

Corporate Headquarters • 220 Occidental Ave S • Seattle, WA 98104

March 6, 2017

Susan Speake, Programs Branch  
Solid Waste Management Division  
Arkansas Department of Environmental Quality  
5301 Northshore Drive  
North Little Rock, AR 72118-5317

AFIN: 31-00016  
PMT#: 0218-SEA REC'D SCAN

MAR 10 2017

DOC ID#: 71207  
TO: SSZ File LEOS SWMD

Re: **Weyerhaeuser NR Company-Landfill located in Dierks, AR**

Dear Ms. Speake:

Weyerhaeuser NR Company, a wholly owned subsidiary of Weyerhaeuser Company, is submitting for the director's approval, financial assurance for its landfill located in Dierks, Arkansas. As provided in APC&EC Regulation 22, Chapter 14, Weyerhaeuser NR Company has used performance bonds and a standby trust fund as the mechanism to demonstrate financial assurance. Enclosed are the following

1. Rider to Performance Bond No. \_\_\_\_\_ for the Dierks landfill. Please note that this bond has been increased to take into account the inflation factor; and
2. Certificates of Good Standing for Arkansas and Washington State; and
3. Copy of Amendment No. 11 to Standby Trust Agreement. I sent triplicate originals of the Amendment No. 11 to Tammie J. Hynum of ADEQ and requested that she sign the originals, retain one for ADEQ's file and return duplicate originals to my attention.

Please call me at (206) 539-4202 if you need additional information or have any questions.

Very truly yours,

WEYERHAEUSER NR COMPANY



Deborah M. (Debbie) O'Brien  
Remediation Program Administrator

Enclosures

cc: Tammie J. Hynum, ADEQ  
Shelly Boykin, Weyerhaeuser NR Company

**RIDER**

**Travelers Casualty and Surety Company of America**  
One Tower Square, Hartford, CT 06183

To be attached to and form a part of:

Bond No. \_\_\_\_\_

Type of Bond: Closure/Post Closure

Executed by WEYERHAEUSER NR COMPANY, as Principal,  
and by **Travelers Casualty and Surety Company of America**, as Surety, in favor of \_\_\_\_\_  
ARKANSAS DEPARTMENT OF ENVIRONMENTAL QUALITY and dated 12/29/2008.

In consideration of the premium charged for the attached bond, it is hereby agreed to change:  
amount of Liability \_\_\_\_\_

From:  
Three Hundred Sixty Thousand Four Hundred Sixty and 00/100 (\$360,460.00)

To:  
Three Hundred Sixty Two Thousand Four Hundred Forty Six and 00/100 (\$362,446.00)

This rider is effective 1/24/2017.

This rider is executed upon the express condition that the surety's liability under said bond shall not be cumulative and shall in no event exceed the amount specifically set forth in said bond or any existing certificate changing the amount of said bond. The referenced bond shall be subject to all its agreements, limitations and conditions except as herein expressly modified.

SIGNED, SEALED AND DATED this 24th day of January, 2017.

WEYERHAEUSER NR COMPANY  
By: Jacqueline W. Hawn  
Principal Jacqueline W. Hawn, Assistant Secretary

**Travelers Casualty and Surety Company of America**  
By: John W. Lambdin  
Attorney-in-Fact John W. Lambdin

\*RIDER ACCEPTED BY:

\_\_\_\_\_  
(Obligee)

\_\_\_\_\_  
Date

\*If Obligee signature required, please sign duplicate and return to Surety.

This Power of Attorney is granted under and by the authority of the following resolutions adopted by the Boards of Directors of Farmington Casualty Company, Fidelity and Guaranty Insurance Company, Fidelity and Guaranty Insurance Underwriters, Inc., St. Paul Fire and Marine Insurance Company, St. Paul Guardian Insurance Company, St. Paul Mercury Insurance Company, Travelers Casualty and Surety Company, Travelers Casualty and Surety Company of America, and United States Fidelity and Guaranty Company, which resolutions are now in full force and effect, reading as follows:

