

NOV 2 0 2002
WATER RESOURCES DEPT.
SALEM, OREGON



2730 Pacific Blvd., S.E. Albany, OR 97322 Albany Office Phone (541)-926-7771 Albany Fax (541)-928-1988 Albany Direct Line (541)-924-5340

November 15, 2002

Oregon Water Resources Department Commerce Building 158 12th Street NE Salem, OR 97321-0210

Phone (503)-378-3066

Attn: Dwight French

Re: Claim of Beneficial Use and Site Report for Transfer 7526

Please find enclosed a completed Claim of Beneficial Use and Site Report for Transfer Number 7526 in the name of Weyerhaeuser Company. This transfer was originally for Willamette Industries, Inc. I have enclosed as part of the report the Articles of Merger filed with the Oregon Secretary of State.

If you have any questions or comments, feel free to contact me at either of the numbers listed above.

Sincerely,

J. Edward Henricks

WEYERHAEUSER COMPANY
Building Materials Group Engineering
Albany, Oregon

CLAIM OF BENEFICIAL USE

AND

SITE REPORT

UNDER TRANSFER NO. T-7526

IN THE NAME OF

WEYERHAEUSER COMPANY

3251 OLD SALEM ROAD N.E. P.O. BOX 339 ALBANY, OREGON 97321 (541) 926-2281

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SALEM OREGON

CLAIM OF BENEFICIAL USE AND SITE REPORT

TRANSFER NO. T-7526

IN THE NAME OF WEYERHAEUSER COMPANY, FORMERLY WILLAMETTE INDUSTRIES, INC. ALBANY PAPER MILL

On June 30, 2002, Weyerhaeuser Company, a Washington corporation, was the successor by merger to Willamette Industries, Inc. A copy of the Articles of Merger field with the Oregon Secretary of State is enclosed for reference.

The following information and data was gathered by myself, J. Edward Henricks, (WRE No. 170) and Dick Leedy, an agent of Weyerhaeuser Company Albany Paper mill, on Friday, November 8, 2002, at the request of Mr. Leedy to prepare a Claim of Beneficial Use Report and final proof map for Weyerhaeuser Company.

INFORMATION: Dick Leedy is a Senior Engineer at Weyerhaeuser Albany Paper mill at 3251 Old Salem Road N.E., P.O. Box 339, Albany, Oregon 97321 (541)926-2281. Dick Leedy accompanied me during the field inspection, survey, and supplied all technical information on the system and components.

SOURCE: The source of water is from the main stem of the Willamette River.

DIVERSION POINT: The point of diversion is 1180 feet south and 1220 feet west of the northeast corner of Section 32, Township 10 South, Range 3 West, Willamette Meridian, located in the NE 1/4, NE 1/4 of Section 32 of said Township and Range.

DIVERSION POINT MOTORS & PUMPS: There are two Worthington VTP 15HH 340-3 stage 200 HP pumps on the barge. These have 15" suctions and 10" discharges. There is a rotating screen on the suctions that was modified to accept the transfer water according to ODF&W fish screen requirements. Enclosed is a letter dated August 26, 2002 from Michael Lambert, P.E., ODF&W approving the fish screening. The impellers on both barge pumps were replaced with the next size up to pump the transfer water. The new impeller size is 9 5/8" diameter on both.

There are two Worthington VTP 15HH 410-2 stage 200 HP pumps on the **bank**. These have 15" suctions and 10" discharges.

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The current pump arrangement and modification to the barge pumps was completed on September 24, 2002.

(Please refer to the enclosed page titled WEYERHAEUSER ALBANY PAPERMILL RIVER PUMP DATA 9/02 along with the attached drawing No. A titled RIVER PUMPING STATION FLOW DIAGRAM. These detail the four pumps at the river pumping station.)

There is 6,000 feet of 30" concrete cylinder pipe buried underground from the pump station at the river to the paper mill water pond. At the mill water pond the water is then diverted to the various uses on the site.

USE: INDUSTRIAL USE

CALCULATION 1: Using Worthington rating curves. Please refer to the two attached Worthington Rating Curves.

