

F98000003247

Document Number Only

C T Corporation System.

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301

City

State

Zip

Phone

CORPORATION(S) NAME

W98-11539

WWF Paper Corporation

400002530104--1

05/20/98 01044-023
*****70.00 *****70.00

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | | |
| <input type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input checked="" type="checkbox"/> Foreign | | |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of R.A. |
| <input type="checkbox"/> Limited Liability Partnership | | <input type="checkbox"/> Fictitious Name |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call if Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

Name
Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

5/20/98

PLEASE RETURN EXTRA COPY(S)

FILE STAMPED

THANKS

JOEY

5/26/98

98 MAY 20 11:26
WORLDWIDE CORPORATION



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 20, 1998

CT CORPORATION SYSTEM

SUBJECT: WWF PAPER CORPORATION
Ref. Number: W98000011539

We have received your document for WWF PAPER CORPORATION and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 198A00028297

RECEIVED
98 JUN -9 AM 11:45
DIVISION OF CORPORATION

DUANE, MORRIS & HECKSCHER LLP

ATTORNEYS AT LAW

380 LEXINGTON AVENUE
NEW YORK, NY 10168

305 NORTH FRONT STREET, 5th FLOOR
HARRISBURG, PA 17108-1003

735 CHESTERBROOK BOULEVARD
WAYNE, PA 19087-5638

968 POSTAL ROAD, SUITE 200
ALLENTOWN, PA 18109-0400

777 SOUTH FLAGLER DRIVE, SUITE 800W
WEST PALM BEACH, FL 33401

DIRECT DIAL: (215) 979-1072
DIRECT FAX: (215) 979-1020
E-MAIL: payne@duanemorris.com

ONE LIBERTY PLACE
PHILADELPHIA, PA 19103-7396

(215) 979-1000

FAX
(215) 979-1020

1667 K STREET N.W., SUITE 700
WASHINGTON, D.C. 20006-1608

1201 MARKET STREET, SUITE 1500
WILMINGTON, DE 19801-0195

314 S. STATE STREET
DOVER, DE 19901

51 HADDONFIELD ROAD, SUITE 340
CHERRY HILL, NJ 08002-4810

ONE GATEWAY CENTER, SUITE 1210
NEWARK, NJ 07102

600 TRAVIS, SUITE 6500
HOUSTON, TX 77002

June 8, 1998

Florida Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32301

Re: WWF Paper Corporation

Gentlemen:

Please be advised that our firm represents WWF Paper Corporation - Florida, a Florida corporation, which currently has a Certificate of Authority to do business in your state. We also represent WWF Paper Corporation, a Pennsylvania corporation, which is the parent of WWF Paper Corporation - Florida.

On May 22, 1998 I spoke with Mr. Lee Rivers of your office in connection with our application for the parent, WWF Paper Corporation, to transact business in your state in its own name. He explained that although Florida's statutes do not provide for similar names, since the current corporation on record in Florida, i.e. WWF Paper Corporation - Florida, is a wholly owned subsidiary of the parent, WWF Paper Corporation, we should submit letters to your office from both entities consenting to WWF Paper Corporation's application to do business in Florida in its own name.

Therefore, at this time, CT Corporation System, on our behalf, is resubmitting for filing the Application of WWF Paper Corporation to transact business in the State of Florida. Also enclosed are original executed letters from both entities consenting to this filing.

Florida Secretary of State
June 8, 1998
Page 2

Once you have reviewed these documents, if you require any additional documentation, or wish to discuss this matter with me, please call me at the number referenced above. Thank you for your cooperation in this matter.

Sincerely,

A handwritten signature in cursive script, appearing to read "Elizabeth Payne", with a long horizontal flourish extending to the right.

Elizabeth A. Payne
Paralegal

EAP:lp
enclosures
cc: Michael S. Yecies, Esquire
cc: CT Corporation System - B. Greenwood

WWF PAPER CORPORATION - FLORIDA

*Two Bala Avenue
Bala Cynwyd, Pennsylvania 19004*

May 21, 1998

Florida Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32301

Gentlemen:

Please be advised that this corporation is a wholly owned subsidiary of WWF Paper Corporation, a Pennsylvania corporation, and that we do not object to the application of WWF Paper Corporation to do business in the State of Florida in its own name.

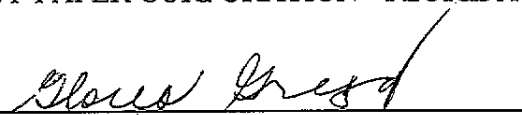
Therefore, we would appreciate if you would accept the application of our parent, WWF Paper Corporation, to do business in Florida in its own name, and issue to WWF Paper Corporation a Florida Certificate of Authority.

If you require anything further from us, please let us know. Thank you for your cooperation in this matter.

