

Filing fee: \$35.00

**APPLICATION FOR
AMENDED CERTIFICATE OF AUTHORITY
OF
International Paper Company**

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-111 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for an Amended Certificate of Authority to transact business in Rhode Island, and for that purpose submits the following statement:

FIRST: A Certificate of Authority was issued to the corporation by your office on December 17, 1976, 19 , authorizing it to transact business in Rhode Island under the name of International Paper Company.

SECOND: The corporate name of the corporation has been changed to
No Change
(If no change, so indicate)

THIRD: The name which it elects to use hereafter in Rhode Island is

FOURTH: It desires to pursue in the transaction of business in Rhode Island other or additional purposes than those set forth in its prior Application for a Certificate of Authority, as follows: No Change
(If no other or additional purposes are proposed, insert "No change.")

FIFTH: Other amendments, if any, to Certificate of Authority previously issued:
[see §§7-1.1-103, 7-1.1-109, 7-1.1-110. of the General Laws, 1956, as amended.] (If increase of authorized capital stock, state:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
200,000,000	Common		\$1.00(changed from \$2.50)
400,000	Cumulative \$4 Preferred		No Par Value
15,000,000	Serial Preferred		\$1.00

(A): An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 2,607,000,000

(B): An estimate of the value of its property to be located within Rhode Island during such year is \$ None

(C): An estimate of the gross amount of business to be transacted by it during such year is \$ 2,600,000,000

(D): 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 \$ None

Dated September 20, 1977

International Paper Company

By W. L. Lurie

Its Vice President

and F. W. Brown

Its Asst. Secretary

STATE OF New York
COUNTY OF New York } SC.

At New York City in said County on the 20 day
of September 1977, before me personally appeared W. L. Lurie

, who being by me first duly sworn, declared that he is the
Executive Vice President of International Paper Company
that he signed the foregoing document as such Executive Vice President
of the corporation, and that the statements therein contained are true.

Cheryl A. LaFlamme
Notary Public

(NOTARIAL SEAL)

CHERYL A. La FLAMME
Notary Public, State of New York
No. 319321114
Qualified in New York County
Commission Expires March 30, 1978

SEP 26 1977

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