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To the Honorable Commissioner of Patents

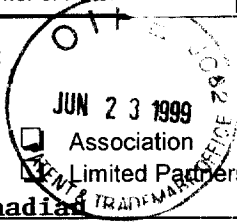
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original documents or copy thereof.

1. Name of conveying party(ies):
Tembec Inc.

Individual(s)
 General Partnership
 Corporation-State **Canadian**
 Other _____

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



2. Name and address of receiving party(ies):
 Name: **Tembec Investments Inc.**
 Internal Address: **800, Rene-Levesque Blvd. West**
 Street Address: **Suite 2790, Montreal (Quebec) H3B1X9**
 City: _____ State: **Canada** ZIP: _____

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State **Canadian**
 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: **February 28, 1999**

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)
75/554,588

B. Trademark registration No.(s)

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: **Carol L. B. Matthews**
 Internal Address: **Gadsby & Hannah LLP**
 Street Address: **1747 Pennsylvania Avenue Suite 700**
 City: **Washington** State: **DC** ZIP: **20006**

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:
07-0035
 (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.

Carol L. B. Matthews _____ **23 June 99**
 Name of Person Signing Signature Date

Total number of pages comprising cover sheet: **4**

24/1999 DMBUYEN 00000226 75554588

FC:481 40.00 DP

OMB No. 0651-0011 (exp. 4/94)

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

Public burden reporting for this sample cover sheet is estimated to average 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231 and to the Office of Management and Budget paperwork Reduction Project (0651-0011).

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re Application of

Tembec Investments Inc.

Filed: September 17, 1998

Application No. 75/554,588

Mark: TEMLITE

Assistant Commissioner for Trademarks
2900 Crystal Drive
Arlington, Virginia 22202-3513

POWER OF ATTORNEY

Registrant hereby appoints Carol L. B. Matthews, Paul F. Kilmer, Thomas W. Brooke, Stephen J. Jeffries and Anthony Masiello, all members of the Bar of the District of Columbia, and Gadsby & Hannah LLP, and all having an address at 1747 Pennsylvania Avenue, N.W., Suite 700, Washington, D. C. 20006, with full power of substitution and revocation, to represent it in all proceedings affecting the mark and registration which may arise in the Patent and Trademark Office hereafter. Any previous powers of attorney relating to the mark and registration are hereby revoked.

DOMESTIC REPRESENTATIVE

Gadsby & Hannah LLP, whose postal address is Suite 700, 1747 Pennsylvania Avenue, N.W., Washington, D. C. 20006, is hereby designated applicant's representative upon whom notices or process in proceedings affecting the mark may be served.

TEMBEC INVESTMENTS INC.

BY:


Claude Imbeau

TITLE: General Counsel and Secretary

DATE: February 28, 1999

ASSIGNMENT

WHEREAS, Tembec Inc., a corporation organized and existing under the laws of Quebec, Canada, located and doing business at 800 Rene-Levesque Blvd. West, Suite 2790, Montreal (Quebec) H3B 1X9, Canada (hereinafter "Assignor") is the owner of all right, title and interest in and to the trademark TEMPLITE and the application therefor, Serial No. 75/554,588 filed September 17, 1998; and

WHEREAS, On February 28, 1999, Assignor sold, assigned and transferred unto Tembec Investments Inc., a Canadian corporation, having a principal business address 800 Rene-Levesque Blvd. West, Suite 2790, Montreal (Quebec) H3B 1X9, Canada (hereinafter "Assignee"), all of its right, title and interest in and to the trademark TEMPLITE, the application therefor, the goodwill symbolized thereby, and the business in which TEMPLITE is to be used; and

WHEREAS, the parties are now desirous of ratifying and confirming said sell, assignment and transfer of all right, title and interest in and to the aforesaid trademark, the application therefor, the goodwill symbolized by the mark, and the business in which the mark is to be used;

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NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, transfers, and sets over to Assignee, Nunc Pro Tunc as of February 28, 1999, the entire right, title and interest in and to the trademark TEMPLITE, the application therefor, and the business connected to the trademark TEMPLITE, the same to held in and enjoined by the Assignee, its successors, assigns and other legal representatives.

This Assignment shall be binding upon the parties, their successors and/or assigns, and all other acting by, through, with or under their direction, and all those in privity therewith. Executed in Montreal, Providence of Quebec, Canada, this 28 day of February 1999.

TEMBEC INC.

BY: 

Claude Imbeau

TITLE: General Counsel and Secretary

Date: February 28, 1999

TEMBEC INVESTMENTS INC.

BY: 

Claude Imbeau

TITLE: General Counsel and Secretary

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RECORDED: 06/23/1999

TRADEMARK
REEL: 001919 FRAME: 0026