



**Department of State.**

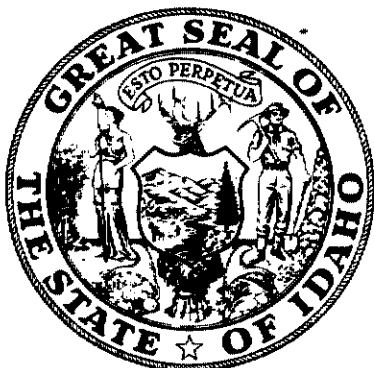
**CERTIFICATE OF AUTHORITY  
OF**

**INTERNATIONAL PAPER COMPANY**

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of **INTERNATIONAL PAPER COMPANY** for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation 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 Authority to **INTERNATIONAL PAPER COMPANY** to transact business in this State under the name **INTERNATIONAL PAPER COMPANY** and attach hereto a duplicate original of the Application for such Certificate.

Dated **January 26, 1989**



*Pete T. Cenarrusa*

SECRETARY OF STATE

*James J. Clark*  
Corporation Clerk

# APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

JAN 26 10 19 AM '89  
SECRETARY OF STATE

1. The name of the corporation is International Paper Company

2. The name which it shall use in Idaho is International Paper Company

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of New York

4. The date of its incorporation is June 23, 1941 and the period of its duration is perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is Two Manhattanville Road, Purchase, New York NY 10577

6. The address to which correspondence should be addressed, if different from that in item 5. Same.

7. The street address of its proposed registered office in Idaho is 300 North 6th Street  
Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is C T CORPORATION SYSTEM

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:  
Manufacturer and sale of paperboard, paper and pulp; converted paper products; plywood and lumber; and other wood related products.

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
See schedule A		

(continued on reverse)

Name	Office	Address

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: January 3, 1989

International Paper Company

(Corporation Name)

By Arthur Wallace

~~VICE PRESIDENT~~ Vice President (please specify)

and Lyndee

~~ASSISTANT SECRETARY~~ / Assistant Secretary (please specify)

STATE OF NEW YORK )

COUNTY OF WESTCHESTER ) ss:

I, Carol Berardi, a notary public, do hereby certify that on this 3rd day of January, 1989, personally appeared before me Arthur Wallace, who being by me first duly sworn, declared that (s)he is ~~not~~ a Vice President of International Paper Company

that (s)he signed the foregoing document as vice president of the corporation and that the statements therein contained are true.

Carol Berardi  
Notary Public

CAROL BERARDI  
Notary Public, State of New York  
No. 4663450  
Certified in Putnam County  
Commission Expires March 30, 1990

2/28/89

**SCHEDULE A**

As of 9/23/88

**INTERNATIONAL BAKING COMPANY**  
**Directors and Officers**

**SECRETARY OF STATE**

**ALL COMPANY MAIL TO NON-MANAGEMENT DIRECTORS MUST BE SENT  
 THROUGH THE OFFICE OF THE SECRETARY**

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Baker, Richard T. (Dick and Martha) Bus. Add.:	Ernst & Whinney 2000 National City Center Cleveland, OH 44114	Director
Residence:	2665 No. Ocean Blvd. Gulf Stream, FL 33483	
Also:	Route 1 - Box 592 Lake Leelanau, MI 49653	
Brewster, William S. (Bill and Lucile) Residence:	Russell Mills Road, Plymouth, MA 02360	Director
Dent, Hon. Frederick B. (Fred and Milly) Bus. Add.:	President, Mayfair Mills, Inc. Arcadia, SC 29320	Director
Residence:	19 Montgomery Drive, Spartanburg, SC 29302	
Ellinghaus, William M. (Bill and Erlaine) Bus. Add.:	AT&T 550 Madison Avenue Room 505 New York, NY 10022	Director
Residence:	55 Crows Nest Road, Bronxville, NY 10708	
Gault, Stanley C. (Stan and Flo) Bus. Add.:	Chairman & CEO Rubbermaid Incorporated 1147 Akron Road, Wooster, OH 44691	Director
Residence:	407 West Wayne Ave., Wooster, OH 44691	

