

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
BOISE PAYETTE LUMBER COMPANY

Adopted May 9, 1955

Boise Payette Lumber Company, a corporation organized and existing under the General Corporation Law of the State of Delaware (hereinafter called the "Company"), does hereby certify as follows:

(1) That the following amendment of the Certificate of Incorporation of the Company, as heretofore amended, has been duly adopted in accordance with the provisions of Section 242 of Title 8 of the Delaware Code:

RESOLVED, That the Certificate of Incorporation of Boise Payette Lumber Company, a Delaware Corporation, be amended by amending Article Twelve thereof to read as follows:

"TWELFTH: In all elections for directors, each shareholder shall have the right to cast as many votes in the aggregate as shall equal the number of shares so held by him, multiplied by the number of directors to be voted for, and he may distribute the total of such votes as he may desire among directors to be elected. All elections of directors shall be by voice vote, rather than by ballot, unless, by resolution adopted by the majority vote of the stockholders represented at the meeting the election of directors by ballot is required."

(2) That the capital of the Company will not be reduced under or by reason of said amendment.

IN WITNESS WHEREOF, Boise Payette Lumber Company has caused its corporate seal to be hereunto affixed and this certificate to be signed by its President and Assistant Secretary this 24th day of August, 1955.

BOISE PAYETTE LUMBER COMPANY

By /s/ John L. Aram
President

By /s/ E. A. Aitchison
Ass't Secretary

{ BOISE PAYETTE LUMBER
COMPANY
{ CORPORATE SEAL
1931
Delaware }

STATE OF IDAHO }
COUNTY OF ADA } SS.

BE IT REMEMBERED, that on this 25th day of August 1955, personally came before me, Kenneth W. Hill, a Notary Public in and for the County and State aforesaid, JOHN L. ARAM, President of BOISE PAYETTE LUMBER COMPANY, a corporation of the State of Delaware, the corporation described in and which executed the foregoing Certificate, known to me personally to be such, and he, the said JOHN L. ARAM, duly executed said Certificate before me and acknowledged the said Certificate to be his act and deed and the act and deed of said corporation, and that the signatures of the said President and of the Assistant Secretary of said corporation to the foregoing Certificate are in the handwriting of said President and Assistant Secretary of said corporation, respectively, and that the seal affixed to said Certificate is the corporate seal of said corporation, and that his act of sealing, executing, acknowledging and delivering the said Certificate was duly authorized by the Board of Directors and Stockholders of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and notarial seal the day and year aforesaid.

{ KENNETH W. HILL
{ NOTARY PUBLIC
{ STATE OF IDAHO }

/s/ Kenneth W. Hill
Notary Public

My commission expires /s/ Oct. 10, 1956

State of Delaware
New Castle County

ss.

I, EDWARD R. HENSEL, Recorder of

Deeds for New Castle County, Delaware, do hereby certify that Certified Copy of

CERTIFICATE OF AMENDMENT OF THE "BOISE PAYETTE LUMBER COMPANY",
AS RECEIVED AND FILED IN THE OFFICE OF SECRETARY OF STATE THE
FIRST DAY OF SEPTEMBER, A. D. 1955

was received for record in this office on SEPTEMBER 1, 1955
and the same appears of record in the Recorder's Office for said County.

Witness my hand and Official Seal, this

FIRST

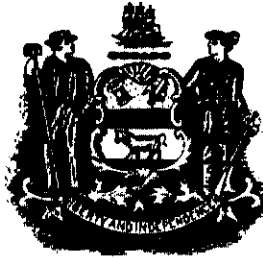
day of

SEPTEMBER

A. D. 1955

Edward R. Hensel

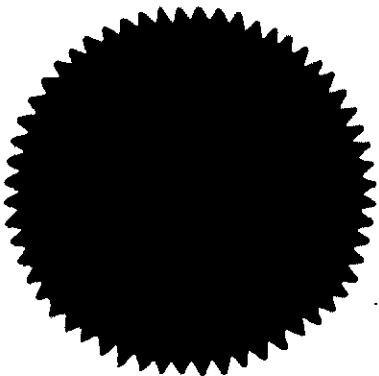
Recorder.



Office of Secretary of State.

I, John N. McDowell, Secretary of State of the State of Delaware,
do hereby certify that the above and foregoing is a true and correct copy of
Certificate of Amendment of the "BOISE PAYETTE LUMBER COMPANY", as
received and filed in this office the first day of September, A.D. 1955,
at 10 o'clock A.M.

In Testimony Whereof, I have hereunto set my hand
and official seal at Dover this _____ *first* _____ *day*
of _____ *September* _____ *in the year of our Lord*
one thousand nine hundred and _____ *fifty-five.* _____



John N. McDowell
Secretary of State

W. D. Tomlinson
Asst. Secretary of State