Rating curve graph for the two Worthington VTP 15HH 340-3 stage barge pumps shows in yellow the final output of each pump at 4,000 gallons per minute (gpm). This is based on a total head in feet of 122' (this 122' is the theoretical maximum value at the mill water pond) or 40.66' per stage on the graph with a 9 5/8" diameter impeller. There are two of these pumps on the barge for a total output of 8,000 gpm from the barge.

Rating curve graph for the two Worthington VTP 15hh 410-2 stage bank pumps shows in yellow the final output of each pump at 4,500 gpm. This is based on a total head in feet of 122' (this 122' is the theoretical maximum value at the mill water pond) or 61' per stage on the graph with a 9 15/16" impeller. There are two of these pumps on the bank for a total output of 9,000 gpm from the bank.

The total combined output from the barge pumps and bank pumps is 17,000 gpm or 37.88 cubic feet per second (cfs).

CALCULATION 2: Efficiency x HP = cfs (cubic feet per second) Lift + head

Efficiency factor for 80% = 7.04 1 psi = 2.31 foot head

Actual operating pressure in psi = 28 (water is pumped in a 30" concrete pipe to an open pond for distribution to the plant)



LIFT: The water line of the river varies during the year. The river elevation at the point of diversion was measured at 171' during late April. This elevation is on the United States Geodetic Survey basis. The high point of the mill site is the county road in front of the mill water pond and is at elevation 250'. The maximum lift is 79' and decreases in the wet months.

There are 4 of these pumps $(4 \times 9.73 \text{ cfs})$ or 38.92 cfs total capacity = 17,467 gpm.

NOTE: The pump station for the papermill including the bank and barge pumps has the following three certificates/permits/transfers associated with it: 1 - Certificate 54268 permit No. 23102 with a rate of 18.0 cfs. 2 - Permit No. 47184 with a rate of 12.0 cfs (Claim of Beneficial Use submitted 9/17/97). 3 - Transfer T-7526 with a rate of 5.13 cfs. The total rate = 35.13 cfs. The system is capable of pumping the full amount including the newly transferred 5.13 cfs water. Typically not all four pumps run at once but are cycled on/off per mill demand.

SURVEY TIE: The final proof map was created by numerous field surveys with the following equipment: Wild Heerbrug T1600 and T2002 electronic theodolites, Wild Heerbrug DI2000 and DI2002 electronic distance meters, and Wild Heerbrug GRE4 electronic data collector. The data was calculated on "Wildsoft" survey software and transferred by DXF file to AutoCAD Version 12 for final drafting. Numerous survey monuments were tied to along Old Salem Road for control. A Linn County GPS monument located at the southeast corner of Isaac Miller DLC No. 36 was tied to and used for the elevation basis.

REMARKS: This site has been put to the beneficial use of "INDUSTRIAL" as per the terms of the transfer. The pump station is capable of pumping enough water to satisfy all of the water rights/permits/transfers associated with it.

SPECIAL CONDITION: 1 - The water user shall install and maintain a fish screen or fish by-pass device. The type and plans of the screen or by-pass device must be approved by the Oregon Department of Fish and Wildlife prior to beginning of construction and shall be installed under the supervision of the Department of Fish and Wildlife. This condition was met as noted by the attached letter August 26, 2002 from Michael Lambert, P.E., ODF&W approving the fish screening. The rotary fish screen modifications were done prior to use of the transfer water. 2 – The watermaster has access to the diversion, however due to onsite hazards all visitors are required to check in at the main entrance, obtain a day pass, and participate in a short safety orientation presentation.



The final proof survey and inspection of the use, found to be completed under the terms and conditions of Transfer 7526, was completed by me on November 8, 2002. The facts contained in this report, attachments, and accompanying final proof map are correct to the best of my knowledge.

J. Edward Henricks, WRE No. 170

November 8, 2002

I **Fred Reed**, plant manager and agent of Weyerhaeuser Company the permit holder, agree to the findings of the certified water right examiner, herein enclosed, and do submit this site report and map as my claim of beneficial use of the water as provided under the terms and conditions of my Transfer Application number T-7526.

