

FORM PTO-1618A

Expires 06/30/99
OMB 0651-0027

12-09-1999

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK



101217649

RECORDATION FORM SYSTEM
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MRO 12-1-99

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 Date Year



12-01-1999

U.S. Patent & TMO/TM Mail Rcpt Dt. #64

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Date Year

Name

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/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

- Individual
- General Partnership
- Limited Partnership

- Corporation
- Association

Other

Citizenship/State of Incorporation/Organization

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

12/09/1999 TTOM11 00000014 951279

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01 FC:481
02 FC:482

40.00 DP
375.00 DP

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Mail documents to be recorded with required cover sheet(s) information to:
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TRADEMARK
REEL: 001997 FRAME: 0009

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

(716) 325-5553

Name

Harter, Secrest & Emery LLP

Address (line 1)

700 Midtown Tower

Address (line 2)

Address (line 3)

Rochester, New York 14604

Address (line 4)

Pages

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

#

8

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)

75/618,399

74/345,760

75/803,206

951,379

1,814,911

400,543

2,075,664

555,959

623,073

679,073

629,539

2,057,765

Number of Properties

Enter the total number of properties involved.

#

16

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41)

\$

415.00

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:

#

03-3875

Authorization to charge additional fees:

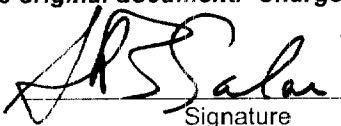
Yes No

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.

Stephen B. Salai

Name of Person Signing



Signature

December 1, 1999

Date Signed

RECORDATION FROM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

Conveying Party

Mark if additional names of conveying parties attached

Enter Additional Conveying Party

Execution Date
Month Date Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Enter Additional Receiving Party

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

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City

State/Country

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Corporation Association

Other

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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)

1,867,617

2,265,441

725,634

1,914,170

State of New York }
Department of State } ss:

[Handwritten initials]

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

Witness my hand and seal of the Department of State on

MAY 04 1999



[Handwritten signature]

Special Deputy Secretary of State

DOS-1266 (5/96)

F990503000224

CT-07

CT-07

**CERTIFICATE
OF
MERGER
OF
THE ALLING & CORY COMPANY
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. INTERNATIONAL PAPER COMPANY, a corporation of the State of New York, owns all of the outstanding shares of THE ALLING & CORY COMPANY, a corporation of the State of New York.

2. As to each subsidiary corporation, the designation and number of outstanding shares (of each class) and the number of such shares owned by the surviving corporation are as follows:

Name of Subsidiary	Designation and Number of Outstanding Shares	Number of Shares Owned by Survivor
The Alling & Cory Company	100 common shares	100 common shares International Paper Company

3. (a) The certificate of incorporation of International Paper Company was filed in the Department of State on June 23, 1941 under the name of International Paper and Power Corporation.

(b) The certificate of incorporation of The Alling & Cory Company was filed in the Department of State on the 26th day of June, 1908.

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06/21/1994 PM

TOTAL 0 02

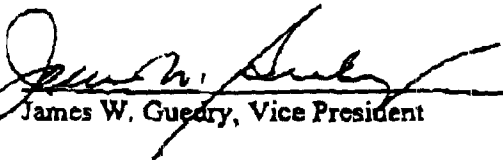
4. The surviving corporation owns all of the outstanding shares of the corporation to be merged.

5. The merger shall be effective on the 3rd day of May, 1999.

6. The plan of merger was adopted by the Board of Directors of the surviving corporation on April 13, 1999.

IN WITNESS WHEREOF, this certificate has been signed on the 1st day of May, 1999 and the statements contained herein are affirmed as true under penalties of perjury.

INTERNATIONAL PAPER COMPANY


By: James W. Guedry, Vice President


By: Ellen McLaughlin, Assistant Secretary

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CT-07

FILED
MAY 3 1999
MAY 3 1999

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CERTIFICATE OF MERGER
OF
THE ALLING & CORY COMPANY
INTO
INTERNATIONAL PAPER COMPANY
UNDER SECTION 905 OF THE BUSINESS CORPORATION LAW

1cc
STATE OF NEW YORK
DEPARTMENT OF STATE
FILED MAY 03 1999
TAX \$ _____
BY: *SAC*

Westchester

FILED BY:
BARBARA L. SMIHERS
INTERNATIONAL PAPER COMPANY
2 MANHATANVILLE ROAD
PURCHASE, NY 10577

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990503000234

TOTAL P.05