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Articles of Amendment
(original documents not legible)
Filed 4-7-53

6 pgs.

Amendment to Charter

Signature of
day 1753
B. 1753
A. G. AY
Secretary of State

RECORDED IN BOOK 25
PAGE 139
DATE April 7, 1952

CERTIFICATE

REDUCTION OF CAPITAL

ST. REGIS PAPER COMPANY

Passed in Accordance with the New York Corporation Law

WE, ROY E. FARRAR and WILLIAM J. FARRAR, respectively the President and Secretary of ST. REGIS PAPER COMPANY (hereinafter designated the "Corporation"), hereby certify:

1. The name of the Corporation is ST. REGIS PAPER COMPANY.

2. The Certificate of Incorporation of the Corporation was filed in the office of the Secretary of State of the State of New York on February 4, 1909, and in the office of the Clerk of Jefferson County, State of New York, on February 4, 1909.

3. The Corporation has heretofore received \$1,000,000 and has heretofore retired 8000 shares of First Preferred Stock, Series A, having a paid value of \$100 per share, leaving an aggregate par value of \$800,000 and paid capital of \$100 per share in the amount of \$800,000, the aggregate par value of such shares. The Certificate of Incorporation of the Corporation is hereby amended to call for each 8,000 shares of First Preferred Stock from the treasury to the stock of the Corporation and to reduce the capital of the Corporation by the aggregate par value of such shares of First Preferred Stock.

4. The provision calling for the Corporation to call for such shares of First Preferred Stock from the treasury to the stock of the Corporation is hereby amended to read as follows:

"The amount of the capital of the Corporation which is to be called for by the Corporation is hereby reduced to \$1,000,000."

5. The provision calling for the Corporation to call for such shares of First Preferred Stock from the treasury to the stock of the Corporation is hereby amended to read as follows:

"The amount of the capital of the Corporation which is to be called for by the Corporation is hereby reduced to \$1,000,000."

6. The provision calling for the Corporation to call for such shares of First Preferred Stock from the treasury to the stock of the Corporation is hereby amended to read as follows:

"The amount of the capital of the Corporation which is to be called for by the Corporation is hereby reduced to \$1,000,000."

7. The provision calling for the Corporation to call for such shares of First Preferred Stock from the treasury to the stock of the Corporation is hereby amended to read as follows:

"The amount of the capital of the Corporation which is to be called for by the Corporation is hereby reduced to \$1,000,000."

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STATE OF NEW YORK
COUNTY OF NEW YORK

On this 27th day of July, 1932, before me personally came Roy E. Farnsworth and William J. Dixon, to me known and known to me to be the persons described in and who executed the foregoing certificate, and they thereupon severally duly acknowledged to me that they executed the same.

(SEAL)
(SEAL)
Notary Public, State of New York
No. 10345550
Qualified in New York County
Commission Expires on the 1st day of January, 1933
New York County, Clerk of the Court
Room 1001, Building 10, 1933

[Signature]

STATE OF NEW YORK
COUNTY OF NEW YORK

Roy E. Farnsworth and William J. Dixon, being duly and severally sworn, each for himself deposes and says: That he, the said Roy E. Farnsworth, is the President and that he, the said William J. Dixon, is Secretary of St. Regis Paper Company; that they have been authorized to execute and file the foregoing certificate by resolution of the Board of Directors of St. Regis Paper Company, adopted at a Directors' Meeting duly called and held on the 16th day of July, 1932.

[Signature]
Roy E. Farnsworth
[Signature]
William J. Dixon

Subscribed and sworn to before me
this 27th day of July, 1932.

[Signature]

(SEAL)
(SEAL)
Notary Public, State of New York
No. 10345550
Qualified in New York County
Commission Expires on the 1st day of January, 1933
New York County, Clerk of the Court
Room 1001, Building 10, 1933

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JUL 27 1932

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

ROY K. FERGUSON and WILLIAM H. VERSFELT, being duly and severally sworn, each for himself deposes and says: That he, the said ROY K. FERGUSON, is the President and that he, the said WILLIAM H. VERSFELT, is the Treasurer of ST. REGIS PAPER COMPANY, that the actual value of the assets of said PAPER COMPANY is not less than the total amount of the debts and liabilities of said Corporation plus the reduced amount of its capital as reduced by the foregoing certificate.

Roy K. Ferguson
Roy K. Ferguson

William H. Versfelt
William H. Versfelt

Subscribed and sworn to before me
this 21 day of July, 1952.

[Signature]
Notary Public

Notary Public for the State of New York

(STAMP)

(SEAL)

State of New York
DEPARTMENT OF STATE

ss.:

5026

I CERTIFY That I have compared the preceding
copy with the original Certificate of Amendment of Certificate of Incorporation of

"St. Regis Paper Company",

filed in this department on the 24th day of July, 1952 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 twentieth day
of May, one thousand nine hundred
and fifty-three.

[Signature]
Deputy Secretary of State