

02-12-2003

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

RE



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

102363942

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

1. Name of conveying party(ies):

Willamette Industries, Inc.

2-10-03

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

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

2. Name and address of receiving party(ies)

Name: Weyerhaeuser Company

Internal Address: CH 1J27

Street Address: 33663 Weyerhaeuser Way South

City: Federal Way State: WA Zip: 98063

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Washington 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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: June 30, 2002

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

A. Trademark Application No.(s)

See attached list

B. Trademark Registration No.(s)

See attached list

Additional number(s) attached Yes No

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

Name: Weyerhaeuser Company

Internal Address: CH 1J27

P.O. Box 9777

Federal Way, Washington 98063

Street Address: 33663 Weyerhaeuser Way South

City: Federal Way State: WA Zip: 98003

6. Total number of applications and registrations involved:

52

7. Total fee (37 CFR 3.41) \$ 1,315.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

23-1480

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Teresa J. Wiant

Name of Person Signing

Signature

Date Feb 3, 03

Total number of pages including cover sheet, attachments, and document: 7

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

TRADEMARK REEL: 002666 FRAME: 0267

APPLICATIONS

MARK	APPLICATION SERIAL NO.
E-Z GUARD	76/360,761
REFLEXION	76/107,209
THE MASTER FORESTER PROGRAM	76/191,361
ULTRAPINE	76/312,938
WILLROLLS	76/312,799
WILLSPAN	76/274,838

REGISTRATIONS

MARK	REGISTRATION NO.
BOHEMIA	2,023,367
CI2000	2,467,954
CLARION	1,198,659
CLEARFIELD OPAQUE	1,700,521
DURAFLAKE	715,279
ENTERPRISE OFFSET	2,527,056
ENTERPRISE REPLY CARD	2,527,112
E-Z CALC	2,377,342
E-Z FRAME	1,573,386
E-Z FRAME SYSTEM	2,436,852
E-Z FRAMER	2,408,181
E-Z RIM	2,001,406
FLORPINE	825,595
HIGHLAND BOOK	1,394,850
HIGHLAND PLUS	2,264,448
KINGLSEY OPAQUE	2,413,285
KOREPINE	826,712
KORPINE POLYKOTE	983,676
KORTRON EB	1,154,892
LAMTRON	1,440,622
MEDEX	1,503,949
MEDITE	1,191,192
PAPER MATTERS	2,307,582
PENNBOOK	1,386,779
PENNFIELD OPAQUE	1,281,534
PREMIER	1,806,741

MARK	REGISTRATION NO.
PROVIDENCE OPAQUE	2,434,273
SAYBROOK OPAQUE	1,821,258
STRUCJOIST & design	1,358,051
STRUCLAM	1,686,443
SURECOAT	1,196,038
SURELAM	1,432,962
"TREE DESIGN"	1,474,138
"TREE DESIGN"	1,810,745
THE MASTER FORESTER PROGRAM	1,631,213
WESTLINE OPAQUE	1,281,533
WET-GUARD	824,666
WILLAMETTE CLASSIC GLULAM	2,529,483
WILLAMETTE PREMIER GLULAM	2,529,480
WILLAMETTE PREMIER PLUS GLULAM	2,529,479
WILLCOPY	1,405,821
WILLPAK	1,732,974
WILLPAK	1,782,661
WILLPRINT	2,275,834
WILL-TRIM	1,940,032
WSI	1,575,006

ARTICLES OF MERGER

OF

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

INTO

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

FILED
SECRETARY OF STATE
JUN 14 2002
STATE OF WASHINGTON

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

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 Weyerhaeuser, 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:

1. The parties shall file with the Secretary of State of the State of Washington and the 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").
2. 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.
3. The name of the Surviving Corporation shall be Weyerhaeuser Company.
4. 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.

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.

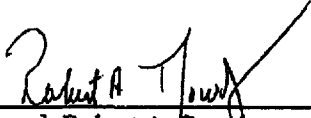
10. This Agreement and Plan of Merger may be executed in one or more counterparts, all of which shall be considered one and the same agreement and shall become effective when one or more counterparts have been signed by each of the parties and delivered to the other party.

11. Weyerhaeuser hereby waives its right that it be mailed a copy or summary of the Agreement and Plan of Merger.

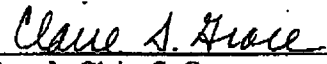
IN WITNESS WHEREOF, Weyerhaeuser and Willamette have executed this Agreement and Plan of Merger as of the date first written above.

WEYERHAEUSER COMPANY

WILLAMETTE INDUSTRIES, INC.



[Name] Robert A. Dowdy
[Title] Vice President



[Name] Claire S. Grace
[Title] Secretary

STATE of WASHINGTON



SECRETARY of STATE

I, **SAM REED**, Secretary of State of the State of Washington and custodian of its seal,
hereby issue this

CERTIFICATE OF MERGER

to

WEYERHAEUSER COMPANY

a Washington Profit Corporation. Articles of Merger were filed for record in this office
on the date indicated below.

**Merging WILLIAMETTE INDUSTRIES, INC. (an Oregon corporation not
qualified in WA) into WEYERHAEUSER COMPANY**

UBI Number: 278 012 337

Date: June 14, 2002



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

A handwritten signature in cursive script that reads "Sam Reed".

Sam Reed, Secretary of State