



## Department of State.

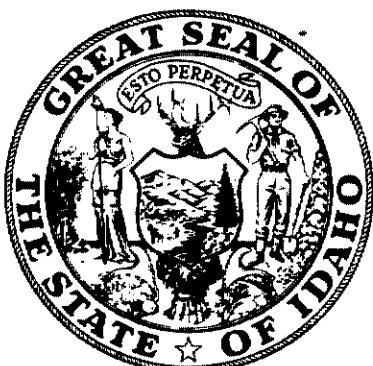
### CERTIFICATE OF AUTHORITY OF

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

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:

MM 26 01 19 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)

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 Wallen

and 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 ~~the~~ a Vice President of International Paper Company

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

CAROL BERARDI  
Notary Public, State of New York  
No. 4663450  
Certified in Putnam County  
Commission Expires March 30, 1981  
2-1881CS

Notary Public

## SCHEDULE A

As of 9/23/88

**INTERNATIONAL PAPER COMPANY**  
 Directors and Officers  
**SECRETARY OF STATE**  
**ALL COMPANY MAIL TO NON-MANAGEMENT DIRECTORS MUST BE SENT**  
**THROUGH THE OFFICE OF THE SECRETARY**

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

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
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	
Residence:	Hammermill Paper Company 1540 East Lake Road Erie, PA 16533 242 Old Mill Road, Erie, PA 16505	

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

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

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

<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

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*

  
H. S. Shaffer  
Secretary of State