**NAME****ADDRESS****OFFICE**

Georges, John A.  
(John and Lou)

Director,

Chairman of the  
Board and Chief  
Executive Office

Bus. Add.: Two Manhattanville Road  
Purchase, NY 10577  
Residence: 375 Canoe Hill Road, New Canaan, CT 06840

Graham, Thomas C.  
(Tom and Irene)

Director

Bus. Add: President  
USS, a division of USX Corporation  
600 Grant Street  
Pittsburgh, PA 15230  
Residence: 590 Squaw Run Road East, Pittsburgh, PA 15238

Hansen, Dr. Arthur G.  
(Art and Nancy)

Director

Bus. Add: Senior Research Fellow  
Hudson Institute  
5395 Emerson Way  
Indianapolis, IN 46226  
Residence: 815 Sugarbush Ridge, Zionsville, IN 46077

Kuhns, William G.  
(Bill and Joan)

Director

Bus. Add: Chairman & CEO  
General Public Utilities Corporation  
100 Interpace Parkway  
Parsippany, NJ 07054  
Residence: 49 Creston Avenue, Tenafly, NJ 07670

McClelland, W. Craig  
(Craig and Alice)

Director and  
Executive Vice  
President

Bus. Add: Two Manhattanville Road  
Purchase, NY 10577  
Hammermill Paper Company  
1540 East Lake Road  
Erie, PA 16533  
Residence: 242 Old Mill Road, Erie, PA 16505

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
McHenry, Hon. Donald F. (Don) Bus. Add.:  Residence:	University Research Professor of Diplomacy and International Affairs Dean's Office, School of Foreign Service Georgetown University, Washington, DC 20057 2746 Unicorn Lane, NW, Washington, DC 20015	Director
Pfeiffer, Jane C. (Jane and Ralph A., Jr.) Residence:	90 Field Point Circle, Greenwich, CT 06830	Director
Pratt, Edmund T., Jr. (Ed and Jinny) Bus. Add.:  Residence:	Chairman & CEO Pfizer Inc. 235 East 42nd St., New York, NY 10017 Astors Lane, Port Washington, NY 11050	Director
Wang, David I. J. (David) Bus. Add.:  Residence:  Weekend Residence:	Two Manhattanville Road Purchase, NY 10577 2 East End Avenue, Apt. 1A New York, NY 10021 26 Deepwater Way City Island, NY 10464	Director and Executive Vice President
Dillon, John T. (John & Mary Catherine) Bus. Add.:  Residence:	Two Manhattanville Road Purchase, NY 10577 24 Avon Road Larchmont, NY 10538	Executive Vice President
Butler, Robert C. (Robert and Eileen) Bus. Add.:  Residence:	Two Manhattanville Road Purchase, NY 10577 146 Rensselaer Road Essex Fells, NJ 07021	Senior VP & Chief Financial Officer

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Casebolt, Victor A. (Vic and Jo) Bus. Add.:  Residence:	Two Manhattanville Road Purchase, NY 10577 160 Ferris Hill Road, New Canaan, CT 06840	Senior Vice President
Gonick, Dr. Ely (Ely and Abbie) Bus. Add.:  Residence:	Two Manhattanville Road Purchase, NY 10577 150 East 69th St., Apt. 16M New York, NY 10021	Senior Vice President
Mead, Dana G. (Dana and Nancy) Bus. Add.:  Residence:	Two Manhattanville Road Purchase, NY 10577 27 Strickland Road, Cos Cob, CT 06807	Senior Vice President
Melican, James P., Jr. (Jim and Debra) Bus. Add.:  Residence:	Two Manhattanville Road Purchase, NY 10577 17 Turtleback Lane West, New Canaan, CT 06840	Senior Vice President & General Counsel
Oskin, David W. (Dave and Jo Ellen) Bus. Add.:  Residence:	Two Manhattanville Road Purchase, NY 10577 12 Father Peters Lane, New Canaan, CT 06840	Senior Vice President
Amick, W. Michael (Mike & Pam) Bus. Add.:  Residence:	International Paper International Place I 6400 Poplar Avenue Memphis, TN 38119 2121 Glenalden East, Germantown, TN 38138	Vice President
Boehmler, E. William (Bill and Sarah) Bus. Add.:  Residence:	Two Manhattanville Road Purchase, NY 10577 15 West 75th St., Apt. 7A, New York, NY 10023	Vice President & Treasurer

