

TOC-WOODWORKERS, IAM
DEFINED CONTRIBUTION PLAN AND TRUST
Amendment 2012.2

The Board of Trustees of the TOC-Woodworkers, IAM, Defined Contribution Plan and Trust hereby adopt the following resolutions, effective September 26, 2012, amending and restating Section 3.3 of the Plan:

Section 3.3 Pre-Amendment Language:

3.3 Board Meetings. Two Board members selected by the Association and two Board members selected by District 1 shall constitute a quorum. All decisions of the Board shall be by unanimous vote. The members appointed by the Association shall have one vote and the members appointed by District 1 shall have one vote. In the event of any dispute which cannot be settled by the Board, the Board shall then appoint an impartial chairman who shall have one vote. The Board shall apply to the presiding judge of the Federal District Court for the District of Oregon to appoint a person to act as an impartial person if the Board shall be unable to agree upon an impartial person.

Section 3.3 Amended Language:

3.3 Board Meetings.

3.3.1 Voting. Two Board members selected by the Association and two Board members selected by District 1 shall constitute a quorum. All decisions of the Board shall be by unanimous vote. The members appointed by the Association shall have one vote and the members appointed by District 1 shall have one vote. In the event of any dispute which cannot be settled by the Board, the Board shall then appoint an impartial chairman who shall have one vote. The Board shall apply to the presiding judge of the Federal District Court for the District of Oregon to appoint a person to act as an impartial person if the Board shall be unable to agree upon an impartial person.

3.3.2 Regular Meetings. All regularly scheduled meetings of the Board of Trustees shall be held at the time and place, and in the manner, designated by the Board of Trustees. A "regularly scheduled meeting" shall mean a regular quarterly meeting the time, place and manner for which is designated by the Board of Trustees when adopting the Board's annual calendar. Publication of the Board's annual calendar in meeting minutes distributed to all Trustees shall serve as Notice for all regularly scheduled meetings during the year.

3.3.3 Special Meetings. A special meeting may be called by: (a) the Co-Chairs at any time upon five days' Notice; or (b) any three Trustees by giving at least 10 days' Notice.

3.3.4 Electronic Meetings. A regular or special meeting of the Board of Trustees may be held by conference telephone or similar communications equipment whereby all persons participating in the meeting can hear each other.

3.3.5 Attendance. A Trustee may participate in a regular, special or electronic meeting of the Board of Trustees by means of conference telephone or similar communications equipment whereby all persons participating in the meeting can hear each other, and the Trustee's participation in the meeting shall constitute presence in person at the meeting.

3.3.6 Notice. The term "Notice" shall mean advance written notice that designates the time, place, purpose and manner of the meeting and satisfies the following delivery requirements:

a. Notice may be delivered in one or more of the following methods: (1) by personal hand delivery; (2) by U.S. mail or private delivery service that tracks delivery, provided the postage and/or delivery costs are prepaid; or (3) by fax or email. Delivery by fax or email shall be used only if the Trustee receiving the Notice has authorized that form of Notice in the Trust's records.

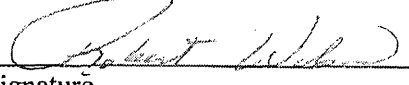
b. Notice shall be considered delivered as follows: (1) if personal, upon delivery; (2) if mailed, when deposited in the United States mail addressed to the Trustee at the address listed in the Board's records, with first class or faster postage prepaid; (3) if by private delivery service, when deposited with the delivery service addressed to the Trustee at the address listed in the Board's records, with delivery costs prepaid; (4) if by facsimile, when faxed to the Trustee's fax number listed in the Trust's records and upon receipt of a fax confirmation slip; (5) if by email, when sent to the email address listed in the Board's records.

3.3.7 Action without Meeting. The Board of Trustees may act without a meeting; provided, however, that the action shall be in writing and unanimously approved by all Trustees of the Board of Trustees.

The effective date of this amendment is September 26, 2012.

Signed on behalf of the Board of Trustees:

**IAM District Lodge W24 (successor to
Woodworkers District Lodge 1, IAM,
AFL-CIO)**

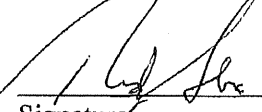


Signature

Bob Wilson
Print Name

Date signed: 9/26/12

**VIGILANT (successor to Timber
Operators Council, Inc.)**



Signature

Rodger Glos
Print Name

Date signed: 9/26/12