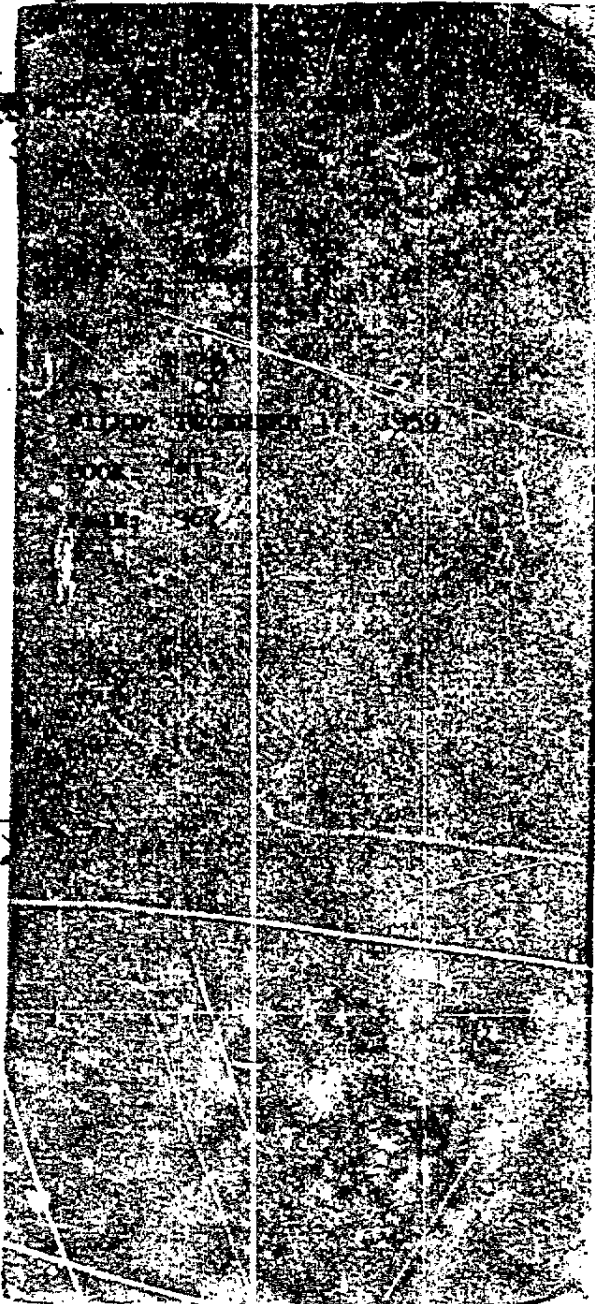


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Articles of Merger
Filed 12-17-59
(original documents not legible)
7 pgs.



December 17th 1959

Prentice-Hall, Inc
20 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 CHEMICAL PACKAGING CORPORATION, a Georgia corporation into ST. REGIS PAPER COMPANY, a New York corporation, with check for \$10.00 to cover the 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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B-4
P-367

U.S. SUPPLY
TOTAL 10:00
N. 347 10:00

**CERTIFICATE OF OWNERSHIP
MERGING
CHEMICAL PACKAGING CORPORATION
INTO
ST. REGIS PAPER COMPANY**

Pursuant to Section Eighty-Five of the Stock Corporation Law.

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.

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

THIRD: That this Company owns all of the outstanding shares of the stock of said Chemical Packaging Corporation, and that the Board of Directors of this Company, by a resolution duly adopted at a meeting held on the 15th day of September, 1949, determined to and did merge into itself said Chemical Packaging Corporation, which resolution was in the following words, to wit:

WHEREAS, Chemical Packaging Corporation 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 Chemical Packaging Corporation and desires to merge the said Chemical Packaging Corporation and to be possessed of all its estates, property, rights, franchises and franchises;

NOW, THEREFORE, BE IT

RESOLVED, that St. Regis Paper Company merge and be merged into itself Chemical Packaging Corporation and assume all of its obligations and

Further Resolved, that the Chairman of the Board, the President or any Vice President, any Secretary or Treasurer of this Company be and they are hereby authorized to execute in the name of this Company any and all certificates of stock which may be required.

Witness my hand and seal of the office of this Company at New York City, this 1st day of January, 1901.

William R. Belmont
President

John W. Randolph
Secretary

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

On this 21 day of October, in the year
1934, personally came **WILLIAM E. ADAMS**
HOMER CRAWFORD, of the County of New York,
sworn, each for himself and depose and say that he,
WILLIAM E. ADAMS, resides in *New Canaan, Conn.*
and is the President of St. Regis Paper Company,
a corporation organized in and whose principal
office is in the County of New York, State of
New York, New York.

W. E. Adams
Jury Panel

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

16571

copy with the original Certificate of Merger of
Chemical Packaging Corporation,
(a Georgia corporation)
with
St. Regis Paper Company,
(a New York corporation),

filed in this department on the 30th day of October, 1959, 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 twenty-seventh day
of November, one thousand nine hundred
fifty-nine.

Caroline K. Linton
Secretary of State

By Abraham N. Dennis
Deputy Secretary