

CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION  
OF  
UNITED STATES PLYWOOD CORPORATION

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Under Section 805 of the  
Business Corporation Law

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Pursuant to the provisions of Section 805 of the Busi-  
ness Corporation Law, the undersigned hereby certify:

FIRST: That the name of the Corporation is UNITED  
STATES PLYWOOD CORPORATION.

398706  
SECOND: That the (Preliminary) Certificate of Consolida-  
tion forming the Corporation was filed on April 28, 1937 in the  
office of the Secretary of State of the State of New York, and  
that the entire Certificate of Consolidation by which the Corpora-  
tion was formed as then in force and effect was restated pursuant  
to Section 40 of the Stock Corporation Law by the filing of a  
Restated Certificate of Incorporation of the Corporation in the  
office of the Secretary of State of the State of New York on  
October 13, 1949.

THIRD: That the amendment to the Certificate of In-  
corporation effected by this Certificate is as follows:

The first paragraph of subdivision C of Article 3 of the  
Restated Certificate of Incorporation, relating to the amount of  
the Corporation's Capital Stock and the number, classes and par  
value of the shares of which it consists, is hereby amended to  
read as follows:

"C. The amount of the total authorized Capital  
Stock of the Corporation is Twelve Million Dollars  
(\$12,000,000) divided into 60,000 shares of Preferred  
Stock of the par value of \$100 per share and 6,000,000  
shares of Common Stock of the par value of \$1 per share."

17/101-1

FIFTH: That the amendment of the Certificate of Incorporation was authorized by a vote of the holders of a majority of all outstanding shares entitled to vote on an amendment to the Certificate of Incorporation at a meeting of shareholders.

IN WITNESS WHEREOF, this Certificate has been signed this 25th day of September, 1963.

John P. Schlick  
John P. Schlick, Vice President

Raymond T. Neilpern  
Raymond T. Neilpern, Secretary

STATE OF NEW YORK )  
: SS.:  
COUNTY OF NEW YORK )

JOHN P. SCHLICK, being duly sworn, deposes and says that he is Vice President of United States Plywood Corporation, the corporation mentioned and described in the foregoing instrument; that he has read and signed the same and that the statements contained therein are true.

Sworn to before me this  
25th day of September, 1963.

MARGARET C. BOUVRESSE  
MARGARET C. BOUVRESSE  
Notary Public, State of New York  
No. 41-0367250, Queens County  
Cert. Filed in *Queens County*  
Term Expires March 30, 1965

398706-2