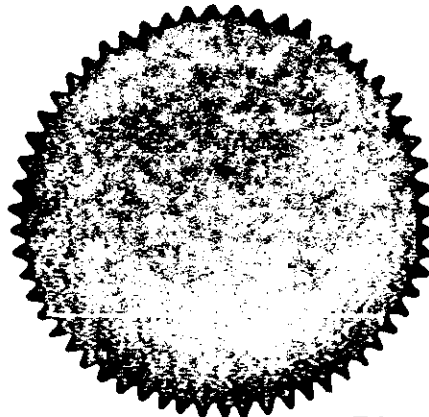


State
of
DELAWARE

Office of SECRETARY OF STATE

I, Glenn C. Kenton 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 Ownership of the "BOWATER CAROLINA CORPORATION", merging "CATAWBA TIMBER
COMPANY", pursuant to Section 253 of the General Corporation Law of the State of
Delaware, as received and filed in this office the twenty-third day of December, A.D.
1980, at 11 o'clock A.M.

In Testimony Whereof, *I have hereunto set my hand*
and official seal at Dover this twenty-eighth *day*
of January *in the year of our Lord*
one thousand nine hundred and eighty-one.



Glenn C. Kenton

Glenn C. Kenton, Secretary of State

RECORDED MAY 19 1982 at 4:40 P.M.

FORM 121

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