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Articles of Merger
Filed 12-17-59

8 pgs.

ST. REGIS PAPER COMPANY

MERGER

FILED: DECEMBER 17, 1959

BOOK: 41

PAGE: 366

December 17th 1959

Prentice-Hall, Inc
90 Broad Street
New York 4, NEW YORK

Attention Mr. John F. Byrne, Jr

Dear Sir:

I am today in receipt of certified copy of Certificate of Ownership, Merging NORTHWEST DOOR COMPANY, a Washington corporation, into ST. REGIS PAPER COMPANY, a New York corporation, with check for \$10.00 to cover filing fee.

The Merger has been duly filed as of this date, and Certificate to that effect is enclosed, together with receipt showing payment of the filing fee.

Yours very truly,

Secretary of State

/LA
ENCLS.

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TO: George G. Crawford, Esq.

FROM: John F. Byrne, Jr. NEW YORK OFFICE

DATE: December 11, 1959

SUBJECT: ST. REGIS PAPER COMPANY (A New York Corporation,
Qualified in your State)

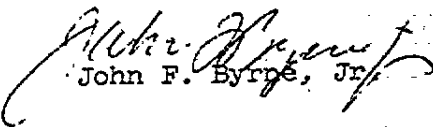
1. Certificate of Ownership, involving
NORTHWEST DOOR COMPANY, (A Washington
Corporation)
2. Certificate of Ownership, involving
CHEMICAL PACKAGING CORPORATION (A
Georgia Corporation)

Dear Sir:

We enclose herewith appropriately authenticated copies of the respective Certificates of Ownership referred to above, for filing and/or recording with the proper authorities of your jurisdiction, together with our check to cover the estimated official fees in the amount set forth below.

In the event that your authorities issue a single receipt or evidence of filing herein, please arrange to have such document recite the filing of the two separate Certificates of Ownership.

Sincerely,


John F. Byrne, Jr.

mm

\$ 20.00

CERTIFICATE OF OWNERSHIP

MERGING

NORTHWEST DOOR COMPANY

a Washington Corporation

Qualified to do business in New York

ST. REGIS PAPER COMPANY

a New York Corporation

**Pursuant to Section Eighty-five of the Stock Corporation Law
of New York.**

St. Regis Paper Company, pursuant to the provisions of
Section Eighty-five of the Stock Corporation Law of the
State of New York, hereby certifies under its seal as follows:

FIRST: That this corporation is a stock corporation
organized and existing under the laws of the State of New York. 134463

SECOND: That Northwest Door Company is also a stock
corporation organized and existing under the laws of the State
of Washington, organized for and engaged in business similar
to that of this corporation, and authorized to do business in
the State of New York.

THIRD: That this corporation owns all of the capital
stock of said Northwest Door Company, and that the Board of
Directors of this corporation, by a resolution duly adopted
at a meeting held on the 21st day of October, 1959, determined
to and did merge into itself said Northwest Door Company, which

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resolution was in the following words, to wit:

WHEREAS, Northwest Door Company was organized for and is engaged in business similar to that of this Company; and

WHEREAS, this Company has acquired and now lawfully owns all the stock of Northwest Door Company and desires to merge the said Northwest Door Company and to be possessed of all its estate, property, rights, privileges and franchises;

NOW, THEREFORE, be it

RESOLVED, that St. Regis Paper Company merge, and it hereby does merge into itself said Northwest Door Company, and assumes all of its obligations; and

FURTHER RESOLVED, that the President or a Vice President, and the Secretary or an Assistant Secretary of this Company be and they hereby are directed to make and execute, under the corporate seal of this Company a Certificate of Ownership setting forth a copy of the resolutions and the date of adoption thereof, and to file the same in the Department of State of the State of New York; and

FURTHER RESOLVED, that the officers of this Company be and they hereby are authorized and directed to do all acts and things whatsoever, whether within or without the State of New York, which may be in anywise necessary or proper to effect said merger.

IN WITNESS WHEREOF, St. Regis Paper Company has caused this certificate to be signed in its behalf by its President and its Assistant Secretary and its corporate seal to be hereunto affixed this 27th day of October, 1957.

ST. REGIS PAPER COMPANY

By



President

By



Assistant Secretary

STATE OF NEW YORK

County of New York

IN SENATE,
January 10, 1911.
REPORT OF THE
COMMISSIONERS OF THE LAND OFFICE
IN ANSWER TO A RESOLUTION
PASSED BY THE SENATE
MAY 1, 1909.
ALBANY: J.B. LIPPINCOTT & CO.,
PRINTERS, 1911.

James C. Smith

State of New York } ss.
DEPARTMENT OF STATE

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I CERTIFY That I have compared the preceding

copy with the original Certificate of Merger of

Northwest Door Company,
(a Washington corporation)
with
St. Regis Paper Company,
(a New York corporation),

filed in this department on the 30th day of October, 1959.

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 twenty-seventh day
of November, one thousand nine hundred
fifty-nine.

Caroline K. Simon
Secretary of State

By Abraham N. Davis
Deputy Secretary of State