

THE STATE OF ALABAMA

COUNTY OF SHELBY

20070122000033790 1/4 \$20.00  
Shelby Cnty Judge of Probate, AL  
01/22/2007 02:37:29PM FILED/CERT

**AFFIDAVIT**

Before me, the undersigned authority, on this date personally appeared Elizabeth K. Shaw, the Vice President and General Counsel for The Westervelt Company, who being duly sworn on oath, deposes and says as follows:

That on or about the 18<sup>th</sup> day of August, 2006, Gulf States Paper Corporation, a Delaware corporation, filed an Amendment to its Certificate of Incorporation changing the name of the corporation to "The Westervelt Company" said amendment being recorded in the office of the Secretary of State for the State of Delaware.

That a copy of the Amendment and the Certificate of Amendment issued by the Secretary of State of the State of Delaware are attached to this Affidavit.

That Gulf States Paper Corporation also filed an Amended Certificate of Authority with the Secretary of State's office for the State of Alabama in order for The Westervelt Company to be qualified to do business in the State of Alabama.

That pursuant to Section 10-2B-15.06, Code of Alabama 1975, a foreign corporation must add the words "Incorporated" or "Corporation" or an abbreviation of these words to its name when it qualifies to do business in the State of Alabama. Therefore as reflected on the Certificate of Authority filed with the Secretary of State for the State of Alabama, a copy of which is attached to this Affidavit, the name of Gulf States Paper Corporation in Alabama is changed to The Westervelt Company, Inc.

This Affidavit is given for the purpose of explaining in the land records of the State of Alabama the name change from Gulf States Paper Corporation to The Westervelt Company, Inc.

IN WITNESS WHEREOF, this Affidavit is signed on this the 1st day of November, 2006.

AFFIANT:

*Elizabeth Shaw*

Elizabeth K. Shaw

Sworn to and subscribed before me on this the 1st day of November, 2006.

*Sandra Garner*

Notary Public in and for

State of Alabama at Large

My Commission Expires: April 28, 2008



FILED IN OFFICE

SEP 26 2006

STATE OF ALABAMA

APPLICATION FOR AMENDED  
CERTIFICATE OF AUTHORITY OF A FOREIGN CORPORATION

SECRETARY OF STATE

THIS FORM MAY BE USED TO:

- CHANGE THE CORPORATE TITLE (A CERTIFIED COPY OF THE AMENDMENT CHANGING THE CORPORATE NAME MUST ACCOMPANY THE APPLICATION). THE FEE IS \$25.
- CHANGE THE CORPORATE NAME AS A RESULT OF A MERGER (A CERTIFIED COPY OF THE MERGER CHANGING THE CORPORATE NAME MUST ACCOMPANY THE APPLICATION). THE FEE IS \$25.
- CHANGE THE PERIOD OF DURATION (A CERTIFIED COPY OF THE AMENDMENT CHANGING THE DURATION OF THE CORPORATION MUST ACCOMPANY THE APPLICATION). THE FEE IS \$25.
- CHANGE THE STATE OR JURISDICTION (A CERTIFIED COPY OF THE AMENDMENT CHANGING THE STATE OR JURISDICTION OF THE CORPORATION MUST ACCOMPANY THE APPLICATION). THE FEE IS \$25.

TO THE SECRETARY OF STATE OF THE STATE OF ALABAMA,

PURSUANT TO THE PROVISIONS OF THE ALABAMA BUSINESS CORPORATION ACT, THE UNDERSIGNED CORPORATION HEREBY APPLIES FOR AN AMENDED CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN ALABAMA AND, FOR THAT PURPOSE, SUBMITS THE FOLLOWING STATEMENTS.

1. The exact name of the corporation as it appears on the Certificate of Authority issued by Alabama Secretary of State: Gulf States Paper Corporation
2. The date the Certificate of Authority was issued March 3, 2003
3. The name the corporation has been legally changed to (insert "no change" if not applicable):  
The Westervelt Company
4. If your corporate title does not include "Corporation," "Corp," "Incorporated" or "Inc.," one of these must be added for use in Alabama:  
Inc.
5. The corporation desires to change its period of duration set forth in its previous Application for Certificate of Authority as follows (insert "no change" if not applicable):  
No Change
6. The corporation desires to change the state or jurisdiction of its incorporation set forth in its previous Application for Certificate of Authority as follows (insert "no change" if not applicable):  
No Change
7. Date: September 18, 2006

Elizabeth K. Shaw Vice President/Secretary  
Type or Print Corporate Officer's Name and Title

Elizabeth K. Shaw  
Signature of Officer

MAIL DUPLICATE ORIGINALS OF THIS APPLICATION WITH THE APPROPRIATE FILING FEE TO:  
SECRETARY OF STATE, CORPORATIONS DIVISION, POST OFFICE BOX 5616, MONTGOMERY, ALABAMA 36103-5616  
(334)242-5324



