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Articles of Merger
Filed 3-27-59

9pgs.

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ST. REGIS PAPER COMPANY

MERGER

FILED: MARCH 27, 1959

BOOK: 39

PAGE: 185

March 27th 1959

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

Attention Mr. John F. Byrne, Jr

Dear Mr. Byrne:

I am in receipt of your letter of the 25th instant, enclosing certified copy of certificate of Merger of THE CAMBRIDGE CORRUGATED BOX COMPANY, AN Ohio corporation, into ST. REGIS PAPER COMPANY, a New York corporation, with check for \$10.00 to cover the filing fee.

The above 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
ENCL.

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90 Broad Street - New York 4, N.Y.

March 25, 1959

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: ST. REGIS PAPER COMPANY (A New York Corporation,
Duly Qualified in your State) -
Eight (8) Separate Mergers

Dear Mr. Crawford:

During the period June 30, 1958 through February 2, 1959, the following eight (8) corporations have merged into ST. REGIS PAPER COMPANY, each effective upon the dates indicated:

COMPANYEFFECTIVE DATE OF MERGER

✓ ST. PAUL AND TACOMA LUMBER COMPANY	June 30, 1958
✓ THE CAMBRIDGE CORRUGATED BOX COMPANY	September 30, 1958
✓ THE GUMMED PRODUCTS COMPANY	September 30, 1958
✓ HARRISVILLE PAPER CORPORATION	September 30, 1958
✓ CHESTER PACKAGING PRODUCTS CORP.	December 5, 1958
✓ CAMBRIDGE-PANELYTE MOLDED PLASTICS COMPANY	December 5, 1958
✓ RHINELANDER PAPER COMPANY	December 30, 1958
✓ F. J. KRESS BOX COMPANY	February 2, 1959

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

Please provide us with separate official certificates, receipts, letters, or other evidences of filing and/or recording upon conclusion of such formalities.

Sincerely yours,

John F. Byrne, Jr.
John F. Byrne, Jr.

JFB:es

Amount of Check Enclosed:
\$ 80.00

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CERTIFICATE OF MERGER

of

THE CAMBRIDGE CORRUGATED BOX COMPANY

with and into

ST. REGIS PAPER COMPANY

Pursuant to Section 87 of the Stock Corporation Law, as amended,

The undersigned, St. Regis Paper Company (hereinafter called "the Company"), pursuant to Section 85 of the Stock Corporation Law of New York, hereby certifies as follows:

1. The Company is a stock corporation duly organized and existing under the Laws of the State of New York.

2. The Company owns at the date of this Certificate 121715 all of the issued and outstanding Common Stock, constituting the only class of capital stock outstanding, of ^{The} Cambridge Corrugated Box Company, a foreign stock corporation duly organized and existing under the laws of the State of Ohio, authorized to do business in the State of New York and authorized to engage 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 17th day of September, 1958, the following preambles and resolutions were duly adopted:

121715-1

WHEREAS this Company is the owner and holder of all of the issued and outstanding common shares of the Cambridge Corrugated Box Company, an Ohio corporation, the only outstanding class of stock of such corporation, a corporation authorized to engage in business similar or incidental to the business in which this Company is authorized to engage and

WHEREAS this Company desires to merge said Cambridge Corrugated Box Company with and into this Company pursuant to the provisions of Section 95 of the Stock Corporation Law of New York;

NOW, THEREFORE, be it

RESOLVED, that this Company merge said Cambridge Corrugated Box Company with and into the Company and assume all of the respective obligations of said Cambridge Corrugated Box Company; and

FURTHER RESOLVED, that the terms and conditions of the merger are as follows:

(a) This Company shall survive the merger, and no new corporation shall be formed by virtue thereof;

(b) Upon the filing of a proper Certificate of Merger, as hereinafter provided, all of the issued and outstanding shares of said Cambridge Corrugated Box Company shall be retired, extinguished and cancelled and no additional shares of any class of stock of this Company shall be issued in exchange or substitution for the previously issued and outstanding shares of the said Cambridge Corrugated Box Company, so that no shares of such corporation shall be converted into shares of this Company;

(c) Upon the filing of a proper Certificate of Merger as hereinafter provided, this Company shall be and become the owner of and possess of all of the assets, business and properties, as well as the rights, privileges, immunities, powers, franchises and authority of said Cambridge Corrugated Box Company, subject to all of the debts, liabilities, obligations and duties of said Cambridge Corrugated Box Company then validly due and owing or thereafter to become lawfully due and owing to said Cambridge Corrugated Box Company, and to be paid, performed or discharged by this Company, and all of such assets, business, properties, rights,

privileges, immunities, powers, franchises and authority of said Cambridge Corrugated Box Company theretofore owned or held by it shall be transferred, conveyed, assigned, distributed to and received by this Company without the necessity of any further acts, deeds, bills of sale or other instruments of transfer, conveyance or assignment whatsoever.

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 to take such proceedings as on the advice of counsel to this Company the said officers may deem necessary, desirable or proper to carry out the foregoing resolution, including, without limiting the generality of the foregoing, the execution of a proper certificate pursuant to Section 85 of the Stock Corporation Law of New York, and the filing of such certificate in the Department of State of the State of New York, and the payment of all filing fees, charges, costs and other expenses incidental thereto.

IN WITNESS WHEREOF, St. Regis Paper Company has caused this Certificate to be executed in its name and to be signed by its President and its Assistant Secretary and its corporate seal to be hereunto affixed this 15 day of September, 1958.

ST. REGIS PAPER COMPANY

By

[Signature]
12.57.15-3



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

On this 25th day of September, 1953, before me personally came WILLIAM R. ADAMS and OSCAR R. JOHNSON, to me known, who being by me duly sworn, did depose and say and each for himself deposes and says that he, the said WILLIAM R. ADAMS, is the President of ST. REGIS PAPER COMPANY, the corporation described in and which executed the foregoing instrument; that he, the said OSCAR R. JOHNSON, is the Asst. Secretary of said corporation; that he, the said WILLIAM R. ADAMS, and he, the said OSCAR R. JOHNSON, 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.

James J. Sullivan
Notary Public
State of New York
No. 30-255390
Qualified in Westchester County
Commission Expires March 21, 1958



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STATE OF NEW YORK
COUNTY OF NEW YORK

ss.:

On this 25th day of September, 1958, before me personally came WILLIAM R. ADAMS and OSCAR R. JOHNSON, to me known, who being by me duly sworn, did depose and say and each for himself deposes and says that he, the said WILLIAM R. ADAMS, is the President of ST. REGIS PAPER COMPANY, the corporation described in and which executed

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

APPROVAL AND FILING

I CERTIFY That I have compared the preceding

copy with the original Certificate of Merger of

The Cambridge Corrugated Box Company
(an Ohio corporation)
with
St. Regis Paper Company,
(a New York corporation)

filed in this department on the 30th day of September, 1958
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 sixteenth day
of March, one thousand nine hundred
fifty-nine.

Caroline K. Simon
Secretary of State

By.....
Executive Deputy Secretary of State

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MAR 27 9 47 AM '59
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TALLAH. SEC. FLORIDA