN BOOK 24

PAGE 44-1/2

DATE May 9, 1952

CERTIFICATE OF MERGER

of
ELLSWORTH FOREST PRODUCTS CORPORATION

into

ST. REGIS PAPER COMPANY

Pursuant to Section 85 of the Stock Corporation Law

The undersigned, ST. REGIS PAPER COMPANY, pursuant to Section 85 of the Stock Corporation Law, hereby certifies as follows:

1. St. Regis Paper Company, hereinafter sometimes referred to as "the Company", is a corporation duly organized and existing under the laws of the State of New York.

2. The Company is the holder of issued and outstanding capital stock of Ellsworth Forest Products Corporation, a foreign stock corporation duly organized and existing under the laws of the State of Maine, and which has executed an application for authority to do business in the State of New York and which is engaged in business similar or incidental to that of the Company.

3. At a meeting of the Board of Directors of the Company, duly called and held on December 1, 1950, the following preambles and resolutions were duly adopted:

WHEREAS, this Company is the registered owner and holder of all of the issued and outstanding shares of the capital stock of Ellsworth Forest Products Corporation, a corporation organized and existing under the laws of the State of Maine, which has executed an application for authority to do business in the State of New York and which is engaged in business similar or incidental to the business of this Company is authorized to engage in; and

WHEREAS, this Company desires to merge said Ellsworth Forest Products Corporation with and into this Company pursuant to the provisions of Section 85 of the Stock Corporation Law of New York.

NOW, THEREFORE, BE IT

RESOLVED, that this Company merge said Ellsworth Forest Products Corporation with and into this Company and assume all of its obligations; and

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WILLARD J.
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DEC 1938

ST. LOUIS, MISSOURI

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State of New York
DEPARTMENT OF STATE

I Certify That I have compared the preceding

copy with the original Certificate of Merger of
KILSWORTH FOREST PRODUCTS CORPORATION
(a Maine corporation)
with
ST. MIS PAPER COMPANY.
(a New York corporation)

Filed in this department on the 27th day of December, 1950, and that such
copy is a correct transcript therefrom and of the whole of such original.

Witness my hand and the official seal of the Department of State at the
City of Albany, this second day
of January, one thousand nine hundred
and fifty-one.

B. Gordon
Deputy Secretary of State