State of Delaware

Office of the Secretary of State

PLAINTIFF'S EXHIBIT
GP-3.01

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "GEORGIA-PACIFIC CHEMICALS, INC.", FILED IN THIS OFFICE ON THE SIXTEENTH DAY OF APRIL, A.D. 1984, AT 10 O'CLOCK A.M.



Edward J. Freel, Secretary of State

AUTHENTICATION:

2033069 8100

DATE: 7603249

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CERTIFICATE OF INCORPORATION

-OF-

GEORGIA-PACIFIC CHEMICALS, INC.

ARTICLE I

Name

The name of the corporation is GEORGIA-PACIFIC CHEMICALS, INC.

ARTICLE II

Registered Office and Agent

The address of the corporation's registered office in the State of Delaware is No. 100 West Tenth Street, in the City of Wilmington, County of New Castle. The name of the corporation's registered agent at such address is The Corporation Trust Company.

ARTICLE III

Corporate Purpose

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware.

ARTICLE IV

Stock

The total number of shares of stock which the corporation shall have authority to issue is fifty thousand (50,000) shares of common stock and the par value of each of such shares is One Hundred Dollars ($100), amounting in the aggregate to Five Million Dollars ($5,000,000).

Each share of common stock shall have the same relative rights as, and be identical in all respects with, all the other shares of common stock. Shares of common stock shall be issued only as full paid and non-assessable shares.

ARTICLE V

Incorporators

The name and mailing address of each incorporator is as follows:

Diane Durgin
133 Peachtree Street, N.E.
Atlanta, Georgia 30303

Marvin L. Waldrep
133 Peachtree Street, N.E.
Atlanta, Georgia 30303

ARTICLE VI

Directors

The name and mailing address of each person, who is to serve as a director until the first annual meeting of the

shareholders or until a successor is elected and qualified, is as follows:

J. Kermit Birchfield, Jr.
133 Peachtree Street, N.E.
Atlanta, Georgia 30303

T. Marshall Hahn, Jr.
133 Peachtree Street, N.E.
Atlanta, Georgia 30303

James C. Van Meter
133 Peachtree Street, N.E.
Atlanta, Georgia 30303

ARTICLE VII

Corporate Existence

The corporation is to have perpetual existence.

ARTICLE VIII

Pre-Emptive Rights

No holder of any shares of stock of the corporation shall have any pre-emptive or preferential right to purchase, subscribe for, or otherwise acquire any shares of stock of the corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to purchase, subscribe for, or otherwise acquire such shares.

ARTICLE IX

Business and Affairs

The business and affairs of the corporation shall be managed by the board of directors and the directors need not be

elected by ballot unless required by the by-laws of the corporation.

ARTICLE X

Powers of Board of Directors

In furtherance and not in limitation of the powers conferred by the laws of the State of Delaware, the board of directors is expressly authorized to adopt, amend or repeal the by-laws.

ARTICLE XI

Compromise or Arrangement Between Corporation and Its Creditors or Stockholders

Whenever a compromise or arrangement is proposed between this corporation and its creditors or any class of them and/or between this corporation and its stockholders or any class of them, any court of equitable jurisdiction within the State of Delaware may, on the application in a summary way of this corporation or of any creditor or stockholder thereof, or on the application of any receiver or receivers appointed for this corporation under the provisions of Section 291 of Title 8 of the Delaware Code or on the application of trustees in dissolution or of any receiver or receivers appointed for this corporation under the provisions of Section 279 of Title 8 of the Delaware Code order a meeting of the creditors or class of creditors, and/or of the stockholders or class of stockholders of this corporation, as

the case may be, to be summoned in such manner as the said court directs. If a majority in number representing three-fourths in value of the creditors or class of creditors, and/or of the stockholders or class of stockholders of this corporation, as the case may be, agree to any compromise or arrangement and to any reorganization of this corporation as consequence of such compromise or arrangement, the said compromise or arrangement and the said reorganization shall, if sanctioned by the court to which the said application has been made, be binding on all the creditors or class of creditors, and/or on all the stockholders or class of stockholders, of this corporation, as the case may be, and also on the corporation.

ARTICLE XII

Reservation of Right to Amend
Certificate of Incorporation

The corporation reserves the right to amend, alter, change or repeal any provisions contained in this certificate of incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

WE, THE UNDERSIGNED, being each of the incorporators hereinbefore named, for the purpose of forming a corporation pursuant to the General Corporation Law of the State of Delaware, do make this certificate, hereby declaring and certifying that

this is our act and deed and that the facts herein stated are true, and accordingly have hereunto set our hands this 13th day of April, 1984.

Diane Durgin

Marvin L. Waldrep

STATE OF GEORGIA)
) ss
COUNTY OF FULTON)

BE IT REMEMBERED, that on this 13th day of April, 1984, personally came before me, a Notary Public for the State of Georgia, DIANE DURGIN and MARVIN L. WALDREP, all of the parties to the foregoing certificate of incorporation, known to me personally to be such, and severally acknowledged the said certificate to be the act and deed of the signers respectively and that the facts stated therein are true.

GIVEN under my hand and seal of office the day and year aforesaid.



Kitty S. Pinson
Notary Public
KITTY S. PINSON
Notary Public, Georgia, State at Large
My Commission Expires Jan. 18, 1987