



Department of State.

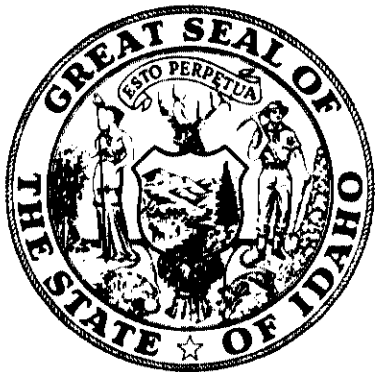
**CERTIFICATE OF REGISTRATION
OF**

W-I FOREST PRODUCTS LIMITED PARTNERSHIP

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of W-I FOREST PRODUCTS LIMITED PARTNERSHIP for Registration in this State, duly signed and verified pursuant to the provisions of the Idaho Limited Partnership Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Registration to W-I FOREST PRODUCTS LIMITED PARTNERSHIP to transact business in this State under the name W-I FOREST PRODUCTS LIMITED PARTNERSHIP and attach hereto a duplicate original of the Application for Registration.

Dated **December 24, 1985**



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

Fee: \$60.00

8. (Continued)

Name	General or Limited	Address

9. This Application is accompanied by a copy of the certificate of limited partnership and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is organized.

Dated December 11, 19 85.

IPTA, Inc.

By

Douglas A. Westenhaver, J. President

A General Partner

STATE OF CALIFORNIA)

) ss:

COUNTY OF LOS ANGELES)

I, MARCIA Y. RAYBOULD, a notary public, do hereby certify that on this
11th day of December, 19 85, personally appeared
before me Douglas Westenhaver, who being by me first duly sworn,
declared that he is a general partner of W-I Forest Products Limited Partnership

that he signed the foregoing document as a general partner of the limited partnership and that the statements therein contained are true.



Marcia Y. Raybould
Notary Public

SCHEDULE A

General Partner

IPTA, Inc.
101 California Street
San Francisco, California 94111

Class A Limited Partner

The Prudential Insurance Company
of America
Gateway Three
100 Mulberry Street
Newark, New Jersey 07102

Class B Limited Partners

A.V.A. Partners
c/o American Express Company
American Express Plaza
125 Broad Street
New York, New York 10004

Prim Resources, Inc.
c/o Edge & Moehlmann
1200 Peoples National Bank
Building
Tyler, Texas 75702

William S. Towne
c/o M & T Incorporated
369 Pine Street, Suite 320
San Francisco, California
94014

John P. McLoughlin
Latham & Watkins
555 South Flower Street
Los Angeles, California
90071

Security Pacific Capital
Corporation
333 South Hope Street
Los Angeles, California
90071

First Chicago Investment
Corporation
One First National Plaza,
Room 2628
Chicago, Illinois 60670

The Hillman Company
2000 Grant Building
Pittsburgh, Pennsylvania
15219

Henry L. Hillman
603 Goldsboro Building
Wilmington, Delaware 19801

C.G. Grefenstette and
Edward A. Craig, III
as Trustees under Agreements
of Trust dated November 16,
1964 for each of the following
individuals:

Juliet Lea Hillman
Audrey Hilliard Hillman
Henry Lea Hillman, Jr.
William Talbott Hillman

2000 Grant Building
Pittsburgh, Pennsylvania
15219

C.G. Grefenstette and
Edward A. Craig, III
as Trustees under Agreements
of Trust dated August 28,
1968 for each of the following
individuals:

Juliet Lea Hillman
Audrey Hilliard Hillman
Henry Lea Hillman, Jr.
William Talbott Hillman

2000 Grant Building
Pittsburgh, Pennsylvania
15219

Subtotal

Class C Limited Partner

KKR Associates
101 California Street
San Francisco, California
94111

Class D Limited Partner

Douglas A. Westenhaver
4000 Kruse Way Place,
Suite 355
Lake Oswego, Oregon
97034



DEC 24 2 09 PM '85

SECRETARY OF STATE

STATE of WASHINGTON SECRETARY of STATE

I, **Ralph Munro**, Secretary of State of the State of Washington and custodian of its seal, hereby certify that according to the records on file in my office the Certificate of Limited Partnership for "W-I FOREST PRODUCTS LIMITED PARTNERSHIP" was filed on July 9, 1979 in Stevens County and by law all filings were transferred to the Office of Secretary of State on September 30, 1982.

Date: December 19, 1985

Given under my hand and the seal of the State of Washington, at Olympia, the State Capitol.

Ralph Munro, Secretary of State

W-I FOREST PRODUCTS, INC.



December 19, 1985

DEC 24 2 09 PM '85

SECRETARY OF STATE

4000 Kruse Way Place
Bldg. 2, Suite 355
Lake Oswego, OR 97034
(503) 635-1465

To the Secretary of State
of the State of Idaho


This letter is written in connection with the application of W-I Forest Products Limited Partnership, a Washington limited partnership (the "Partnership"), for qualification to transact business in the State of Idaho as a foreign limited partnership.

In connection with that application, we hereby expressly permit and authorize the Partnership to use the name "W-I Forest Products" as part of the name under which it will qualify and transact business in the State of Idaho.

Very truly yours,

W-I FOREST PRODUCTS, INC.,
a Delaware corporation

By:


Douglas A. Westenhaver, Jr.
Its: President