

807350

600003330436--5

Articles of merger
Filed 1-3-49
(145772 into above)

7pgs.

FLORIDA MARINA PULP AND
PAPER COMPANY, a Florida
corporation

Filed in Office Secretary
of State of the State of
Florida this 3rd day of

Jan 3 1949
R. A. GLAY
Secretary of State

By HT

RECORDED IN BOOK

188
Jan 3 1949

STATE OF FLORIDA)
OFFICE SECRETARY OF STATE) SS.

I, R. A. GRAY, Secretary of State
of the State of Florida, do hereby certify that
the foregoing copy of Agreement for the Merger of
ALABAMA PULP AND PAPER COMPANY, a corporation
organized and existing under the Laws of the State
of Florida, with and into ST. REGIS PAPER COMPANY,
a corporation organized and existing under the Laws
of the State of New York, and also copy of Certifi-
cate of Merger of the aforesaid, has been duly filed
in this office as of December 30, 1948.

GIVEN UNDER my hand and the Great
Seal of the State of Florida,
at Tallahassee, the Capital,
this the thirtieth day of
December, A. D., 1948.

SECRETARY OF STATE.

January 3rd 1949

Honorable J. McHenry Jones
Florida National Bank Building
Pensacola, Florida

Dear Mr. Jones:

I enclose herewith a Certificate showing Certificate of Merger of ALABAMA PULP AND PAPER COMPANY, a Florida corporation, into ST. REGIS PAPER COMPANY, a New York Corporation, has been duly filed in this office in accordance with Law.

I have also prepared and enclose herewith seven (7) certified copies of the above instrument together with an invoice for \$19.00 covering the cost.

With kindest regards, I am

Cordially yours,

Secretary of State.

T/
Enc.

LAUREN HAYES
FRANCIS T. CARMODY
CHAUNCEY F. WILLIAMS, JR.
WILLIAM H. MASON
JOHN A. BROUGH
CRAIG LEONARD
LEO A. DIAMOND
JAMES O'MALLEY, JR.
JOHN L. GROSE

THOMAS P. COOK
HOMER CRAWFORD
HALCYON G. SKINNER
JULIAN L. PEABODY

December 30, 1948

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

Attention: Mr. Colson

Dear Sirs:

In accordance with instructions received from J. McHenry Jones, Esq. of Pensacola, I am forwarding herewith direct to you a certified copy of the Certificate of Merger of Florida Pulp and Paper Company into St. Regis Paper Company and a like certificate with respect to the merger of Alabama Pulp and Paper Company into St. Regis Paper Company.

~~I also confirm the following telegram sent to you this morning by the office of the Secretary of State of the State of New York:~~

~~"THIS IS TO ADVISE THAT 'CERTIFICATE OF MERGER OF FLORIDA PULP AND PAPER COMPANY INTO ST. REGIS PAPER COMPANY' DATED DECEMBER 15, 1948 SIGNED BY ST. REGIS PAPER COMPANY BY ROY K. FERGUSON PRESIDENT AND WILLARD J. DIXON SECRETARY ACKNOWLEDGED BEFORE ERNEST F. STABERG NOTARY PUBLIC IN THE STATE OF NEW YORK HAS BEEN DULY FILED ACCOMPLISHING THE MERGER OF FLORIDA PULP AND PAPER COMPANY INTO ST. REGIS PAPER COMPANY PURSUANT TO SECTION 85 OF THE STOCK CORPORATION LAW OF THE STATE OF NEW YORK."~~

~~An identical telegram with respect to the merger of Alabama Pulp and Paper Company into St. Regis Paper Company was transmitted at the same time.~~

Very truly yours,

Homer Crawford

HC:kgp
Enclosures

*P.S. Regret that the advance preparation of
this letter proved to be not entirely satisfactory.
H.C.*

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

of

index

ST. REGIS PAPER COMPANY

Pursuant to Section 85 of the Stock Corporation Law

Q. TAX
PAID TO 500
1400
2900
J E
OFF. NO

bus
bill

- WHEREAS, this Company is the registered owner and holder of all of the issued and outstanding shares of the capital stock of Alabama Pulp and Paper Company, a corporation organized and existing under the laws of the State of Florida, which has executed an application for authority to do business in the State of New York and which is authorized to engage in business similar or incidental to the business which this Company is authorized to engage in; and

NOW, THEREFORE, BE IT

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

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

On this 15 day of December, 1948, before me personally came ROY K. FERGUSON and WILLARD J. DIXON, to me known, who, being by me duly sworn, did depose and say and each for himself deposes and says that he, the said ROY K. FERGUSON, resides in Oyster Bay, N. Y., and is the President of St. Regis Paper Company, the corporation described in and which executed the foregoing instrument; that he, the said WILLARD J. DIXON, resides in Montclair, N. J., and is the Secretary of said corporation; that he, the said ROY K. FERGUSON, and he, the said WILLARD J. DIXON, 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.

(NOTARIAL SEAL)

ERNEST F. STABERG
Notary Public

ERNEST F. STABERG
Notary Public in the State of New York
Residing in Queens County
Queens Co. Clk's No. 2562, Reg. No. 63-S-9
Cert. Filed in N. Y. Co. Clk. No. 345, Reg. No. 160-S-9
Commission Expires March 30, 1949

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

154136

I CERTIFY That I have compared the preceding

copy with the original Certificate of Merger of
Alabama Pulp and Paper Company
(a Florida corporation)
with
St. Regis Paper Company,
(a New York corporation)

filed in this department on the 30th day of December, 1948, 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 thirtieth day
of December, one thousand nine hundred
and forty-eight.

Robert M. Mene
Deputy Secretary of State

On this 15 day of December 1948
STATE OF NEW YORK
COUNTY OF NEW YORK

IN WITNESS WHEREOF, St. Regis Paper Company has caused this Certificate to be executed in its name and to be signed by ROY K. FERGUSON, its President, and WILLARD J. DIXON, its Secretary, and its corporate seal to be hereunto affixed this 15th day of December, 1948.

ST. REGIS PAPER COMPANY

(SEAL)

By ROY K. FERGUSON
President

and

By WILLARD J. DIXON
Secretary