Fred Reed

Date:

VP - Plant Manager Weyerhaeuser Company 3251 Old Salem Road N.E. P.O. Box 339 Albany, Oregon 97321 (541) 926-2281





Weyerhaeuser, Albany, Oregon Papermill River Barge Pump November 8, 2002 Wedge Wire screen added for Transferred water under T-7526





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BY: Gl Hemieln

Department of Fish and Wildlife

Fish Division 2501 SW First Avenue PO Box 59 Portland, OR 97207 (503) 872-5252 FAX (503) 872-5632 TTY (503) 872-5259

August 26, 2002 Internet WWW: http://www.dfw.state.or.us/



Ed Henricks Surveyor/ Project Manager Weyerhaeuser Company 2730 Pacific Blvd., S.E. Albany, Or 97321

RE: Albany Mill Fish Screen Modifications

Dear Ed:

I have reviewed the engineering drawings and design data you sent to our office last month which describe proposed modifications to the existing disk screen on the river barge. The design adequately addresses our fish screening criteria, and the additional self-cleaning features shown should keep the screen free of debris while protecting fish. I find the design ready for construction and installation. Please keep all underwater openings within the minimum allowable opening size (1.75 mm), including the entire half round surface where the rotating screen meets the neoprene seal.

If your fabrication schedule permits, I would like to observe these modifications while the barge is out of the water.

Sincerely,

Michael Lambert, P.E. Fish Passage Engineer

cc: Bernie Kepshire, ODFW Corvallis

Steve Mamoyac, District Biologist, Corvallis

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WEYERHAEUSER ALBANY PAPER MILL RIVER PUMP DATA 9/02

NORTH BARGE PUMP: WORTHINGTON VTP 15HH 340-3 STAGE

15" SUCTION/10" DISCHARGE

200 HP/1800 RPM GE FRAME 6286P20 DIRECT COUPLED 9 5/8" IMPELLER 4000 GPM @ 122'

SOUTH BARGE PUMP: WORTHINGTON VTP 15HH 340-3 STAGE

15" SUCTION/10" DISCHARGE

200 HP/1800 RPM GE FRAME 6286P20 DIRECT COUPLED 9 5/8" IMPELLER 4000 GPM @ 122'

EAST BANK PUMP: WORTHINGTON VTP 15HH 410-2 STAGE

15" SUCTION/10" DISCHARGE

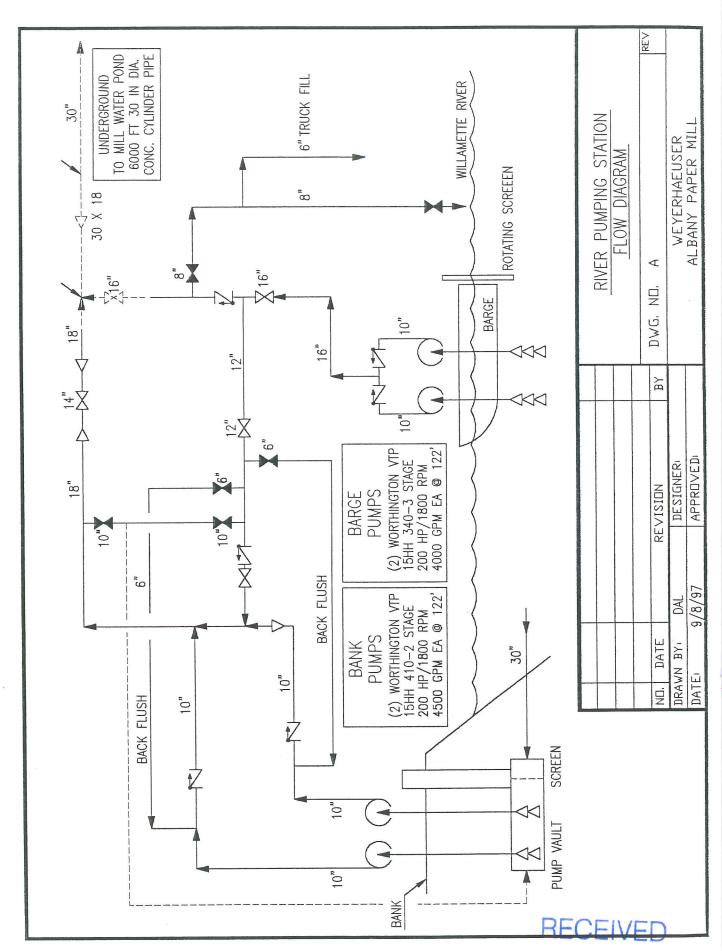
200 HP/1800 RPM GE FRAME L445TP DIRECT COUPLED 9 15/16" IMPELLER 4500 GPM @ 122'