**RESOLVED**, that the Chairman, the President, any Vice Chairman, any Executive Vice President, any Senior Vice President, any Vice President, any Second Vice President, the Treasurer, any Assistant Treasurer, the Corporate Secretary or any Assistant Secretary may appoint Attorneys-in-Fact and Agents to act for and on behalf of the Company and may give such appointee such authority as his or her certificate of authority may prescribe to sign with the Company's name and seal with the Company's seal bonds, recognizances, contracts of indemnity, and other writings obligatory in the nature of a bond, recognizance, or conditional undertaking, and any of said officers or the Board of Directors at any time may remove any such appointee and revoke the power given him or her; and it is

**FURTHER RESOLVED**, that the Chairman, the President, any Vice Chairman, any Executive Vice President, any Senior Vice President or any Vice President may delegate all or any part of the foregoing authority to one or more officers or employees of this Company, provided that each such delegation is in writing and a copy thereof is filed in the office of the Secretary; and it is

**FURTHER RESOLVED**, that any bond, recognizance, contract of indemnity, or writing obligatory in the nature of a bond, recognizance, or conditional undertaking shall be valid and binding upon the Company when (a) signed by the President, any Vice Chairman, any Executive Vice President, any Senior Vice President or any Vice President, any Second Vice President, the Treasurer, any Assistant Treasurer, the Corporate Secretary or any Assistant Secretary and duly attested and sealed with the Company's seal by a Secretary or Assistant Secretary; or (b) duly executed (under seal, if required) by one or more Attorneys-in-Fact and Agents pursuant to the power prescribed in his or her certificate or their certificates of authority or by one or more Company officers pursuant to a written delegation of authority; and it is

**FURTHER RESOLVED**, that the signature of each of the following officers: President, any Executive Vice President, any Senior Vice President, any Vice President, any Assistant Vice President, any Secretary, any Assistant Secretary, and the seal of the Company may be affixed by facsimile to any Power of Attorney or to any certificate relating thereto appointing Resident Vice Presidents, Resident Assistant Secretaries or Attorneys-in-Fact for purposes only of executing and attesting bonds and undertakings and other writings obligatory in the nature thereof, and any such Power of Attorney or certificate bearing such facsimile signature or facsimile seal shall be valid and binding upon the Company and any such power so executed and certified by such facsimile signature and facsimile seal shall be valid and binding on the Company in the future with respect to any bond or understanding to which it is attached.

I, Kevin E. Hughes, the undersigned, Assistant Secretary, of Farmington Casualty Company, Fidelity and Guaranty Insurance Company, Fidelity and Guaranty Insurance Underwriters, Inc., St. Paul Fire and Marine Insurance Company, St. Paul Guardian Insurance Company, St. Paul Mercury Insurance Company, Travelers Casualty and Surety Company, Travelers Casualty and Surety Company of America, and United States Fidelity and Guaranty Company do hereby certify that the above and foregoing is a true and correct copy of the Power of Attorney executed by said Companies, which is in full force and effect and has not been revoked.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seals of said Companies this 24<sup>th</sup> day of January, 20 17

WARNING: THIS POWER OF ATTORNEY IS INVALID WITHOUT THE RED BORDER

Kevin E. Hughes  
Kevin E. Hughes, Assistant Secretary



To verify the authenticity of this Power of Attorney, call 1-800-421-3880 or contact us at [www.travelersbond.com](http://www.travelersbond.com). Please refer to the Attorney-In-Fact number, the above-named individuals and the details of the bond to which the power is attached.



POWER OF ATTORNEY

Farmington Casualty Company
Fidelity and Guaranty Insurance Company
Fidelity and Guaranty Insurance Underwriters, Inc.
St. Paul Fire and Marine Insurance Company
St. Paul Guardian Insurance Company

St. Paul Mercury Insurance Company
Travelers Casualty and Surety Company
Travelers Casualty and Surety Company of America
United States Fidelity and Guaranty Company

Attorney-In Fact No.

Certificate No.

