

Filing fee: \$50.00
License fee: \$15.00 minimum
(Section 7-1.1-124)

**APPLICATION FOR
CERTIFICATE OF AUTHORITY
OF**

PROVIDENCE PAPER COMPANY OF CONNECTICUT, INC.

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

FIRST: The name of the corporation is PROVIDENCE PAPER COMPANY OF CONNECTICUT, INC.

SECOND: The name which it elects to use in Rhode Island is PROVIDENCE PAPER COMPANY, ~~OF~~ OF CONNECTICUT, INC.

(If the name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Rhode Island;)

THIRD: It is incorporated under the laws of Connecticut

FOURTH: The date of its incorporation is December 12, 1979 and the period of its duration is perpetual

FIFTH: The address of its principal office in the state or country under the laws of which it is incorporated is 21 Dodge Avenue, North Haven, Connecticut

SIXTH: The address of its proposed registered office in Rhode Island is 100 Boyd Avenue, East Providence, Rhode Island and the name of its proposed registered agent in Rhode Island at that address is Herbert D. Couchon

SEVENTH: The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:

- (a) to carry on or conduct the wholesale and retail sale, manufacture, and distribution of paper products of every kind, nature, and description, including but not limited to all other products or services, on a wholesale and retail basis, whether or not related or incidental thereto.
- (b) to engage in any lawful act or activity for which corporations may be formed ~~under the Stock Corporation Act of the State of Connecticut with respect to corporations~~

EIGHTH: The names and respective addresses of its directors and officers are:

<u>Name</u>	<u>Office</u>	<u>Address</u>
Alan E. Lang	Director	43 Five Field Road, Madison, Ct.
Herbert W. Owen	Director	North Cove Road, Old Saybrook, CT
Theodore Walker	Director	23 Perkins Road, Woodbridge, CT
Herbert D. Couchon	President	66 Rumstick Road, Barrington, RI
James L. Woodward	Vice President	5 Payne Road, Barrington, RI
Herbert W. Owen	Secretary	North Cove Road, Old Saybrook, CT
Alan E. Lang	Treasurer	43 Five Field Road, Madison, CT
Robert Ciosek	Asst. Secretary	31 Riverside Terr., Madison, CT
Earl Corley	Vice President	119 Burgoyne Drive, Warwick, RI

NINTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
5,000	Common	-	No Par Value

TENTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
1,000	Common	-	No Par Value

ELEVENTH: The amount of its stated capital as defined by §7-1.1-2 of the General Laws, 1956, as amended, is \$ 1,000.00

TWELFTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 200,000.00

THIRTEENTH: An estimate of the value of its property to be located within Rhode Island during such year is \$ 200,000.00

FOURTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$ 250,000.00

FIFTEENTH: An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during such year is \$ 150,000.00

SIXTEENTH: This Application is accompanied by a copy of its articles of incorporation and all amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated January 8, 1980

PROVIDENCE PAPER COMPANY OF CONNECTICUT, INC.
[Exact Corporate Name of Corporation Making Application]

By Alan E. Lang
Its Treasurer
and Robert Cook
Its Secretary

STATE OF CONNECTICUT
COUNTY OF NEW HAVEN

} SC. NEW HAVEN

At New Haven in said County on the 8th day
of January 1980, before me personally appeared
Alan E. Lang, who being by me first duly sworn, declared that
he is the Treasurer of Providence Paper Company of Connecticut
Inc. Treasurer
that he signed the foregoing document as such Vice President of the
corporation, and that the statements therein contained are true.

Conetta Rooney
Notary Public

(NOTARIAL SEAL)

NOTARY PUBLIC
My Commission Expires March 31, 1984

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CERTIFICATE OF INCORPORATION

I, THE UNDERSIGNED SOLE INCORPORATOR, certify that I hereby form a body politic and corporate under the Stock Corporation Act of the State of Connecticut.

1. The name of the Corporation is "Providence Paper Company of Connecticut, Inc." and is hereinafter referred to as the Corporation.

2. The nature of the business to be transacted or the purposes to be promoted or carried out by the Corporation either in the capacity of principal or agent are as follows:

(a) to carry on or conduct the wholesale and retail sale, manufacturer, and distribution of paper products of every kind, nature and description, including but not limited to all other products or services, on a wholesale and retail basis, whether or not related or incidental thereto.

(b) to engage in any lawful act or activity for which corporations may be formed under the Stock Corporation Act of the State of Connecticut with respect to corporations.

3. The designation of each class of shares, the authorized number of shares of such class and the par value of each share thereof are as follows:

Common Stock - 5,000 shares of no par value

All of which shall be fully paid and non-assessable.

4. The affairs of the Corporation shall be managed by a Board of three (3) Directors, except that where all of the issued and outstanding shares are owned beneficially and of record by less than three (3) shareholders, then the number of Directors may be the same as the number of shareholders. The number of directorships

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29. (100)
2. 100/100

may be increased to a number not exceeding five (5) by resolution of the shareholders, or in the absence thereof, shall be the number of directors elected at the last annual meeting of the shareholders.

5. A majority of shareholders may, by written consent setting forth the action to be taken, take any action which may be taken at a meeting of the shareholders, unless a greater proportion is required by statute or provisions of the By-Laws, in which event such greater proportion shall control. PROVIDED, HOWEVER, Directors may not be affected by action of the shareholders other than by unanimous written consent of the shareholders. Regulations as to method and to time of notice, formalities, and procedures to be followed shall be prescribed in the By-Laws of the Corporation.

6. The minimum amount of stated capital with which the Corporation shall commence business is \$1,000.

Dated at New Haven, Connecticut, this 6th day of December , 1979.

Alan E. Lang of Madison, Connecticut

STATE OF CONNECTICUT)
COUNTY OF NEW HAVEN)

ss New Haven

December 6, 1979

Personally appeared Alan E. Lang and made oath to the truth of the foregoing Certificate by them signed before me.

State of Connecticut
FILED

DEC 12 1979

Bushnell B. Kennedy
SECRETARY OF STATE

BY

William B. Schiff
Commissioner of Superior Court

Copelon, Schiff & Langari, P.C.
900 Chapel St.
P. O. Drawer 906
New Haven, Ct. 06501

+100
+144
Padded

State of Connecticut } SS. HARTFORD.
OFFICE OF SECRETARY OF THE STATE

I hereby certify that the foregoing is a true copy of record in this office

IN TESTIMONY WHEREOF, I have hereunto set my
hand, and affixed the Seal of said State, at
Hartford, this 22nd day
of January A.D., 1980

Barbara B. Kennedy
Secretary of the State