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11-09-1998



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SHEET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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To the Honorable Commissioner of Patents and Trademarks

Attached original documents or copy thereof.

1. Name of conveying party(ies):

Paper Corporation of America

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

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

3. Nature of conveyance:

MRD 11-2-98

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

Execution Date: 9/23/93

2. Name and address of receiving party(ies)

Name: Unisource Worldwide, Inc.

Internal Address:

Street Address: 825 Duportail Road
Chesterbrook/Wayne, PA 19087
City: State: ZIP:

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Delaware
- 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 patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,729,297 - COLORSOURCE

Additional numbers attached? Yes No

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

Name: George A. Smith, Jr., Esq.
Howson and Howson
Internal Address:

Street Address: 321 Norristown Road
P.O. Box 457
Spring House State: PA ZIP: 19477
City: State: ZIP:

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41).....\$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

08-3040

(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.

George A. Smith, Jr.
Name of Person Signing

Signature

10/29/98
Date

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

10/06/1998 JMWATKINS 00000235 172237
FC-601



Office of the Secretary of State

I, WILLIAM T. QUILLEN, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "PAPER CORPORATION OF AMERICA" FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF SEPTEMBER, A.D. 1993, AT 2:15 O'CLOCK P.M.

A CERTIFIED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO NEW CASTLE COUNTY RECORDER OF DEEDS FOR RECORDING.

* * * * *



William T. Quillen

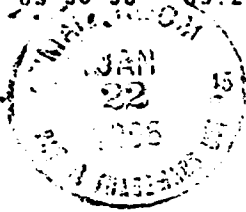
William T. Quillen, Secretary of State

AUTHENTICATION: *4199627

DATE: 12/17/1993

TRADEMARK

REEL: 1810 FRAME: 0181



**AMENDMENT TO THE
RESTATED CERTIFICATE OF INCORPORATION
OF
PAPER CORPORATION OF AMERICA**

Paper Corporation of America, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation, by unanimous written consent, adopted a resolution proposing and declaring advisable the following amendment to the Restated Certificate of Incorporation of said corporation:

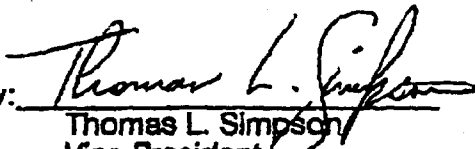
RESOLVED, that the Restated Certificate of Incorporation of Paper Corporation of America be amended by changing number 1 thereof so that, as amended, number 1 shall be and read as follows:

"The name of the Corporation is Unisource Worldwide, Inc."

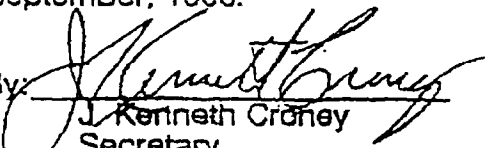
SECOND: That in lieu of a meeting and vote of stockholders, the stockholders have given unanimous written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said Paper Corporation of America has caused this certificate to be signed by Thomas L. Simpson, its Vice President, and attested by J. Kenneth Croney, its Secretary this 23rd day of September, 1993.

By: 
Thomas L. Simpson
Vice President

THE UNDERSIGNED, being the Secretary hereinbefore named, for the purpose of amending the Amended Restated Certificate of Incorporation pursuant to the General Corporation Law of the State of Delaware, as amended, does make this Amended Restated Certificate of Incorporation, hereby declaring and certifying that this is his act and deed and the facts herein stated are true, and accordingly has hereunto set his hand this 23rd day of September, 1993.

By: 
J. Kenneth Croney
Secretary