KNOW ALL MEN BY THESE PRESENTS: That Farmington Casualty Company, St. Paul Fire and Marine Insurance Company, St. Paul Guardian Insurance Company, St. Paul Mercury Insurance Company, Travelers Casualty and Surety Company, Travelers Casualty and Surety Company of America, and United States Fidelity and Guaranty Company are corporations duly organized under the laws of the State of Connecticut, that Fidelity and Guaranty Insurance Company is a corporation duly organized under the laws of the State of Iowa, and that Fidelity and Guaranty Insurance Underwriters, Inc., is a corporation duly organized under the laws of the State of Wisconsin (herein collectively called the "Companies"), and that the Companies do hereby make, constitute and appoint

John W. Lambdin, Detta D. Hanson, and Joel D. Gaither

of the City of Federal Way, State of Washington, their true and lawful Attorney(s)-in-Fact, each in their separate capacity if more than one is named above, to sign, execute, seal and acknowledge any and all bonds, recognizances, conditional undertakings and other writings obligatory in the nature thereof on behalf of the Companies in their business of guaranteeing the fidelity of persons, guaranteeing the performance of contracts and executing or guaranteeing bonds and undertakings required or permitted in any actions or proceedings allowed by law.

IN WITNESS WHEREOF, the Companies have caused this instrument to be signed and their corporate seals to be hereto affixed, this 19th day of August, 2014.

Farmington Casualty Company
Fidelity and Guaranty Insurance Company
Fidelity and Guaranty Insurance Underwriters, Inc.
St. Paul Fire and Marine Insurance Company
St. Paul Guardian Insurance Company

St. Paul Mercury Insurance Company
Travelers Casualty and Surety Company
Travelers Casualty and Surety Company of America
United States Fidelity and Guaranty Company



State of Connecticut
City of Hartford ss.

By: [Signature]
Robert L. Raney, Senior Vice President

On this the 19th day of August, 2014, before me personally appeared Robert L. Raney, who acknowledged himself to be the Senior Vice President of Farmington Casualty Company, Fidelity and Guaranty Insurance Company, Fidelity and Guaranty Insurance Underwriters, Inc., St. Paul Fire and Marine Insurance Company, St. Paul Guardian Insurance Company, St. Paul Mercury Insurance Company, Travelers Casualty and Surety Company, Travelers Casualty and Surety Company of America, and United States Fidelity and Guaranty Company, and that he, as such, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing on behalf of the corporations by himself as a duly authorized officer.

In Witness Whereof, I hereunto set my hand and official seal.
My Commission expires the 30th day of June, 2016.



[Signature]
Marie C. Tetreault, Notary Public

UNITED STATES OF AMERICA

The State of



Washington

Secretary of State

I, KIM WYMAN, Secretary of State of the State of Washington and custodian of its seal,  
hereby issue this

**CERTIFICATE OF EXISTENCE**

**OF**

**WEYERHAEUSER NR COMPANY**

**I FURTHER CERTIFY** that the records on file in this office show that the above named entity  
was formed under the laws of the State of Washington and that its public organic record  
was filed in Washington and became effective on 9/24/2008.

**I FURTHER CERTIFY** that the entity's duration is Perpetual,  
and that as of the date of this certificate, the records of the Secretary of State  
do not reflect that this entity has been dissolved.

**I FURTHER CERTIFY** that all fees, interest and penalties owed to this state and collected  
through the Secretary of State have been paid.

**I FURTHER CERTIFY** that the most recent annual report has been delivered to the Secretary  
of State for filing and that proceedings for administrative dissolution are not pending.

Date: January 19, 2017

UBI: 602-865-829

Given under my hand and the Seal of the State  
of Washington at Olympia, the State Capital

Kim Wyman, Secretary of State





**Arkansas Secretary of State  
Mark Martin**

State Capitol Building ♦ Little Rock, Arkansas 72201-1094 ♦ 501-682-3409

**Certificate of Good Standing**

I, Mark Martin, Secretary of State of the State of Arkansas, and as such, keeper of the records of domestic and foreign corporations, do hereby certify that the records of this office show

**WEYERHAEUSER NR COMPANY**

formed under the laws of the state of Washington, and authorized to transact business in the State of Arkansas as a Foreign For Profit Corporation, was granted a Application for Certificate of Authority by this office October 17, 2008.