WEST BANK PUMP: WORTHINGTON VTP 15HH 410-2 STAGE

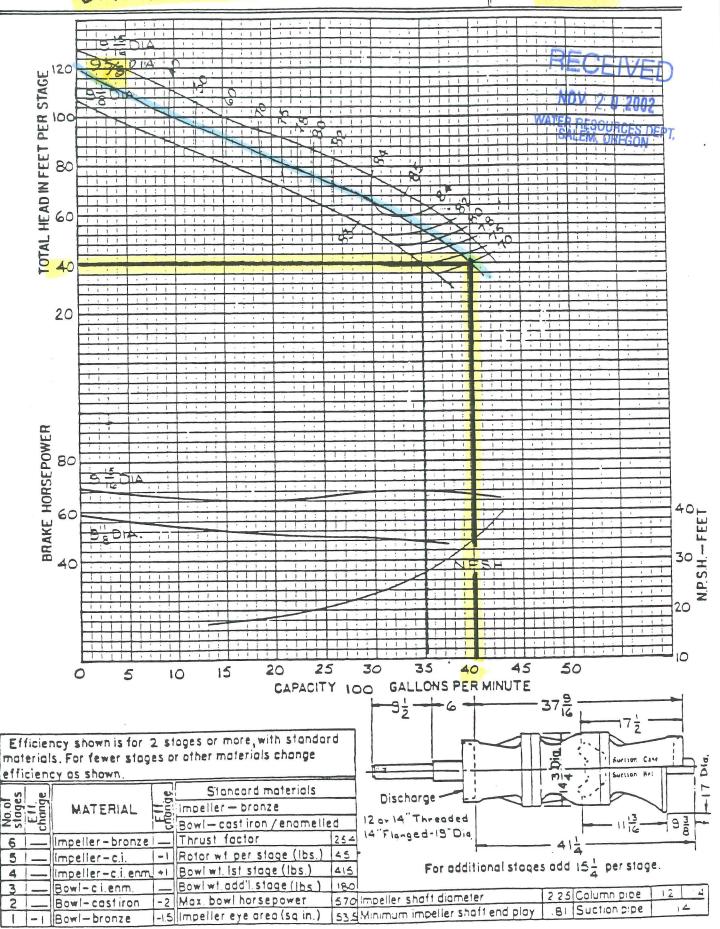
15" SUCTION/10" DISCHARGE

200 HP/1800 RPM GE FRAME L445TP DIRECT COUPLED 9 15/16" IMPELLER 4500 GPM @ 122'





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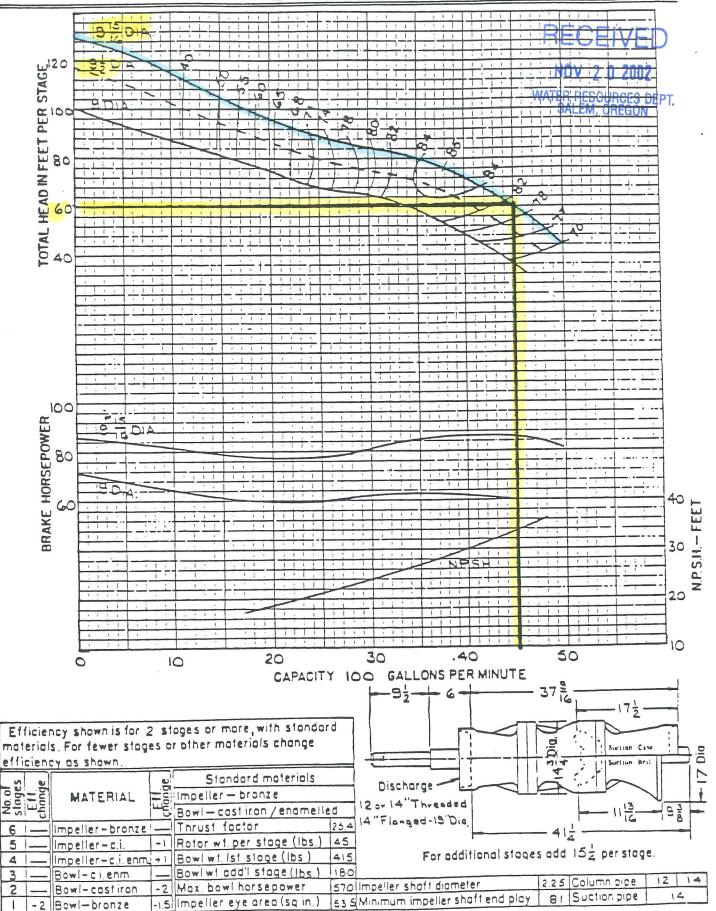


