

8800836 CARAUSTAN INDUSTRIES, INC.

32/31/97



**BUSINESS SERVICES AND REGULATION
ARTICLES OF INCORPORATION DATA ENTRY FORM
FOR GEORGIA CORPORATIONS**

MAX CLELAND
Secretary of State

H. WAYNE HOWELL
Deputy Secretary of State

I. Filing Date: <u>12-31-87</u>	Code: <u>FP</u>	Docket No.: <u>58004093</u>
Assigned Exam: <u>76</u>	Amt.: \$ <u>650.00</u>	By: <u>95</u>
Charter Number: <u>8800834</u>	Completed:	

DO NOT WRITE ABOVE THIS LINE - SOS USE ONLY

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE THE REMAINDER OF THIS FORM.

II. Corporate Name: Caraustan Industries, Inc.
Mailing Address: _____
City: _____ County: _____ State: _____ Zip Code: _____

III. Fees Submitted By:
Secretary of State: \$ _____ Check No.: _____
Clerk of Court: \$ _____ Check No.: _____ County: _____
Publisher: \$ _____ Check No.: _____ Name: _____

IV. Incorporator:
Address: _____
City: _____ State: _____ Zip Code: _____

V. Registered Agent/Office:
Address: _____
City: _____ State: _____ Zip Code: _____

VI. ARTICLES OF INCORPORATION FILING CHECK-OFF LIST	Applicant	Examiner
1. Original and two conformed copies of Articles of Incorporation		
2. Corporate name certificate enclosed and verified		
3. Publisher's and Clerk's checks enclosed and verified		
4. Con, int form enclosed and verified		
5. Corporate duration and statutory authority stated		
6. Number shares, par value, minimum capital stated		
7. Number of directors and their names and addresses		

VII. Applicant/Attorney: _____ Telephone: _____
Address: _____
City: _____ State: _____ Zip Code: _____

NOTICE: Attach Articles of Incorporation, Secretary of State filing fee, name certificate, consent to serve as registered agent, publisher's letter and fee and clerk's fee and file with the Secretary of State at 2 Martin Luther King Jr. Dr., Suite 315, West Tower, Atlanta, Georgia 30334. For information call 404-854-3817. This form does not replace the Articles of Incorporation. I understand that the information on this form will be used in the Secretary of State Corporate data base.

Signed: _____ Date: _____

STATE OF
NORTH
CAROLINA



Department of The
Secretary of State

I, THAD EURE, Secretary of State of the State of North Carolina, do hereby certify that

CARAUSTAR INDUSTRIES, INC.

is a corporation regularly created, organized and existing under the laws of the State of North Carolina, having been incorporated on the 1st day of January, 1980.

AND I FURTHER certify that said corporation is an active North Carolina corporation and is in good standing in this State so far as is disclosed by the records of my office.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal.

DONE IN OFFICE at Raleigh, this the 30th day of December, 1987 .

A handwritten signature in dark ink, appearing to read "Thad Eure", written over a faint circular stamp.

Secretary of State

IX. The names and respective addresses of the four principal officers are:

Name	Office	Address
<u>Harry Dalton</u>	President	<u>663 Glendale Drive, Rock Hill, SC 29730</u>
<u>Bob M. Prillaman</u>	Sr. V. P.	<u>829 N. St. Mary's Lane, Marietta, GA 30064</u>
<u>H. Lee Thrash</u>	Vice-President	<u>12900 Bucksport Drive, Woodstock, GA 30188</u>
<u>Ann F. Strickland</u>	Secretary	<u>5349 Powder Springs Rd., Austell, GA 30001</u>
<u>Claudia Pease</u>	Treasurer	<u>3110 Austell Road, Austell, GA 30001</u>

X. The amount of the corporation's stated capital is \$ 881,141.

XI. The date which the corporation commenced or proposes to commence business in Georgia is January 1, 1987.

XII. This application is accompanied by a Certificate of Legal Existence², duly certified by an authorized officer³ of the jurisdiction in which the corporation is incorporated.

Dated December 30, 1987.

Caraustar Industries, Inc.
By Bob Prillaman
Exec. Vice-President
Or Ann F. Strickland
Secretary

CONSENT OF REGISTERED AGENT

I, Ann F. Strickland hereby consent to serve as registered agent
(Name of Registered Agent)
(Person or Corporation)

for the authorized corporation.

