

OCT-01-2004 12:49
Division of Corporations

CT CORPORATION

PAGE 1/04
Page 1 of 1

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Florida Department of State
Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 222-1092
Fax Number : (850) 222-9428

FOREIGN PROFIT QUALIFICATION

Neenah Paper Sales, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

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DIVISION OF CORPORATION

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA

1. Neensh Paper Sales, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

(State or country under the law of which it is incorporated)

3. 20-1349983

(FEI number, if applicable)

4. 03/26/2004

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 3460 Preston Ridge Road, Suite 600, Alpharetta, GA 30005

(Principal office address)

same

(Current mailing address)

Contract with manufacturers of, and facilitate the distribution and sales of, fine and technical papers, and other general business purposes.

8. _____

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation

(City)

, Florida 33324

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

CT Corporation System

By: _____

(Registered agent's signature)

Jeffrey R. Graves
Assistant Secretary

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

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A. DIRECTORS

Chairman: Sean T. Erwin

Address: 3460 Preston Ridge Road, Suite 600

Alpharetta, GA 30005

Vice Chairman:

Address:

Director: Rodney G. Olsen

Address: 351 Phelps Drive

Irving, TX 75038

Director: O. George Everbach

Address: 5111 Meaders Lane

Dallas, TX 75229

B. OFFICERS

President: Chairman & CEO: Sean T. Erwin

Address: 3460 Preston Ridge Road, Suite 600

Alpharetta, GA 30005

Vice President: - Operations: James R. Piedmonte

Address: 3460 Preston Ridge Road, Suite 600

Alpharetta, GA 30005

Secretary: VP & Gen. Counsel: Steven S. Heinrichs

Address: 3460 Preston Ridge Road, Suite 600 Alpharetta, GA 30005

Treasurer: VP & CFO: Bonnie C. Lind

Address: 3460 Preston Ridge Road, Suite 600 Alpharetta, GA 30005

Vice President: William K. O'Connor

Address: 3460 Preston Ridge Road, Suite 600 Alpharetta, GA 30005

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.

(Signature of Director or Officer listed in number 12 of the application)

14. Steven S. Heinrichs, Vice President

(Typed or printed name and capacity of person signing application)

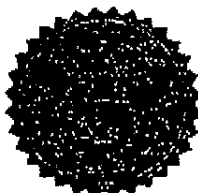
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NEENAH PAPER SALES, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTIETH DAY OF SEPTEMBER, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3772190 8300

AUTHENTICATION: 3360475

040677431

DATE: 09-20-04