

State of Idaho

Department of State

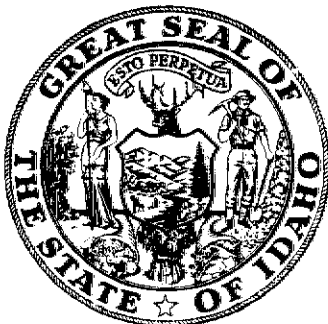
AMENDED CERTIFICATE OF AUTHORITY OF

JAMES RIVER PAPER COMPANY, INC.
File Number C 89072

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of JAMES RIVER PAPER COMPANY, INC. for an Amended Certificate of Authority to transact business in this State, duly executed 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 Amended Certificate of Authority to FORT JAMES OPERATING COMPANY to transact business in this State under the name FORT JAMES OPERATING COMPANY and attach hereto a duplicate original of the Application for such Amended Certificate.

Dated: September 11, 1997



Pete T. Cenarrusa
SECRETARY OF STATE

By

[Signature]

APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY



(Instructions on back of application)

97 SEP 11 PM 2:56

To the Secretary of State of the State of Idaho:

SECRETARY OF STATE

STATE OF IDAHO

Pursuant to Section 30-1-1504, Idaho Code, the undersigned Corporation hereby applies for an amended certificate of authority to transact business in the State of Idaho and for that purpose submits the following statement. Complete only applicable items.

1. A Certificate of Authority was issued to the corporation by your office on April 7, 1989,
authorizing it to transact business in the State of Idaho under the name of James River Paper Company, Inc.
2. Its corporate name has been changed to Fort James Operating Company
3. The name which it shall use hereafter in the State of Idaho is Fort James Operating Company
4. It has changed its jurisdiction of incorporation, without a change of corporate identity to: na

Dated: August 8, 1997

James River Paper Company, Inc.

(Corporation Name)

By

Clifford A. Cutchins, IV

Its

Senior Vice President, Secretary

(specify capacity of signer)

Customer Acct # IDAHO SECRETARY OF STATE

(if using pre-printed receipt) 08/29/1997 09:00

Secretary of State Use Only J4256

1 @ 30.00 = 30.00 AMEND CERT
1 @ 20.00 = 20.00 EXPEDITE C

Commonwealth of Virginia



State Corporation Commission

97 SEP 11 PM 2:02
SECRETARY OF STATE
STATE OF IDAHO

I Certify the Following from the Records of the
Commission:

On August 14, 1997, by amendment of its articles of incorporation, the
name of JAMES RIVER PAPER COMPANY, INC. was changed to FORT JAMES
OPERATING COMPANY.

Nothing more is hereby certified.



Signed and Sealed at Richmond
on this Date: September 09, 1997

William J. Bridge

William J. Bridge, Clerk of the Commission