Ann F. Strickland
(Signature)

¹ The name style authorized to be used in Georgia, when there is a conflict, is the true corporate name with the state or country of incorporation added. [i.e. ABC, Inc.(Florida)]

² A Certificate of Legal Existence is a one page certificate attesting to the current existence of the corporation. Do not attach certified copies of the Articles of Incorporation in lieu of the Certificate of Legal Existence.

³ Authorized officer is the Secretary of State of the state of the original incorporation, or the proper certifying official for corporations in the state, province or country.

FILE IN DUPLICATE

- Filing Fee for Profit Corporation - \$150.00
- Filing Fee for Non-Profit Corporation - \$50.00

Check if name previously reserved.

APPLICATION FOR
CERTIFICATE OF AUTHORITY

Caraustar Industries, Inc.

\$8004093
\$ 650

TO: MAX CLELAND
Secretary of State
Suite 306 - West Tower
2 Martin Luther King, Jr., Drive, S.E.
Atlanta, Georgia 30334

Pursuant to the provisions of Section 14-2-314 or Section 14-3-244 Official Code of Georgia Annotated, the undersigned corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

- I. The name of the corporation is Caraustar Industries, Inc.
- II. The name¹ which it elects to use in Georgia, pursuant to Section 14-2-312(b), if its name is in conflict with an existing corporation is Caraustar Industries, Inc.
(North Carolina)
- III. It is incorporated under the laws of North Carolina
- IV. The date of its incorporation is January 1, 1980
- V. The period of duration is perpetual
- VI. The address of its principal office or registered office in the state or country under the laws of which it is incorporated is 443 S. Gardner Avenue
Charlotte, NC
- VII. The address and county of its proposed registered office in Georgia is _____
3100 Washington Street (Cobb County)
Austell, Georgia 30001
and the name of its proposed registered agent in Georgia at that address is _____
Ann F. Strickland
- VIII. The purpose or purposes which it proposes to pursue in the transaction of business in Georgia are holding company for subsidiaries in manufacturing
of paper products.

SECRETARY OF STATE
REC'D
22 PM '87

Secretary of State
Business Services and Regulation

Suite 306, West Tower

2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334

CONTROL NUMBER : 8810836 FP
DATE EFFECTIVE (GA) : DECEMBER 31, 1987
JURISDICTION : NORTH CAROLINA
EXAMINER : JANET GIPSON
TELEPHONE : 404-656-2811

MAILED TO:

ANN F. STRICKLAND
3102 WASHINGTON ST.
AUSTELL GA 30001

CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS

I, MAX CLELAND, SECRETARY OF STATE AND THE CORPORATIONS COMMISSIONER OF THE STATE OF GEORGIA DO HEREBY CERTIFY, UNDER THE SEAL OF MY OFFICE, THAT

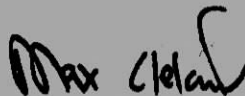
"CAPAUSTAR INDUSTRIES, INC."

HAS BEEN DULY INCORPORATED UNDER THE LAWS OF THE JURISDICTION SET FORTH ABOVE AND HAS FILED AN APPLICATION, MEETING THE REQUIREMENTS OF O.C.G.A. SEC. 14-2-314, TO TRANSACT BUSINESS IN THIS STATE.

WHEREFORE, BY THE AUTHORITY VESTED IN ME AS CORPORATIONS COMMISSIONER OF THIS STATE, AND PURSUANT TO O.C.G.A. SEC. 14-2-315, THIS CORPORATION IS HEREBY GRANTED THIS CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN THE STATE OF GEORGIA FOR THOSE PURPOSES SET FORTH IN ITS APPLICATION, SO LONG AS THE CORPORATION RETAINS ITS AUTHORITY TO DO SUCH BUSINESS IN ITS JURISDICTION OF INCORPORATION, AND SO LONG AS ITS AUTHORITY TO DO BUSINESS IN THIS STATE HAS NOT BEEN SUSPENDED, REVOKED, OR SURRENDERED AS PROVIDED FOR IN O.C.G.A. SEC. 14-2-1 ET SEQ.

WITNESS, MY HAND AND OFFICIAL SEAL, IN THE CITY OF ATLANTA AND THE STATE OF GEORGIA ON THE DATE SET FORTH BELOW.

DATE: JANUARY 05, 1988



MAX CLELAND
SECRETARY OF STATE



H. WAYNE HOWELL
DEPUTY SECRETARY OF STATE



SECURITIES
694-8888

CEMETERIES
694-3073

CORPORATIONS
694-8817

CORPORATIONS HOT-LINE
404-454-8322