Our records reflect that said entity, having complied with all statutory requirements in the State of Arkansas, is qualified to transact business in this State.



**In Testimony Whereof**, I have hereunto set my hand and affixed my official Seal. Done at my office in the City of Little Rock, this 6th day of March 2017.

*Mark Martin*

Mark Martin  
Secretary of State

Online Certificate Authorization Code: b5e982f7072a31f

To verify the Authorization Code, visit [sos.arkansas.gov](http://sos.arkansas.gov)

AMENDMENT NO. 11  
TO  
STANDBY TRUST AGREEMENT

THIS IS AN AMENDMENT (this "Amendment") dated February 2, 2017 to the Standby Trust Agreement dated January 8, 2009 (the "Trust Agreement") by and between Weyerhaeuser NR Company, a Washington corporation ("Grantor"), and U.S. Bank National Association, a national bank ("Trustee").

RECITALS

Whereas, the Arkansas Department of Pollution Control and Ecology Commission has established certain regulations applicable to the Grantor, requiring that an owner or operator of a solid waste management facility shall provide assurance that funds will be available when needed for closure and/or post-closure care of the facility.

Whereas, the Grantor and Trustee entered into the Trust Agreement to document their agreement for the establishment of a trust to provide all or part of such financial assurance for the facilities identified therein.

Whereas, Grantor and Trustee desire to amend the terms of the Standby Trust Agreement in certain respects to reflect the change in closure and post closure costs of the facilities as set forth on Schedules A-3 and A-4, and Grantor and Trustee are entering into this Amendment to memorialize the amendments to the Trust Agreement.

STATEMENT OF AMENDMENT

In consideration of the premises and the mutual promises and agreements contained herein, and for other good and valuable consideration, the receipt, mutuality and sufficiency of which are hereby acknowledged, Grantor and Trustee agree as follows:

1. Schedule A-3, "Amount of Closure: \$326,502" is hereby amended by deleting "\$326,502" and inserting "\$328,297" and "Amount of Post-Closure \$33,958" is hereby amended by deleting "\$33,958" and inserting "\$34,149".
2. Schedule A-4, "Amount of Post Closure: \$2,765,271" is hereby amended by deleting "\$2,765,271" and inserting "\$2,650,425" and "Amount of Corrective Action "\$8,246,148" is hereby amended by deleting "\$8,246,148" and inserting "\$8,143,902."
3. As hereby amended, all the terms and provisions of the Trust Agreement shall continue in full force and effect.

IN WITNESS WHEREOF, each of Grantor and Trustee has caused this Amendment to be duly executed as of the day and year first above written.

Grantor:

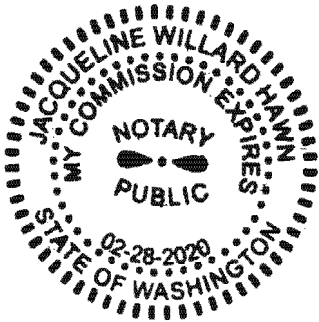
WEYERHAEUSER NR COMPANY

By: Kristy Harlan  
Kristy Harlan  
Senior Vice President, General  
Counsel and Corporate Secretary

Certification of Acknowledgement

State of Washington            )  
  )ss  
County of King                 )

On this 21 day of February, 2017, before me, personally came Kristy Harlan, by me duly sworn, did depose and say that she resides at Seattle, Washington, that she is Senior Vice President, General Counsel and Corporate Secretary of Weyerhaeuser NR Company, the incorporation described in and which executed the above instrument; that she knows the seal of said corporation; that the seal affixed to such instrument is such corporate seal; that it was so affixed by order of the Board of Directors of said corporation, and that she signed her name thereto by like order.



