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Articles of Merger

Filed 5-9-52

(Elsworth Forest Products Corporation, non-qualified
Maine corp. into above)

5 pgs.

F-7330-4

ST. REGIS PAPER COMPANY

Merging ELLSWORTH FOREST
PRODUCTS CORPORATION into
ST. REGIS PAPER COMPANY

Filed in Office Secretary
of State of the State of
Maine, this 9th day of

R. A. GRAY
Secretary of State

By H.T.

RECORDED IN BOOK 94

PAGE 44-1/2

DATE May 9, 1952

CERTIFICATE OF MERGER

ELLSWORTH FOREST PRODUCTS CORPORATION

ST. REGIS PAPER COMPANY

Pursuant to Section 85 of the Stock Corporation Law

The undersigned ST. REGIS PAPER COMPANY, pursuant to Section 85 of the Stock Corporation Law, hereby certifies as follows:

That Ellsworth Forest Products Corporation, hereinafter referred to as "the Company", is a corporation organized and existing under the laws of the State of New York.

That the Company is a corporation organized and existing under the laws of the State of New York, and that it has applied for and obtained a certificate of incorporation from the State of New York, and is engaged in business.

That the Board of Directors of the Company, duly called and held on the 1st day of January, 1924, adopted the following resolutions which were duly

passed and are hereby certified to the registered owner and holder of all the outstanding shares of the capital stock of Ellsworth Forest Products Corporation, a corporation organized and existing under the laws of the State of New York, which has executed an application for a certificate of incorporation from the State of New York and which is engaged in business, and is authorized to engage in said business.

WHEREAS, the Company desires to merge with Ellsworth Forest Products Corporation, and into this Company pursuant to the provisions of Section 85 of the Stock Corporation Law of New York.

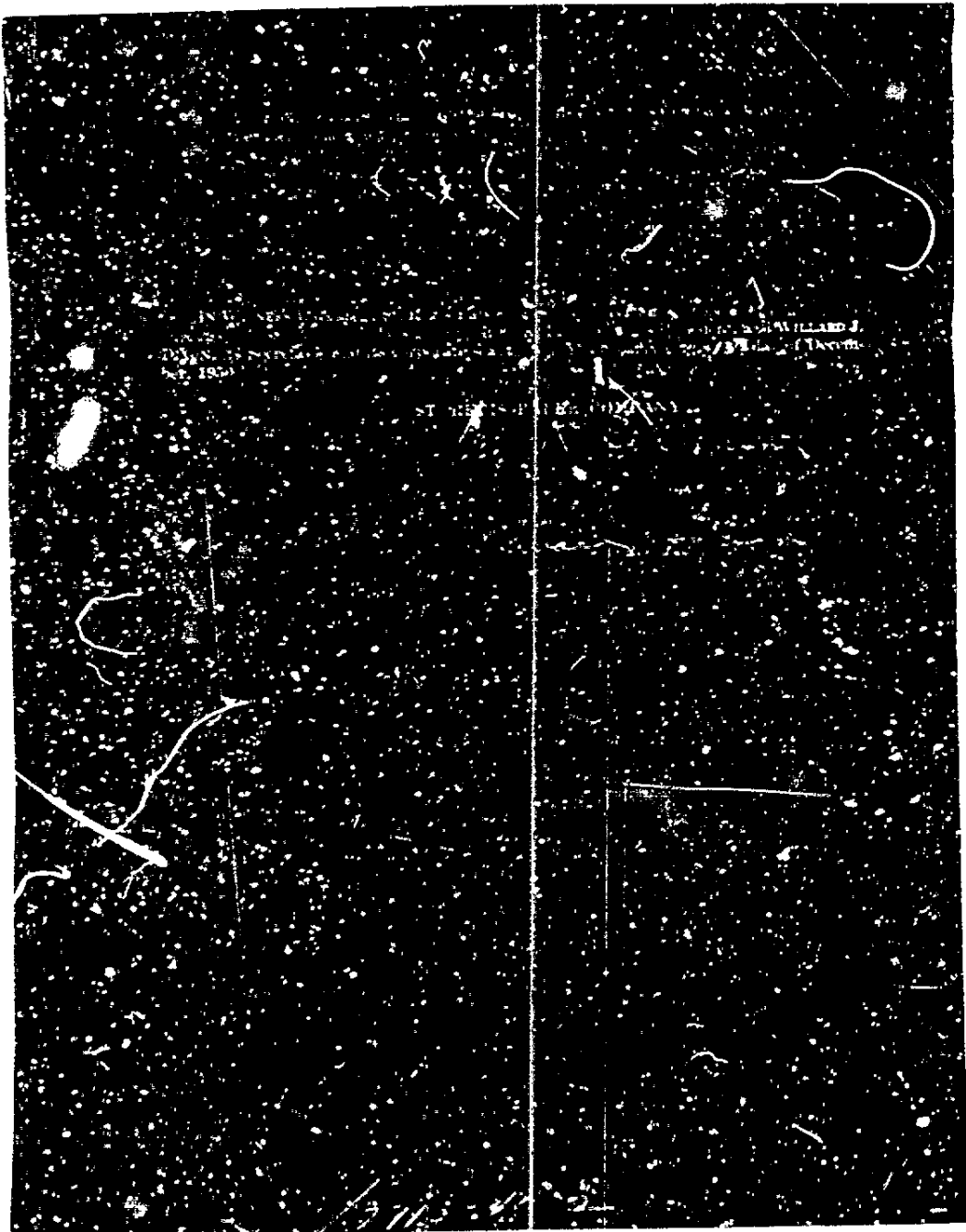
NOW, THEREFORE BE IT

RESOLVED, that the Company merge with Ellsworth Forest Products Corporation, and into this Company and assume all its obligations.

7443-4-1

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State of New York
DEPARTMENT OF STATE

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I CERTIFY That I have compared the preceding

copy with the original Certificate of Merger of
KILSPORTE FOREST PRODUCTS CORPORATION
(a Maine corporation)
with
ST. REGIS PAPER COMPANY.
(a New York corporation)

Filed in this department on the 27th day of December, 1950, 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 second day
of January, one thousand nine hundred
and fifty-one.

Sidney B. Gordon
Deputy Secretary of State