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09-09-2002



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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)
Tab settings

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Champion International Corporation

- Individual(s)
- General Partnership
- Corporation-State New York
- Other
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: 12/31/00

2. Name and address of receiving party(ies)

Name: International Paper Company

Internal Address: _____

Street Address: 1422 Long Meadow Road

City: Tuxedo State: NY Zip: 10987

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State New York
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s) _____

B. Trademark Registration No.(s) 0339420

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Barbara Batten

Internal Address: _____

International Paper Company

Street Address: 1422 Long Meadow Rd.

City: Tuxedo State: NY Zip: 10987

6. Total number of applications and registrations involved: 26

7. Total fee (37 CFR 3.41).....\$ 665.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

502027

DO NOT USE THIS SPACE

9. Signature.

Barbara T. Batten

Name of Person Signing

Barbara T. Batten

Signature

8/21/02

Date

Total number of pages including cover sheet, attachments, and document: 5

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

09/06/2002 LMUELLER 00000108 502027 0339420

01 FC:481 40.00 CH
02 FC:482 625.00 CH

TRADEMARK
REEL: 002577 FRAME: 0513



CONTINUATION OF ITEM 4

Trademark Registration Numbers:

0576068
0759234
0781426
0788743
0792224
1004791
1262346
1264219
1272649
1334289
1403126
1434704
1463135
1500498
1501315
1547372
1562132
2130468
2158583
2175032
2182457
2207399
2207400
2261945
2347019



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CERTIFICATE OF MERGER

OF

CSC 45

CHAMPION INTERNATIONAL CORPORATION

INTO

INTERNATIONAL PAPER COMPANY

UNDER SECTION 905 OF THE BUSINESS CORPORATION LAW

International Paper Company pursuant to the provisions of Section 905 of the Business Corporation Law of the State of New York, hereby certifies as follows.

1. The name of the constituent corporations to be merged are Champion International Corporation, a corporation of the State of New York, and International Paper Company, a corporation of the State of New York.

2. The name of the subsidiary corporation to be merged is Champion International Corporation, which was formed by consolidation on April 28, 1937 under the name United States Plywood Corporation.

3. The name of the surviving corporation is International Paper Company, the certificate of incorporation of which was filed on June 23, 1941 under the name International Paper and Power Corporation.

4. The designation and number of outstanding shares of each class of the subsidiary corporation, all of which are owned by the surviving corporation, as set forth in the plan of merger, are as follows.

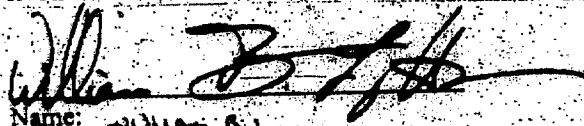
Name of Subsidiary	Designation and Number of Outstanding Shares
Champion International Corporation	100 common shares

5. The Board of Directors of the corporation named herein as the surviving corporation has adopted a plan of merger setting forth the terms and conditions of merging the corporation named herein as the subsidiary corporation into said surviving corporation.

6. The effective date of the merger herein certified shall be the 31st day of
December, 2000.

IN WITNESS WHEREOF, I have duly executed this Certificate and affirm that
the statements contained herein are true under the penalties of perjury this 28th day of
December, 2000.

INTERNATIONAL PAPER COMPANY



Name: William B. Lyton
Title: Senior Vice President

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