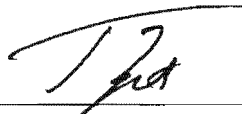
Jacqueline W Ha  
Notary Public in and for the State of Washington  
Residing at: Federal Way  
My Commission Expires: 2/28/20



Trustee:

U.S. Bank National Association

By: \_\_\_\_\_



Thomas Zrust  
Vice President

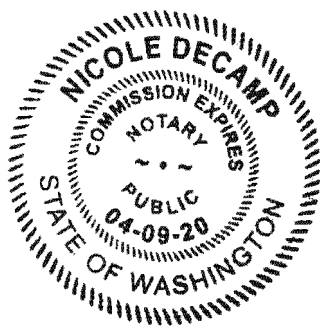
Certification of Acknowledgement

State of Washington )  
                                      )ss  
County of King )

On this 2nd day of February, 2017, before me, Nicole DeCamp, Notary Public, personally appeared Thomas Zrust, personally known to be (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument, the person or the entity, upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Dated: February 2, 2017



*Nicole DeCamp*

Notary Public

My appointment expires: 4/9/20

Approved and Accepted:

Arkansas Department of Environmental Quality

By: \_\_\_\_\_

Its: \_\_\_\_\_

### SCHEDULE A-3

The following information in this schedule relates to the original standby trust agreement between the Weyerhaeuser NR Company (Grantor) and U.S. Bank National Association (Trustee). It is intended to give specifics about the facility covered by the standby trust agreements.

Facility Permit Number: 0218-S3N

Facility EPA ID: ARD049662752

Facility Name and Address:

Dierks  
P.O. Box 38  
Dierks, AR 71833

Amount of Closure: \$328,297

Amount of Post-Closure \$34,149

## SCHEDULE A-4

The following information in this schedule relates to the original standby trust agreement between the Weyerhaeuser NR Company (Grantor) and U.S. Bank National Association (Trustee). It is intended to give specifics about the facility covered by the standby trust agreements.

Facility EPA ID: AR067671313  
RCRA Permit 25H-RN1

Facility Name and Address:

DeQueen Wood Treating  
P.O. Box 387  
DeQueen, AR 71832

Amount of Post-Closure: \$2,650,425

Amount of Corrective Action: \$8,143,902

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Corporate Headquarters • 220 Occidental Ave S • Seattle, WA 98104

March 6, 2017

Ms. Tammie J. Hynum  
Chief, Hazardous Waste Division  
Arkansas Department of Environmental Quality  
5301 Northshore Drive  
North Little Rock, AR 72118-5317

Re: **Weyerhaeuser NR Company-DeQueen Financial Assurance**  
**EPA ID#ARD067671313, AFIN: 67-00009, RCRA Permit 25H-RN1**

Dear Ms. Hynum:

Weyerhaeuser NR Company, a wholly owned subsidiary of Weyerhaeuser Company, is submitting for the director's approval, financial assurance for its DeQueen wood products treated facility located in DeQueen, Arkansas. As provided in APC&EC Regulation 23, Section 264.145, Weyerhaeuser NR Company has used performance bonds and a standby trust fund as the mechanism to demonstrate financial assurance. Enclosed are the following documents:

1. Rider to Performance Bond No. \_\_\_\_\_ for the DeQueen Wood Products Treated Facility; and
2. Certificates of Good Standing for Arkansas and Washington State; and
3. Three originals of Amendment No. 11 to Standby Trust Agreement executed by U.S. Bank National Association and Weyerhaeuser Company. The Standby Trust Agreement is amended to reflect the decrease in financial assurance for the facility set forth on Schedule A-4 and the increase in financial assurance for the facility set forth on Schedule A-3.

Please sign each triplicate original, retain one original for your records, and return two originals to my attention at the address below. I will retain one fully executed Amendment for our records and we are required to provide one fully executed Amendment to U.S. Bank.

Weyerhaeuser NR Company  
Attn: Debbie O'Brien, Remediation Program Administrator  
220 Occidental Ave S  
Seattle, WA 98104

If you need additional information or have any questions, please feel free to call me at (206) 539-4202.

Very truly yours,

WEYERHAEUSER NR COMPANY

A handwritten signature in cursive script that reads "Deborah M. O'Brien". The signature is written in black ink and is positioned above the printed name and title.