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Day, J. Alan (Alan and Jerron) Bus. Add.:  Residence	International Paper 6400 Poplar Avenue Memphis, TN 38197  8640 Somerset Lane Germantown, TN 38138	Vice President
Lambroussis, Harry G. (Harry and Elizabeth) Bus. Add:  Residence:	40 Charles Strret Binghampton, NY 13902  200 E. 66th Street New York, NY 10021	Vice President
Ludwig, Richard M. (Dick & Margery) Bus. Add.:  Residence:	International Place 6400 Poplar Avenue Memphis, TN 38119  412 Wellington Cove Memphis, TN 38117	Vice President
Moore, Robert A., Jr. (Bob and Ann) Bus. Add.:  Residence:	Two Manhattanville Road Purchase, NY 10577  82 Ridge Brook Drive, Stamford, CT 06903	Vice President
Nevin, John M. (John and Joy) Bus. Add.:  Residence:	Two Manhattanville Road Purchase, NY 10577  74 Musket Ridge Road, Wilton, CT 06897	Vice President
Reeves, Richard A. (Dick and Barbara) Bus. Add.:  Residence:	Hammermill Paper Company 1540 E. Lake Road Erie, PA 16533  415 Ridgeview Drive Erie, PA 16505	Vice President



<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Rimstidt, Joseph R. (Joe and Vicky) Bus. Add.:  Residence:	International Place 6400 Poplar Avenue Memphis, TN 38119  RT #1, Box 370A, Somerville, TN 38068	Vice President
Smith, C. Wesley (Wes and Sandra) Bus. Add.:  Residence:	International Place 6400 Poplar Avenue Memphis, TN 38119  458 Rocky Point Road, Cordova, TN 38018	Vice President
Smith, Richard M. (Rick & Patricia) Bus. Add.:  Residence:	Two Manhattanville Road Purchase, NY 10577  26 East Lyon Farm Drive, Greenwich, CT 06831	Vice President
Wallace, Arthur (Art and Claudina) Bus. Add.:  Residence:	Two Manhattanville Road Purchase, NY 10577  12 Oak Lane, Scarsdale, NY 10583	Vice President & Secretary
Wray, Marc F. (Marc and Suzanne) Bus. Add.:  Mail: Residence:	Chairman & CEO, GCO Minerals Company 2600 One Allen Center, Houston, TX 77002 P. O. Box 4258, Houston, TX 77210 1 Pine Forest Circle, Houston, TX 77056	Vice President
Connelly, Charles J. (Charlie and Mary Anne) Bus. Add.:  Residence:	International Place 6400 Poplar Avenue, Memphis, TN 38119 6446 River Tide Drive, Memphis, TN 38119	Auditor
Amen, Robert M. (Bob & Claudia) Bus. Add.:  Residence:	Two Manhattanville Road Purchase, NY 10577 451 Michigan Road., New Canaan, CT 06840	Controller