# Delaware

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*The First State*

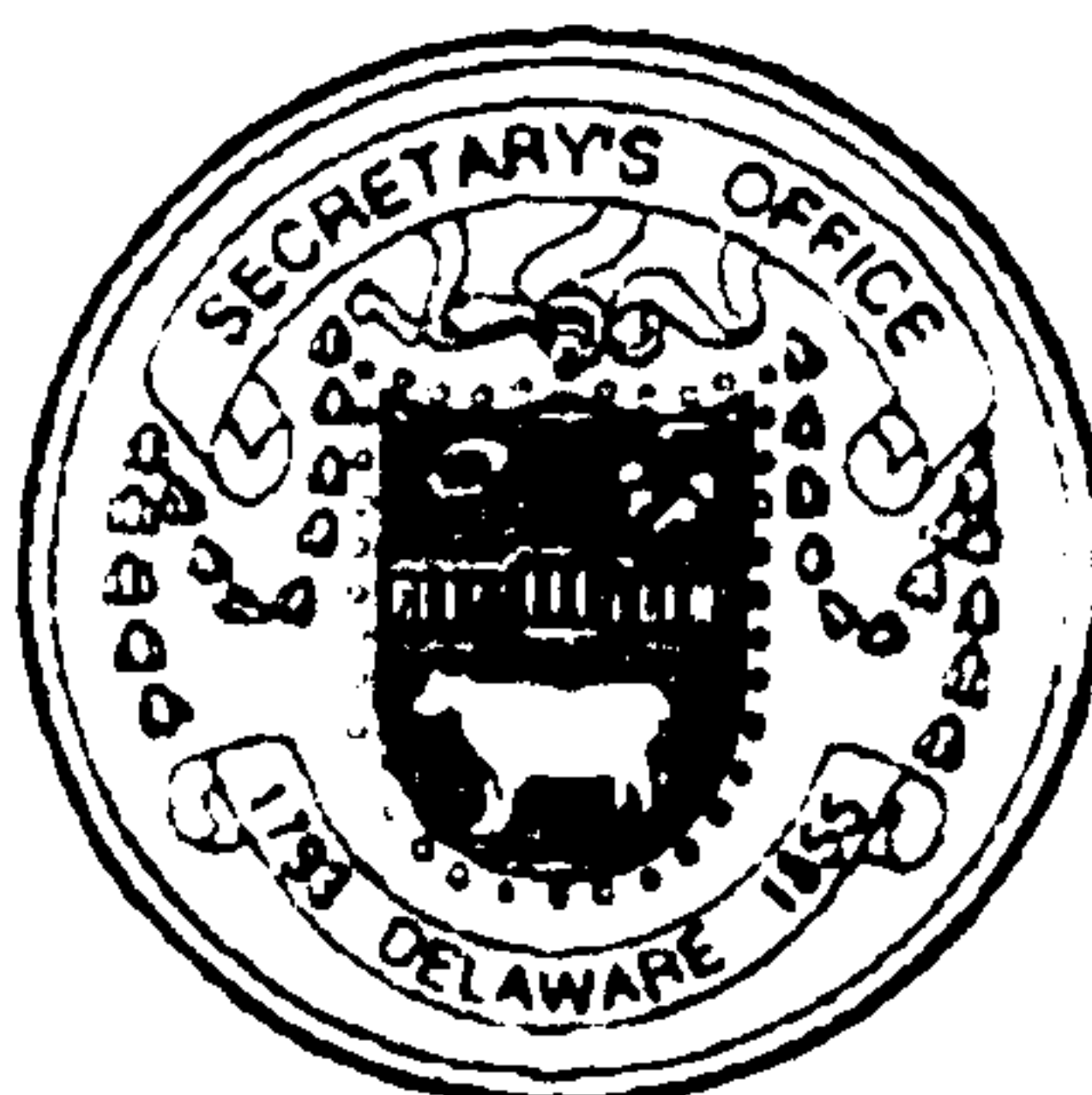
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "GULF STATES PAPER CORPORATION", CHANGING ITS NAME FROM "GULF STATES PAPER CORPORATION" TO "THE WESTERVELT COMPANY", FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF AUGUST, A.D. 2006, AT 12:33 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE EIGHTEENTH DAY OF AUGUST, A.D. 2006, AT 5 O'CLOCK P.M.



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*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

2563016 8100

060774458

AUTHENTICATION: 4984065

DATE: 08-18-06

**CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION OF  
GULF STATES PAPER CORPORATION**

Gulf States Paper Corporation, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation") does hereby certify:

1. The amendment set forth below to the Corporation's Certificate of Incorporation, as heretofore amended, was duly adopted in accordance with the provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

2. The following amendments shall take effect at 5:00 P.M., Eastern Time, on the date of the filing of this Certificate of Amendment:

Article FIRST of the Certificate of Incorporation is deleted in its entirety, and the following is substituted therefor:

"FIRST: The name of this corporation is: The Westervelt Company."

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment to be signed by Jon Warner, its Chairman, this 16<sup>th</sup> day of August, 2006.

By:  \_\_\_\_\_  
Jon Warner, Chairman



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State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 12:41 PM 08/18/2006  
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