Deborah M. (Debbie) O'Brien  
Remediation Program Administrator

Enclosures

cc: Susan Speak, ADEQ ✓  
Richard Gay, Weyerhaeuser NR Company

**RIDER**

**Travelers Casualty and Surety Company of America**  
One Tower Square, Hartford, CT 06183

To be attached to and form a part of:

Bond No. \_\_\_\_\_

Type of Bond: Closure/Post Closure

Executed by WEYERHAEUSER NR COMPANY, as Principal,  
and by Travelers Casualty and Surety Company of America, as Surety, in favor of \_\_\_\_\_  
ARKANSAS DEPARTMENT OF ENVIRONMENTAL QUALITY and dated 5/8/2009

In consideration of the premium charged for the attached bond, it is hereby agreed to change:  
the amount of Liability by decreasing original bond \_\_\_\_\_

From:  
Eleven Million Eleven Thousand Four Hundred Nineteen and 00/100 (\$11,011,419.00)

To:  
Ten Million Seven Hundred Ninety Four Thousand Three Hundred Twenty Seven 00/100 (10,794,327.00)

This rider is effective 1/20/2017

This rider is executed upon the express condition that the surety's liability under said bond shall not be cumulative and shall in no event exceed the amount specifically set forth in said bond or any existing certificate changing the amount of said bond. The referenced bond shall be subject to all its agreements, limitations and conditions except as herein expressly modified.

SIGNED, SEALED AND DATED this 20th day of January, 2017

WEYERHAEUSER NR COMPANY  
By: Jacqueline W. Hawn  
Principal Jacqueline W. Hawn, Assistant Secretary

Travelers Casualty and Surety Company of America  
By: John W. Lambdin  
Attorney-in-Fact John W. Lambdin

\*RIDER ACCEPTED BY:

\_\_\_\_\_  
(Obligee)

Date

\*If Obligee signature required, please sign duplicate and return to Surety.



POWER OF ATTORNEY

Farmington Casualty Company
Fidelity and Guaranty Insurance Company
Fidelity and Guaranty Insurance Underwriters, Inc.
St. Paul Fire and Marine Insurance Company
St. Paul Guardian Insurance Company

St. Paul Mercury Insurance Company
Travelers Casualty and Surety Company
Travelers Casualty and Surety Company of America
United States Fidelity and Guaranty Company

Attorney-In Fact No.

Certificate No.

KNOW ALL MEN BY THESE PRESENTS: That Farmington Casualty Company, St. Paul Fire and Marine Insurance Company, St. Paul Guardian Insurance Company, St. Paul Mercury Insurance Company, Travelers Casualty and Surety Company, Travelers Casualty and Surety Company of America, and United States Fidelity and Guaranty Company are corporations duly organized under the laws of the State of Connecticut, that Fidelity and Guaranty Insurance Company is a corporation duly organized under the laws of the State of Iowa, and that Fidelity and Guaranty Insurance Underwriters, Inc., is a corporation duly organized under the laws of the State of Wisconsin (herein collectively called the "Companies"), and that the Companies do hereby make, constitute and appoint

John W. Lambdin, Debra D. Hanson, and Joel D. Gaither

of the City of Federal Way, State of Washington, their true and lawful Attorney(s)-in-Fact, each in their separate capacity if more than one is named above, to sign, execute, seal and acknowledge any and all bonds, recognizances, conditional undertakings and other writings obligatory in the nature thereof on behalf of the Companies in their business of guaranteeing the fidelity of persons, guaranteeing the performance of contracts and executing or guaranteeing bonds and undertakings required or permitted in any actions or proceedings allowed by law.

IN WITNESS WHEREOF, the Companies have caused this instrument to be signed and their corporate seals to be hereto affixed, this 19th day of August, 2014

Farmington Casualty Company
Fidelity and Guaranty Insurance Company
Fidelity and Guaranty Insurance Underwriters, Inc.
St. Paul Fire and Marine Insurance Company
St. Paul Guardian Insurance Company

St. Paul Mercury Insurance Company
Travelers Casualty and Surety Company
Travelers Casualty and Surety Company of America
United States Fidelity and Guaranty Company



State of Connecticut
City of Hartford ss.

