

08-02-1999



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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
 - Security Agreement Nunc Pro Tunc Assignment
 - Merger Change of Name
 - Other
- Effective Date
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AK/ATA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

08/02/1999 NTHA11 00000125 500674 0709809

FOR OFFICE USE ONLY

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Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20503

REEL: 001941 FRAME: 0341

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="0709809"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

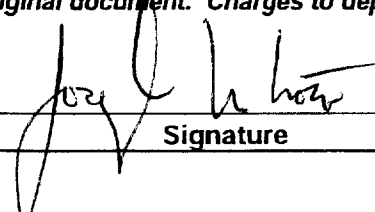
No

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. Charges to deposit account are authorized, as indicated herein.

Joseph M. Noto

Name of Person Signing



Signature

July 26, 1999

Date Signed

ARTICLES/CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

JAMES RIVER CORPORATION OF NEVADA (Nevada)

INTO

JAMES RIVER CORPORATION OF VIRGINIA (Virginia)

James River Corporation of Virginia, a Virginia corporation (the "Surviving Corporation"), certifies:

FIRST: That James River Corporation of Virginia was incorporated January 16, 1969, pursuant to the laws of the State of Virginia, the provisions of which permit the merger of a subsidiary corporation of another state into a parent corporation organized and existing under the laws of the State of Virginia.

SECOND: That James River Corporation of Virginia owns all of the outstanding shares of James River Corporation of Nevada, a Nevada corporation.

THIRD: That the Board of Directors of James River Corporation of Virginia adopted the following resolutions at a meeting held on April 14, 1988, at which a quorum was present, approving the merger of James River Corporation of Nevada into James River Corporation of Virginia:

RESOLVED, that the Corporation shall merge into itself its wholly owned subsidiary, James River Corporation of Nevada (the "Merger"), and shall assume all of its liabilities and obligations;

RESOLVED, that the Merger shall be effective April 24, 1988, or such other date as shall be determined by the Chairman, President or Senior Vice President, Chief Financial Officer;

RESOLVED, that the officers of the Corporation are authorized to execute Articles/Certificate of Ownership and Merger setting forth a copy of the resolutions authorizing the Merger and the assumption of James

River Corporation of Nevada's liabilities and obligations, and the date of adoption thereof, and to cause the same to be filed with the Secretary of State of Nevada and the State Corporation Commission of Virginia.

FOURTH: That at the time the merger becomes effective, each issued and outstanding share of James River Corporation of Nevada shall be cancelled and each pre-merger issued and outstanding share of James River Corporation of Virginia shall continue as such, unaffected.

FIFTH: That the Surviving Corporation agrees that it may be served with process in the State of Nevada in any proceeding for enforcement of any obligation of James River Corporation of Nevada, as well as for enforcement of any obligation of the Surviving Corporation arising from the merger, including any suit or other proceeding to enforce the right of any shareholder as determined in appraisal proceedings pursuant to the provisions of Section 78.510 of the Nevada Revised Statutes and it does hereby irrevocably appoint the Secretary of State of Nevada as its agent to accept service of process in any such suit or other proceeding. The address to which a copy of such process shall be mailed by the Secretary of State of Nevada is Post Office Box 2218, Tredegar Street, Richmond, Virginia 23217, until the Surviving Corporation shall have hereafter designated in writing to the Secretary of State of Nevada a different address for such purpose.

SIXTH: That the merger shall be effective as of April 23, 1988, except that for accounting purposes, the merger shall be effective as of April 24, 1988.

SEVENTH: That anything herein or elsewhere to the contrary notwithstanding, this merger may be terminated and abandoned by the Board of Directors of James River Corporation of Virginia at any time prior to the date of filing the merger with the Secretary of State of Nevada or the State Corporation Commission of Virginia.

WITNESS the following signatures as of this 18th day of April, 1988.

JAMES RIVER CORPORATION OF VIRGINIA

(SEAL)

By *David J. McKittrick*
David J. McKittrick
Senior Vice President

By *William L. Flaherty*
William L. Flaherty
Treasurer

JAMES RIVER CORPORATION OF NEVADA

(SEAL)

By *David J. McKittrick*
David J. McKittrick
President

By *Clifford A. Cutchins, IV*
Clifford A. Cutchins, IV
Secretary

STATE OF VIRGINIA)
) ss.
CITY OF RICHMOND)

On April 18, 1988, personally appeared before me, a Notary Public, David J. McKittrick, Senior Vice President of James River Corporation of Virginia, who acknowledged that he executed the above instrument.

Richard J. [Signature]
Notary Public

119371

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

RICHMOND, April 23, 1988

The accompanying articles having been delivered to the State Corporation Commission on behalf of

JAMES RIVER CORPORATION OF NEVADA

and the Commission having found that the articles comply with the requirements of law and that all required fees have been paid, it is

ORDERED that this **CERTIFICATE OF MERGER**

be issued, and that this order, together with the articles, be admitted to record in the office of the Commission: and that **JAMES RIVER CORPORATION OF NEVADA** be merged into **JAMES RIVER CORPORATION OF VIRGINIA** the surviving corporation, which shall continue to be a corporation existing under the laws of the State of Virginia with the corporate name **JAMES RIVER CORPORATION OF VIRGINIA** and that the separate existence of the corporations parties to the plan of merger, except the surviving corporation, shall cease, effective April 23, 1988.

STATE CORPORATION COMMISSION

By

Elizabeth B. Lacy

Commissioner

Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

The foregoing is a true copy of the Articles of Merger of JAMES RIVER CORPORATION OF NEVADA issued April 23, 1988.

Nothing more is hereby certified.



*Signed and Sealed at Richmond on this Date:
July 19, 1999*

Joel H. Peck

Joel H. Peck, Clerk of the Commission

CIS20505