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Articles of Merger
Filed 7-27-59
(original documents not legible)
8 pgs.

ST. LOUIS BROS. COMPANY

MERGER

FILED JULY 27, 1959

BOOK 10

PAGE 175

July 27th 1959

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

Attention Mr. John F. Byrne, Jr

Dear Sir:

I have your letter of the twenty-fourth instant, enclosing certified copy of Certificate of Merger of POLLOCK PAPER CORPORATION, a Texas 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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90 BROAD STREET NEW YORK 4, N.Y.

BOWLING GREEN 2 5564

July 24, 1959

Hon. R. A. Gray
Secretary of State
State of Florida
State House
Tallahassee, Florida

Jul 27 1959
RECEIVED
TALLAHASSEE

RE: ST. REGIS PAPER COMPANY (a New York corporation duly qualified in Florida as a foreign corporation) -
Merger involving POLLOCK PAPER CORPORATION (formerly a Texas corporation)

Dear Sir:

Please file the enclosed certified copy of the above Certificate of Merger on behalf of ST. REGIS PAPER COMPANY, and thereafter provide us with your acknowledgment of filing. We enclose our check to your order in the amount of \$10.00 to cover the official fee occasioned hereby.

We thank you for your very kind assistance herein.

Sincerely,

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

JFB:mr

7/26/59

CASH	10.00
TOTAL	10.00
	10.00

CERTIFICATE OF MERGER

OF

POLLOCK PAPER CORPORATION

WITH AND INTO

ST. REGIS PAPER COMPANY

(Pursuant to Section 85 of the Stock Corporation Law)

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

1. St. Regis is a stock corporation duly organized and existing under the laws of the State of New York.

2. St. Regis owns as at the date of this certificate all of the outstanding stock of Pollock Paper Corporation, a foreign stock corporation duly organized and existing under the laws of the State of Texas and authorized to do business in the State of New York and authorized to engage in business similar or incidental to the business in which St. Regis is authorized to engage. 153058

3. At a meeting of the board of directors of St. Regis, duly called and held on the 28th day of January, 1959, the following preambles and resolutions were duly adopted:

"WHEREAS, this Company is the owner and holder of all of the outstanding stock of Pollock Paper Corporation, a corporation

organized and existing under the laws of the State of Texas and 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 Pollock Paper Corporation with and into this Company, pursuant to the provisions of Section 85 of the Stock Corporation Law

of the State of Texas;

RESOLVED, that this Company, Pollock Paper Corporation, with and into this Company, and assume all of the obligations of said Pollock Paper Corporation;

AND WHEREAS, that the following Plan of Merger is hereby approved:

a. Pollock Paper Corporation, a Texas corporation, shall be merged with and into St. Regis Paper Company, a New York corporation;

b. The surviving corporation shall be St. Regis Paper Company, a New York corporation, having its principal office at 150 East 12th Street, New York 17, N.Y.

c. Upon the issuance by the Secretary of State of Texas of the Certificate of Merger pursuant to Article 5.07 of the Business Corporation Act of Texas and upon the filing of a Certificate of Merger as required by Section 85 of the Stock Corporation Law of New York, all of the issued and outstanding shares of Pollock Paper Corporation shall be retired, extinguished and cancelled and no additional shares of St. Regis Paper Company shall be issued in exchange or in substitution for the previously issued and outstanding shares of said Pollock Paper Corporation, so that no shares of Pollock Paper Corporation shall be converted into shares of St. Regis Paper Company.

153052

d. Upon the issuance of the Certificate of Merger as aforesaid, St. Regis Paper Company shall be and become the owner of and possessed of all of the assets, privileges, immunities, powers, franchises and authority of Pollock Paper Corporation, subject to all of the debts, liabilities, obligations and duties of said Pollock Paper Corporation then validly due and owing by said Pollock Paper Corporation, and to be paid, performed or discharged by St. Regis Paper Company, and all of such assets, business, properties, rights, privileges, immunities, powers, franchises and authority of said Pollock Paper Corporation theretofore owned or held by it shall be transferred, conveyed, assigned, distributed to and received by St. Regis Paper Company without the necessity of any further acts, deeds, bills of sale or other instruments of transfer, conveyance or assignment whatsoever.

It is declared in the articles of incorporation of St. Regis Paper Company, the copy of which is attached hereto, that:

"The purpose of this corporation shall be to acquire, own, operate, manage, lease, sell, dispose of, and otherwise deal in and with paper, paper products and other articles, and to do all such things as may be necessary, convenient or proper in the pursuit of the foregoing purposes, and to do all such things as may be necessary, convenient or proper in the pursuit of the foregoing purposes, and to do all such things as may be necessary, convenient or proper in the pursuit of the foregoing purposes."

IN WITNESS WHEREOF, St. Regis Paper Company has caused this Certificate to be executed in its name and to be signed by William M. Adams, its President, and John H. Adams, its Secretary, and its corporate seal to be hereunto affixed.
Dated, March 27, 1926

ST. REGIS PAPER COMPANY

William M. Adams
President

John H. Adams
Secretary

153058

State of New York
DEPARTMENT OF STATE

3070

copy with the original Certificate of Merger of
Pollock Paper Corporation
(a Texas corporation)
with
St. Regis Paper Company,
(a New York corporation)
filed in this department on the 27th day of March, 1959
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 eighth day
of July, one thousand nine hundred
fifty-nine.

Caroline K. Simon
Secretary of State

By Arthur H. Davis
Deputy Secretary