(60 CYCLE)

May 1, 1960

15HH410 1760 RPM

BANK PUMPS





Secretary of State Corporation Division 255 Capitol Street NE, Suite 151 Salem, OR 97310-1327

Phone:(503)986-2200 Fax:(503)378-4381 www.sos.state.or.us/corporation/corphp.htm

WEYERHAEUSER COMPANY TAX DEPT CH1C28 PO BOX 9777 FEDERAL WAY WA 98063-9777

Acknowledgment Letter

The document you submitted was recorded as shown below. Please review and verify the information listed for accuracy.

If you have any questions regarding this acknowledgement, contact the Secretary of State, Corporation Division at (503)986-2200. Please refer to the registration number listed below. A copy of the filed documentation may be ordered for a fee of \$5.00. Submit your request to the address listed above or call (503)986-2317 with your Visa or MasterCard number.

Document ARTICLES OF MERGER

Name of Survivor
WEYERHAEUSER COMPANY

Filed On 06/14/2002

Reg. No. 001252-29

Type FGN BUS CORP Juris WA

Name(s) of Non Survivor(s)
WILLAMETTE INDUSTRIES, INC.

Reg. No. 010824-11 Type DOM BUS CORP Juris OR

OF STATE OF	Phone: (503) 986-2200			Aminion of Manager
	Fax: (503) 378-4381	Charle the server date have below.		Articles of Marge
	Secretary of State Corporation Division 255 Capital St. NE, Suite 151	Check the appropriate box below: MULTI ENTITY MERGER (Complete only 1, 2, 3, 4, 10, 11)		For office use only
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Check here if th	ere is a name change in this pla	an of merger,	•	
3) A COPY OF THE ME	RGER PLAN IS ATTACHED.			
4) THE PLAN OF MERO	GER WAS DULY AUTHORIZED AN	D APPROVED BY EACH ENTITY THAT IS A PA	URTY TO THE MERGER.	
A comy of the w	ote required by each entity is at	tached .		
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	FOR PARENT AND 909	COWNED SUBSIDIARY WITHOUT SHARE	HOLDER APPROVAL	
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ARTICLES OF MERGER

OF

WILLAMETTE INDUSTRIES, INC. an Oregon Corportion (Registry No. 010824-11)

INTO

WEYERHAEUSER COMPANY a Washington Corporation (UBI No. 278 012 337)

To the Secretary of State State of Washington

Pursuant to the provisions of the Washington Business Corporation Act governing the merger of a foreign wholly-owned subsidiary business corporation into its domestic parent business corporation, the domestic parent business corporation hereinafter named does hereby submit the following articles of merger.

- 1. The name of the subsidiary corporation, which is a business corporation organized under the laws of the State of Oregon is Willamette Industries, Inc.
- 2. The name of the parent corporation, which is a business corporation organized under the laws of the State of Washington, is Weyerhaeuser Company.
 - 3. Shareholder approval was not required.
- 4. The following is the Agreement and Plan of Merger for merging Willamette Industries, Inc. into Weyerhaeuser Company as approved by resolution of the Board of Directors of Weyerhaeuser Company.

AGREEMENT AND PLAN OF MERGER

This Agreement and Plan of Merger dated as of June 7, 2002 is entered into by and between Weyerhaeuser Company, a Washington corporation ("Weyerhaeuser") and Willamette Industries, Inc., an Oregon corporation and a wholly owned subsidiary of Weyerhaeuser ("Willamette").

