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Articles of Merger
Filed 1-3-49

6 pgs

THE FLORIDA PULP AND PAPER COMPANY

THE FLORIDA PULP AND
PAPER COMPANY, a Florida
corporation.

Filed in Office Secretary
of State, of the State of
Florida, this 31 day of

Jan. A. D. 1929

R. A. GRAY
Secretary of State

By DL

RECORDED IN BOOK 20

PAGE 189

Jan 3, 1929

January 3rd 1949

Honorable J. McHenry Jones
Florida National Bank Building
Pensacola, Florida

Dear Mr. Jones:

I enclose herewith a Certificate showing Certificate of Merger of FLORIDA PULP AND PAPER COMPANY, a Florida corporation into ST. REGIS PAPER COMPANY, a New York Corporation has been duly filed in this office in accordance with Law.

I have also prepared and enclose herewith eight (8) certified copies of the above instrument together with an invoice for \$21.00 covering the cost.

Assuring you it is always a pleasure to serve you and with best wishes for the New Year, I am

Cordially yours,

Secretary of State.

T/T
Enc/

See Not Bk 19
Imperial
CERTIFICATE OF MERGER

1948 JAN -3 PM 2:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

of
FLORIDA PULP AND PAPER COMPANY
into
ST. REGIS PAPER COMPANY

Pursuant to Section 85 of the Stock Corporation Law

3 TAX
500
16.00
21.00
and bill

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 stock corporation duly organized and existing under the laws of the State of New York.
2. The Company owns all of the issued and outstanding capital stock of Florida Pulp and Paper Company, which is a foreign stock corporation duly organized and existing under the laws of the State of Florida 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 the 15th day of December, 1948, 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 Florida Pulp and Paper Company, a corporation organized and existing under the laws of the State of Florida, which has executed an application for authority to do business in the State of New York and which is authorized to engage in business similar or incidental to the business which this Company is authorized to engage in; and

WHEREAS, this Company desires to merge said Florida Pulp and Paper Company 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 Florida Pulp and Paper Company with and into this Company; and assume all of its obligations; and

FURTHER RESOLVED, that the proper officers of this Company be and they hereby are authorized, empowered and directed to do all acts and things and take such proceedings as on the advice of counsel may be necessary, desirable or proper to carry out the foregoing resolution, including, without limiting the generality of the foregoing, the execution and filing of a certificate pursuant to Section 85 of the Stock Corporation Law of New York and to cause the same to be filed in the Department of State of the State of New York and to pay all filing fees, charges, costs and other expenses incidental thereto.



STATE OF NEW YORK }
COUNTY OF NEW YORK } ss.:

On this 15 day of December, 1948, before me personally came ROY K. FERGUSON and WILLARD J. DIXON, to me known, who, being by me duly sworn, did depose and say and each for himself deposes and says that he, the said ROY K. FERGUSON, resides in Oyster Bay, N. Y., and is the President of St. Regis Paper Company, the corporation described in and which executed the foregoing instrument; that he, the said WILLARD J. DIXON, resides in Montclair, N. J., and is the Secretary of said corporation; that he, the said ROY K. FERGUSON, and he, the said WILLARD J. DIXON, both know the seal of said corporation; that the seal affixed to said instrument is such corporate seal; that it was so affixed by order of the Board of Directors of said corporation, and that they signed their names thereto by like order.

(NOTARIAL SEAL)

ERNEST F. STABERG
Notary Public

ERNEST F. STABERG
Notary Public in the State of New York
Residing in Queens County
Queens Co. Clk's No. 2562, Reg. No. 63-S-9
Cert. Filed in N. Y. Co. Clk. No. 845, Reg. No. 160-S-9
Commission Expires March 30, 1949

State of New York }
DEPARTMENT OF STATE } ss.:

15040

I CERTIFY That I have compared the preceding

copy with the original Certificate of Merger of
Florida Pulp and Paper Company
(a Florida corporation)

with

St. Regis Paper Company,
(a New York corporation)

filed in this department on the 30th day of December, 1948, 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 thirtieth day
of December, one thousand nine hundred
and forty-eight

Robert M. Moore
Deputy Secretary of State

On this 15 day of December, 1948, before me personally came Roy K. FERGUSON and WILLARD J. DIXON, to me known, who, being by me duly sworn, did depose and say and each for himself deposes and says that he, the said Roy K. FERGUSON, resides in Oyster Bay, N. Y., and is the President of St. Regis Paper Company, a corporation described in and with:

STATE OF NEW YORK
COUNTY OF NEW YORK
ss: }

IN WITNESS WHEREOF, St. Regis Paper Company has caused this Certificate to be executed in its name and to be signed by Roy K. FERGUSON, its President, and WILLARD J. DIXON, its Secretary, and its corporate seal to be hereunto affixed this 15th day of December, 1948.

ST. REGIS PAPER COMPANY

(SEAL)

By Roy K. FERGUSON
President

and

By WILLARD J. DIXON
Secretary