Sincerely,

WWF PAPER CORPORATION - FLORIDA

By



Name: Gloria Gregg

Title: Assistant Secretary

WWF PAPER CORPORATION

*Two Bala Avenue
Bala Cynwyd, Pennsylvania 19004*

May 21, 1998

Florida Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32301

Gentlemen:

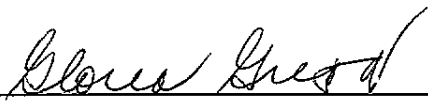
Please be advised that this corporation is the parent of a wholly owned subsidiary, WWF Paper Corporation - Florida, a Florida corporation, which is current and in good standing in Florida.

In addition, our subsidiary, WWF Paper Corporation - Florida, does not object to this corporation's application to do business in Florida using our own name, WWF Paper Corporation, as you will see from the enclosed copy of a letter from our subsidiary, WWF Paper Corporation - Florida, to your department dated as of this date. Therefore, we would appreciate if you would accept our application to do business in Florida in our own name, and issue to this corporation a Florida Certificate of Authority.

If you require anything further from us, please let us know. Thank you for your cooperation in this matter.

Sincerely,

WWF PAPER CORPORATION

By 
Name: Gloria Gregg
Title: Assistant Secretary

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION 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. WWF PAPER CORPORATION

(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION", or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Pennsylvania

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

3. 23-1939269

(FEI number, if applicable)

4. June 10, 1974

(Date of incorporation)

5. Perpetual

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

6. March 1, 1998

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 3001 North Rocky Point Drive East, Suite 225 and 228

Tampa, Florida 33607

(Current mailing address)

8. Commercial Paper Merchant

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

9. Name and street address of Florida registered agent:

Name: C T CORPORATION SYSTEM

Office Address: c/o C T Corporation System, 1200 South Pine Island Road

Plantation, Florida, 33324

(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T CORPORATION SYSTEM

Mary Alice Rogers
(Registered agent's signature) (Officer)

MARY ALICE ROGERS

Special Assistant Secretary
(Type Name and Title of Officer)

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 addresses of officers and/or directors:

A. DIRECTORS (Street address only - P.O. Box **NOT** acceptable)

Chairman: See Rider attached

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box **NOT** acceptable)

President: See Rider attached

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. Kenneth C. Staff
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Kenneth C. Staff, Vice President
(Typed or printed name and capacity of person signing application)

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

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

A. DIRECTORS

**WWF PAPER CORPORATION
A PENNSYLVANIA CORPORATION**

**Two Bala Plaza
Bala Cynwyd, Pennsylvania 19004**

CORPORATE DIRECTORS

Edward V. Furlong, Jr.
Two Bala Plaza
Bala Cynwyd, PA 19004

Thomas J. Ryan
Two Bala Plaza
Bala Cynwyd, PA 19004

George D. Sergio
Two Bala Plaza
Bala Cynwyd, PA 19004

Stephen Larson
Repap Marketing, Inc.
300 Atlantic Street, #200
Stamford, CT 06901

Peter Wittman
Two Bala Plaza
Bala Cynwyd, PA 19004

Sheldon M. Bonovitz, Esquire
Duane, Morris & Heckscher, LLP
One Liberty Place
Philadelphia, PA 19103-7396

Philip F. Pietrafetta
Two Bala Plaza
Bala Cynwyd, PA 19004

Elmer Williams
Two Bala Plaza
Bala Cynwyd, PA 19004

John R. Curtin
Two Bala Plaza
Bala Cynwyd, PA 19004

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

B. OFFICERS

**WWF PAPER CORPORATION
A PENNSYLVANIA CORPORATION**

**Two Bala Plaza
Bala Cynwyd, Pennsylvania 19004**

CORPORATE OFFICERS

TITLE

Edward V. Furlong, Jr.

President
Two Bala Plaza
Bala Cynwyd, PA 19004

George D. Sergio

Executive Vice President &
Chief Financial Officer
Two Bala Plaza
Bala Cynwyd, PA 19004

Peter Wittman

Executive Vice President - Distribution
Two Bala Plaza
Bala Cynwyd, PA 19004

Donald H. Palmer

Senior Vice President
Two Bala Plaza
Bala Cynwyd, PA 19004

Kenneth C. Staff

Vice President & General Counsel
Two Bala Plaza
Bala Cynwyd, PA 19004

Sheldon M. Bonovitz, Esq.

Secretary
Duane, Morris & Heckscher, LLP
One Liberty Place
Philadelphia, PA 19103

Gloria E. Gregg

Assistant Secretary
Two Bala Plaza
Bala Cynwyd, PA 19004



COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

MAY 15, 1998

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

WWF PAPER CORPORATION

is duly incorporated under the laws of the Commonwealth of Pennsylvania
and remains a subsisting corporation so far as the records of this office
show, as of the date herein.



IN TESTIMONY WHEREOF, I have
hereunto set my hand and caused
the Seal of the Secretary's
Office to be affixed, the day
and year above written.

A handwritten signature in cursive script, appearing to read "Gilberte K. L. L.", written over a horizontal line.

Secretary of the Commonwealth

DBOH