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Decker, Linda Bus. Add.: Residence:	One Maynard Drive Park Ridge, NJ 07656 25 Nassau Road, Montclair, NJ 07043	Asst. Treasurer
Greenberg, Charles Bus. Add.: Residence:	Two Manhattanville Road Purchase, NY 10577 313 North Albany Ave. North Massapequa, NY 11758	Asst. Treasurer
Kliman, Thomas A. Bus. Add.: Residence:	International Place 6400 Poplar Avenue Memphis, TN 38119 405 Locust Grove Cordova, TN 38018	Asst. Treasurer
Polney, Frank P. Bus. Add.: Residence:	Two Manhattanville Road Purchase, NY 10577 34 Fleets Point Drive, West Babylon, NY 11704	Asst. Treasurer
Sullivan, John L. Bus. Add.: Residence:	International Place 6400 Poplar Avenue Memphis, TN 38119 10271 Frank Road, Collierville, TN 38017	Asst. Treasurer
Bohon, Scott E. Bus. Add.: Residence:	International Place 6400 Poplar Avenue Memphis, TN 38119 484 E. Racquet Club Place, Memphis, TN 38117	Asst. Secretary
Doolittle, Tracy A. Bus. Add.: Residence:	- Two Manhattanville Road Purchase, NY 10577 100 Parkway Road Bronxville, NY 10708	Asst. Secretary

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Foytack, Earl T. Bus. Add.: Residence:	P.O. Box 579 Longview, WA 98632 120 Ball Park Drive, Kelso, WA 98626	Asst. Secretary
Joyner, Marion E. Bus. Add.: Residence:	P. O. Box 669207, Charlotte, NC 28266 2719 Julep Lane, Charlotte, NC 28210	Asst. Secretary
Kriscunas, Robert A. Bus. Add.: Residence:	6700 LBJ Freeway P.O. Box 809024 Dallas, TX 75240 4239 San Gabriel Drive, Dallas, TX 75229	Asst. Secretary
McKibben, Gerald D. Bus. Add.: Mail: Residence:	7930 State Line, Prairie Village, KS 66208 P.O. Box 555, Shawnee Mission, KS 66201 10228 Caenen, Lenexa, KS 66215	Asst. Secretary
Nerheim, Syvert E. Bus. Add.: Residence:	Two Manhattanville Road Purchase, NY 10577 331 West 14th Street, New York, NY 10014	Asst. Secretary
Sutton, Richard P. Bus. Add.: Mail: Residence:	7930 State Line, Prairie Village, KS 66208 P.O. Box 555, Shawnee Mission, KS 66201 9708 W. 104th Street, Overland Park, KS 66212	Asst. Secretary
Willemin, Kathleen M. Bus. Add.: Residence:	One Maynard Drive Park Ridge, NJ 07656 76 Cross Ridge Road, Chappaqua, NY 10514	Asst. Secretary
Wondra, Norbert F. Bus. Add.: Residence:	P. O. Box 843, 101, Gardiner, OR 97441 2941 Country Club Court, Reedsport, OR 97467	Asst. Secretary

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**State of New York }  
Department of State } ss:**

**I Hereby Certify,** *that I have made diligent examination of the index of corporation papers filed in this Department for a certificate, order or record of a dissolution of*

INTERNATIONAL PAPER COMPANY

*the certificate of incorporation of which corporation was filed* June 23, 1941, under the name of  
INTERNATIONAL PAPER AND POWER CORPORATION, fixing the duration as perpetual,  
and which filed a certificate of Consolidation of INTERNATIONAL PAPER CO. and  
INTERNATIONAL PAPER AND POWER CORPORATION into INTERNATIONAL PAPER AND POWER  
CORPORATION pursuant to Section 86 of the Stock Corporation Law, under the  
corporate name of INTERNATIONAL PAPER COMPANY on September 30, 1941.

*and that upon such examination, I find no such certificate, order or record, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.*

**Witness** *my hand and the official seal of the  
Department of State at the City of  
Albany, this 5th day  
of January one thousand  
nine hundred and eighty-nine*

  
Secretary of State