By: [Signature]
Robert L. Rancy, Senior Vice President

On this the 19th day of August, 2014, before me personally appeared Robert L. Rancy, who acknowledged himself to be the Senior Vice President of Farmington Casualty Company, Fidelity and Guaranty Insurance Company, Fidelity and Guaranty Insurance Underwriters, Inc., St. Paul Fire and Marine Insurance Company, St. Paul Guardian Insurance Company, St. Paul Mercury Insurance Company, Travelers Casualty and Surety Company, Travelers Casualty and Surety Company of America, and United States Fidelity and Guaranty Company, and that he, as such, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing on behalf of the corporations by himself as a duly authorized officer.

In Witness Whereof, I hereunto set my hand and official seal.
My Commission expires the 30th day of June, 2016.



[Signature]
Marie C. Tetreault, Notary Public



UNITED STATES OF AMERICA

The State of  Washington

Secretary of State

I, KIM WYMAN, Secretary of State of the State of Washington and custodian of its seal,  
hereby issue this

CERTIFICATE OF EXISTENCE  
OF  
WEYERHAEUSER NR COMPANY

I FURTHER CERTIFY that the records on file in this office show that the above named entity  
was formed under the laws of the State of Washington and that its public organic record  
was filed in Washington and became effective on 9/24/2008.

I FURTHER CERTIFY that the entity's duration is Perpetual,  
and that as of the date of this certificate, the records of the Secretary of State  
do not reflect that this entity has been dissolved.

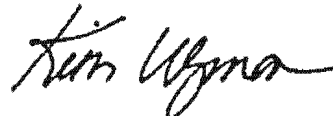
I FURTHER CERTIFY that all fees, interest and penalties owed to this state and collected  
through the Secretary of State have been paid.

I FURTHER CERTIFY that the most recent annual report has been delivered to the Secretary  
of State for filing and that proceedings for administrative dissolution are not pending.

Date: January 19, 2017

UBI: 602-865-829

Given under my hand and the Seal of the State  
of Washington at Olympia, the State Capital



Kim Wyman, Secretary of State





**Arkansas Secretary of State  
Mark Martin**

State Capitol Building ♦ Little Rock, Arkansas 72201-1094 ♦ 501-682-3409

**Certificate of Good Standing**

I, Mark Martin, Secretary of State of the State of Arkansas, and as such, keeper of the records of domestic and foreign corporations, do hereby certify that the records of this office show

**WEYERHAEUSER NR COMPANY**

formed under the laws of the state of Washington, and authorized to transact business in the State of Arkansas as a Foreign For Profit Corporation, was granted a Application for Certificate of Authority by this office October 17, 2008.

Our records reflect that said entity, having complied with all statutory requirements in the State of Arkansas, is qualified to transact business in this State.



In Testimony Whereof, I have hereunto set my hand and affixed my official Seal. Done at my office in the City of Little Rock, this 6th day of March 2017.

*Mark Martin*

Mark Martin  
Secretary of State

Online Certificate Authorization Code: b5e982f7072a31f

To verify the Authorization Code, visit [sos.arkansas.gov](http://sos.arkansas.gov)

AMENDMENT NO. 11  
TO  
STANDBY TRUST AGREEMENT

THIS IS AN AMENDMENT (this "Amendment") dated February 2, 2017 to the Standby Trust Agreement dated January 8, 2009 (the "Trust Agreement") by and between Weyerhaeuser NR Company, a Washington corporation ("Grantor"), and U.S. Bank National Association, a national bank ("Trustee").

RECITALS

Whereas, the Arkansas Department of Pollution Control and Ecology Commission has established certain regulations applicable to the Grantor, requiring that an owner or operator of a solid waste management facility shall provide assurance that funds will be available when needed for closure and/or post-closure care of the facility.

Whereas, the Grantor and Trustee entered into the Trust Agreement to document their agreement for the establishment of a trust to provide all or part of such financial assurance for the facilities identified therein.

Whereas, Grantor and Trustee desire to amend the terms of the Standby Trust Agreement in certain respects to reflect the change in closure and post closure costs of the facilities as set forth on Schedules A-3 and A-4, and Grantor and Trustee are entering into this Amendment to memorialize the amendments to the Trust Agreement.