Whereas, the Board of Directors of Weyerhaeuser approved the acquisition of Willamette by Weyerhaeuser and the purchase of all the outstanding shares of Willamette stock pursuant to an

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Offer to purchase dated November 29, 2000 (as supplemented by the Supplement to the Offer to Purchase dated May 7, 2001, collectively the "Tender Offer").

Whereas, effective February 12, 2002, Company Holdings, Inc., a Washington corporation and wholly owned subsidiary of Weyerhaeuser ("Company Holdings"), accepted for payment shares tendered pursuant to the Tender Offer representing approximately 97% of the outstanding common stock of Willamette.

Whereas, effective March 14, 2002, Willamette merged with Company Holdings, with Willamette surviving the merger as a wholly owned subsidiary of Weyerhaeuser and each outstanding share of Willamette common stock automatically was canceled and retired and ceased to exist and each such outstanding share of Willamette stock, other than those held by Weverhaeuser, Willamette or Company Holdings, ceased to have any rights with respect thereto except the right to receive \$55.50 in cash per share, without interest, upon surrender of the stock to the paying agent.

Whereas, Weyerhaeuser is the owner of all the outstanding shares of Willamette stock.

Whereas, Weyerhaeuser now desires to merge with Willamette and, as a result, by operation of law to acquire all the assets of Willamette and to assume all obligations of Willamette.

Now therefore, the parties hereto agree as follows:

- The parties shall file with the Secretary of State of the State of Washington and the 1. Secretary of State of the State of Oregon, articles of merger or other appropriate documents (in each case, "Articles of Merger") executed in accordance with the relevant provisions of the Oregon Revised Statutes ("ORS") and the Revised Code of Washington ("RCW") and shall make all other filings or recordings required to accomplish the merger of Willamette with and into Weyerhaeuser (the "Merger") under the ORS and the RCW. The Articles of Merger shall provide that the Merger will become effective as of 11:59 p.m. Pacific Time on June 30, 2002 (the "Effective Time").
- At the Effective Time of the Merger, Willamette will cease to exist as a separate corporation and Weyerhaeuser will continue its existence as the surviving corporation (the "Surviving Corporation") pursuant to the provisions of the Washington Business Corporation Act.
- The name of the Surviving Corporation shall be Weyerhaeuser Company. 3.
- The articles of incorporation of Weyerhaeuser at the Effective Time shall be the articles of incorporation the Surviving Corporation until thereafter changed or amended as provided therein or by applicable law, which articles of incorporation shall not be amended in any respect by the Merger.

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- 5. The bylaws of Weyerhaeuser in effect immediately prior to the Effective Time shall be the bylaws of the Surviving Corporation until thereafter changed or amended as provided therein or by applicable law.
- 6. The directors and officers of Weyerhaeuser immediately prior to the Effective Time shall be the directors and officers of the Surviving Corporation until the earlier of their resignation or removal or until their respective successors are duly elected and qualified, as the case may be.
- 7. At the Effective Time, each outstanding share of Willamette shall no longer be outstanding and shall automatically be canceled and retired and shall cease to exist and no consideration shall be delivered or deliverable in exchange therefor.
- 8. At the Effective Time, each outstanding share of Weyerhaeuser stock shall be converted into one identical, fully paid and nonassessable share of common stock of the Surviving Corporation.
- 9. This Agreement and Plan of Merger shall be governed by, and construed in accordance with, the laws of the State of Washington applicable to contracts made and to be performed within the State of Washington, regardless of the laws that might otherwise govern under applicable principles of conflicts of laws.
- 10. This Agreement and Plan of Merger may be executed in one or more counterparts, all of which shall be considered one and the same agreement and shall become effective when one or more counterparts have been signed by each of the parties and delivered to the other party.
- 11. Weyerhaeuser hereby waives its right that it be mailed a copy or summary of the Agreement and Plan of Merger.

IN WITNESS WHEREOF, Weyerhaeuser and Willamette have executed this Agreement and Plan of Merger as of the date first written above.

WEYERHAEUSER COMPANY

[Name] Robert A. Dowdy

[Title] Vice President

WILLAMETTE INDUSTRIES, INC.

[Name] Claire S. Grace

[Title] Secretary

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