

UNITED STATES OF AMERICA,  
STATE OF OHIO,  
OFFICE OF THE SECRETARY OF STATE. }

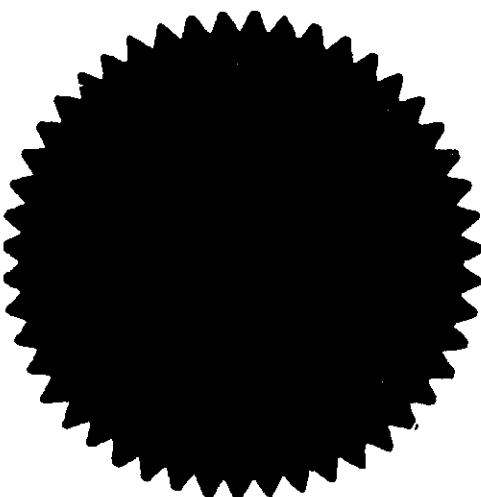
I, TED W. BROWN,  
Secretary of State of the State of Ohio, do hereby certify that the foregoing is an  
exemplified copy, carefully compared by me with the original record now in my official  
custody as Secretary of State, and found to be true and correct, of the

Certificate of Amendment

for

THE MEAD CORPORATION

filed in this office on the 11th day of February A. D. 1971  
and recorded on ~~(the)~~ Roll ~~(Volume)~~ B725, Frame ~~(Page)~~ 1242 of  
the Records of Incorporations.



WITNESS my hand and official seal at  
Columbus, Ohio, this 12th day  
of February A.D. 1971

*Ted W. Brown*

TED W. BROWN  
Secretary of State

CERTIFICATE OF AMENDMENT OF  
AMENDED ARTICLES OF INCORPORATION

J. W. McSWINEY, President, and ALBERT H. SEALY, Secretary, of THE MEAD CORPORATION, an Ohio corporation, with its principal place of business located at Dayton, Montgomery County, Ohio, do hereby certify as follows:

(1) That at a meeting of the Board of Directors of said Corporation duly called and held February 4, 1971, at which meeting a quorum was present and acting throughout, the following resolutions were unanimously adopted:

RESOLVED, That 1,750 Cumulative Preferred Shares of the first series of the Corporation heretofore applied in reduction of the Sinking Fund Installment for April 30, 1971, upon the acquisition thereof by the Corporation by purchase for such application and for cancellation as required by the terms of the Amended Articles of Incorporation be, and the same hereby are, cancelled, and the authorized number of Cumulative Preferred Shares of the Corporation be, and the same hereby is, reduced to 91,250 and the number of shares of the first series thereof be, and the same hereby is, reduced to 29,750.

RESOLVED, That Article FOURTH, Section 3, Subsection XIII of the Amended Articles of Incorporation of the Corporation be, and the same hereby is, amended so as to reduce the number of shares comprising the second series of the Voting Preferred Shares, designated as 1968 \$2.80 Voting Cumulative Preferred Shares, from One Million, Nine Hundred Forty-three Thousand, Four Hundred Thirty-six (1,943,436) shares to One Million, Nine Hundred Thirty-eight Thousand, Nine Hundred Forty-one (1,938,941) shares.

RESOLVED, That Article FOURTH, Section 3, Subsection XII of the Amended Articles of Incorporation of the Corporation be, and the same hereby is, amended so as to increase the number of shares comprising the first series of the Voting Preferred Shares, designated as \$2.80 Voting Cumulative Preferred Shares, from Nine Hundred Twenty-three Thousand, Nineteen (923,019) shares to Nine Hundred Twenty-three Thousand, Six Hundred Ninety-six (923,696) shares.

(2) That the basis for the adoption of such resolutions by the Directors of said Corporation is authorization therefor in the Amended Articles of Incorporation of said Corporation pursuant to Sections 1701.70(B)(1) and (3) and 1701.73 of the Ohio Revised Code.

IN WITNESS WHEREOF, said J. W. McSwiney, President, and Albert H. Sealy, Secretary, of The Mead Corporation, acting for and on behalf of said Corporation, have hereunto subscribed their names and caused the sale of this Corporation to be hereunto affixed this 9th day of February, 1971.

/s/ J. W. McSwiney  
J. W. McSWINEY, President

[SEAL]

/s/ Albert H. Sealy  
ALBERT H. SEALY, Secretary