In accordance with the Manitoba Environment Act (C.C.S.M. c. E125)

THIS LICENCE IS ISSUED TO:

GEORGIA-PACIFIC CANADA INC.; "the Licencee"

for the operation of the Development being a gypsum and a lime hydrating plant located at 1405 Sargent Avenue, Winnipeg, and subject to the following specifications, limits, terms and conditions:

SPECIFICATIONS, LIMITS, TERMS AND CONDITIONS

1. The Licencee shall ensure that within six months from the date of issuance of this Licence that emissions cease from the lime hydrating plant.

2. The Licencee shall ensure that within one year from the date of issuance of this Licence:

(1) downwind ground level concentrations of the following specific air contaminants shall not exceed the limits listed below:

<table>
<thead>
<tr>
<th>Air Contaminant</th>
<th>Period of Time</th>
<th>Concentration</th>
</tr>
</thead>
<tbody>
<tr>
<td>Dustfall</td>
<td>30 days</td>
<td>1.5 milligrams per square centimeter above natural background</td>
</tr>
<tr>
<td>Suspended Particulates</td>
<td>24 hour average</td>
<td>100 micrograms of suspended particulates per cubic meter of air</td>
</tr>
</tbody>
</table>

(2) solid particulate emissions from any process operation shall not exceed 0.25 grains per standard cubic foot calculated at 68 degrees Fahrenheit and 30 inches of mercury (0.57 grams per standard cubic meter calculated at 20 degrees Centigrade and 760 millimeters of mercury).

3. The Licencee shall ensure that a high standard of housekeeping is initiated and continued to control vehicular and wind entrained dust on the property.
REVOCAUTION

If in the opinion of the Director, the Licencsee is in contravention of or has contravened any of the specifications, limits, terms, or conditions set out herein, the Director may revoke, temporarily or permanently, this Licence.

Larry Strachan, P. Eng.
Director
Environment Act

Client File: 298.00
April 2, 1996

Mr. Doug Peterson, Director
Environmental Approvals
Building #2, 139 Tuxedo Avenue
Winnipeg, Manitoba, Canada R3N 0H6

Re: Transfer of Permits: An Amendment to my Letter of March 26, 1996

Dear Mr. Peterson:

Domtar Inc. has agreed to sell to Georgia-Pacific Corporation all of its Canadian Gypsum business. This Agreement was signed in November 1995, but the closing of the transaction required the approval of the U.S. Department of Justice (Antitrust Division) which affected the U.S. part of the transaction.

We have just been advised by Georgia-Pacific that an agreement in principle has been reached with the Department of Justice and the Closing will take place by April 15, 1996.

Georgia-Pacific Corporation will carry on business under the name Georgia-Pacific Canada Inc.

Therefore, please be advised that all environmental permits issued to our facility located at:

1405 Sargent Avenue
Winnipeg, Manitoba
Canada R3E 0G6

Contact: Kurt Ising, Plant Manager
Phone No.: 204-784-2420
Fax No.: 204-772-0730

need to be transferred to Georgia-Pacific Canada Inc. A title change is requested. Please advise us on any permit transfer requirements you may have. I can be contacted at 313-930-4778.

Yours very truly,

Hosep Torossian
Director, Environmental, Health & Safety

cc: Kurt Ising, Domtar Gypsum, Winnipeg
Glen Katsuyama, Domtar Inc., Montreal
Al Parker, Georgia-Pacific, Atlanta