STATEMENT OF AMENDMENT

In consideration of the premises and the mutual promises and agreements contained herein, and for other good and valuable consideration, the receipt, mutuality and sufficiency of which are hereby acknowledged, Grantor and Trustee agree as follows:

1. Schedule A-3, "Amount of Closure: \$326,502" is hereby amended by deleting "\$326,502" and inserting "\$328,297" and "Amount of Post-Closure \$33,958" is hereby amended by deleting "\$33,958" and inserting "\$34,149".
2. Schedule A-4, "Amount of Post Closure: \$2,765,271" is hereby amended by deleting "\$2,765,271" and inserting "\$2,650,425" and "Amount of Corrective Action \$8,246,148" is hereby amended by deleting "\$8,246,148" and inserting "\$8,143,902."
3. As hereby amended, all the terms and provisions of the Trust Agreement shall continue in full force and effect.

IN WITNESS WHEREOF, each of Grantor and Trustee has caused this Amendment to be duly executed as of the day and year first above written.

Grantor:

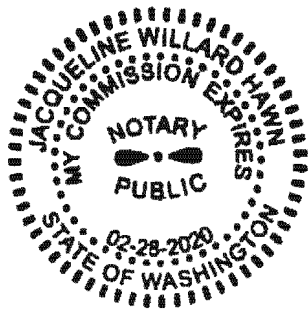
WEYERHAEUSER NR COMPANY

By: Kristy Harlan  
Kristy Harlan  
Senior Vice President, General  
Counsel and Corporate Secretary

Certification of Acknowledgement

State of Washington            )  
  )ss  
County of King                    )

On this 21 day of February, 2017, before me, personally came Kristy Harlan, by me duly sworn, did depose and say that she resides at Seattle, Washington, that she is Senior Vice President, General Counsel and Corporate Secretary of Weyerhaeuser NR Company, the incorporation described in and which executed the above instrument; that she knows the seal of said corporation; that the seal affixed to such instrument is such corporate seal; that it was so affixed by order of the Board of Directors of said corporation, and that she signed her name thereto by like order.



Jacqueline W. Ham  
Notary Public in and for the State of Washington  
Residing at: Federal Way  
My Commission Expires: 2/28/20

Trustee:

U.S. Bank National Association

By: *T Zrust*  
Thomas Zrust  
Vice President

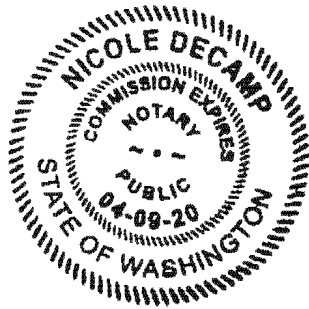
Certification of Acknowledgement

State of Washington            )  
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County of King                 )

On this 2nd day of February, 2017, before me, Nicole DeCamp, Notary Public, personally appeared Thomas Zrust, personally known to be (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument, the person or the entity, upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Dated: February 2, 2017



*Nicole DeCamp*  
Notary Public  
My appointment expires: 4/9/20

Approved and Accepted:

Arkansas Department of Environmental Quality

By: \_\_\_\_\_  
Its: \_\_\_\_\_

### SCHEDULE A-3

The following information in this schedule relates to the original standby trust agreement between the Weyerhaeuser NR Company (Grantor) and U.S. Bank National Association (Trustee). It is intended to give specifics about the facility covered by the standby trust agreements.

Facility Permit Number: 0218-S3N

Facility EPA ID: ARD049662752

Facility Name and Address:

Dierks  
P.O. Box 38  
Dierks, AR 71833

Amount of Closure: \$328,297

Amount of Post-Closure \$34,149

#### SCHEDULE A-4

The following information in this schedule relates to the original standby trust agreement between the Weyerhaeuser NR Company (Grantor) and U.S. Bank National Association (Trustee). It is intended to give specifics about the facility covered by the standby trust agreements.

Facility EPA ID: AR067671313  
RCRA Permit 25H-RN1

Facility Name and Address:

DeQueen Wood Treating  
P.O. Box 387  
DeQueen, AR 71832

Amount of Post-Closure: \$2,650,425

Amount of Corrective Action: \$8,143,902