

Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)
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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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

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

1. Name of conveying party(ies):

Fox River Paper Company

- 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:

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

Execution Date: 11/29/01

2. Name and address of receiving party(ies)

Name: Fox River Paper Company LLC

Internal

Address: _____

Street Address: 100 West Lawrence Street

City: Appleton State: WI Zip: 54911

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State _____
- Other Limited Liability Company - Delaware

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 registration number(s):

A. Trademark Application No.(s) SEE ATTACHED

B. Trademark Registration No.(s) SEE ATTACHED

Additional number(s) attached Yes No

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

Name: Sean K. Murphy

Internal Address: Quarles & Brady LLP

Street Address: 411 East Wisconsin Avenue

City: Milwaukee State: WI Zip: 53202

6. Total number of applications and registrations involved: _____

120

7. Total fee (37 CFR 3.41).....\$ 3,015.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

17-0055

DO NOT USE THIS SPACE

9. Signature.

Sean K. Murphy
Name of Person Signing

Sean K. Murphy
Signature

March 5, 2002
Date

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

Mark	Reg. No.	Reg. Date
A and Eagle Design	90,952	April 8, 1913
ACCEPTANCE BOND (Stylized)	131,697	May 25, 1920
AGAWAM and Design	85,311	February 13, 1912
ANNIVERSARY	580,359	September 22, 1953
ANNIVERSARY (Stylized)	299,950	January 3, 1933
ARCTIC WHITE	1,431,100	March 3, 1987
ARTESIAN (Stylized)	103,306	March 30, 1915
Bird Design	754,200	August 6, 1963
CAPITOL BOND	1,103,401	October 3, 1978
Capitol Design	1,272,643	April 3, 1984
CHEMARK	843,216	January 30, 1968
CIRCA 83 (Stylized)	976,405	January 8, 1974
CIRCA SELECT	1,164,620	August 11, 1981
CLEARMASTER	1,955,977	February 13, 1996
CLEARMASTER	593,140	July 27, 1954
COLDSTREAM	854,189	August 6, 1968
CONFETTI	1,543,515	June 13, 1989
CONSERVAMAT	1,198,721	June 22, 1982
COUPON (Stylized)	65,974	November 5, 1907
CREDIT (Stylized)	175,299	November 6, 1923
CRUSHED LEAF	2,343,114	April 18, 2000
CUSTOM EDGE (Stylized)	1,363,316	October 1, 1985
CUSTOMARK	696,091	April 12, 1960
DANSK	1,234,570	April 12, 1983
DICTATION (Stylized)	168,226	May 15, 1923
DREXEL	854,920	August 13, 1968
DURALIFE	748,043	April 16, 1963
DURALIFE	739,029	October 9, 1962
DURAMAX	748,044	April 16, 1963
Eagle Design	1,189,972	February 16, 1982
ECOPAQUE	2,024,192	December 16, 1996
ESTATE LABEL	992,007	August 27, 1974
EVERGREEN	1,920,846	September 19, 1995
FABRICA	1,312,305	January 1, 1985
FILARE	1,268,606	February 28, 1984
FINE WEAVE	894,613	July 14, 1970
FOX RIVER (Stylized)	533,584	November 21, 1950
FOX RIVER SELECT	2,257,787	June 29, 1999
FOXLINE	686,653	October 13, 1959
FOXLITE	846,281	March 19, 1968
FRANCHISE (Stylized)	154,027	April 4, 1922
GAINSBOROUGH	1,258,510	November 22, 1983
GENEALOGY BOND and Design	1,189,971	February 16, 1982
GRAPHI LITH	779,081	October 27, 1964

GRAPHI LITH and Design	779,080	October 27, 1964
HELMSMAN	781,421	December 8, 1964
HILLSDALE	1,292,226	August 28, 1984
HOWARD (Stylized)	506,862	February 22, 1949
INTEREST (Stylized)	410,126	November 7, 1944
JUBILEE (Stylized)	334,811	May 12, 1936
KEEBORD	318,668	October 30, 1934
LINE MARQUE (Stylized)	319,004	November 13, 1934
LINWEAVE (Stylized)	154,170	April 4, 1922
LINWEAVE ENVELOPES TO MATCH and Town Crier Design	155,298	May 23, 1922
LINWEAVE MILANO (Stylized)	755,525	August 27, 1963
LINWEAVE SPECTRA (Stylized)	730,118	April 17, 1962
LOVE LETTERS	416,750	September 25, 1945
MARDI GRAS	230,948	August 9, 1927
MARINER	766,721	March 17, 1964
MAXOPAQUE	1,573,343	December 26, 1989
MAXWELL (Stylized)	507,155	March 1, 1949
MIRAGE	1,160,918	July 14, 1981
Miscellaneous Fox Design	2,180,539	August 11, 1998
MODAVATION PAPETERIES	860,112	November 12, 1968
NEW ERA BOND	200,318	June 30, 1925
OLD BADGER BOND	239,884	March 13, 1928
PARCH MARQUE	990,175	August 6, 1974
PERMALIFE	714,413	April 25, 1961
PERMANIZED	326,758	July 30, 1935
PERMANIZED COLD SPRINGS and Design	408,917	September 5, 1944
PERMASSURED	739,028	October 9, 1962
PLOVER (Stylized)	433,993	November 4, 1947
PRINTERS SERVICE BUREAU	738,059	September 18, 1962
PROTOCOL	1,347,760	July 9, 1985
QUEST	1,753,216	February 16, 1993
RAPIRASE	764,707	February 11, 1964
RAVINIA	804,699	March 1, 1966
RECLA	940,985	August 15, 1972
RISING (Stylized)	594,892	September 7, 1954
RISING CONSERVAMAT	1,226,631	February 8, 1983
RISING GALLERY 100	1,105,128	October 31, 1978
RISING R and Design	1,226,630	February 8, 1983
RUBICON	2,159,686	May 19, 1998
RUBICON TREE FREE and Design	2,159,695	May 19, 1998
SEABREEZE	762,762	January 7, 1964
SEXTANT	762,761	January 7, 1964
SHIPMASTER	762,764	January 7, 1964
SHIPMATE	762,763	January 7, 1964

SHIPWRIGHT	774,549	August 4, 1964
SILVERMIST	804,698	March 1, 1966
SINCERITY	160,486	October 24, 1922
STARBOARD	764,320	February 4, 1964
STARWHITE	849,409	May 21, 1968
STOCK EXCHANGE (Stylized)	174,219	October 9, 1923
STONEHENGE	1,242,065	June 14, 1983
SUNDANCE	1,123,694	August 7, 1979
TANGLEWOOD	760,014	November 12, 1963
Targeted Pencil Logo	1,984,237	July 2, 1996
TAROTEXT (Stylized)	863,938	January 21, 1969
TECHNACLEAR	1,658,202	September 24, 1991
TECHREADY	2,074,478	June 24, 1997
TEMPLA-KLIPS	736,833	August 28, 1962
TETON	960,919	June 12, 1973
TEXTRA	858,276	October 8, 1968
THEMEMARKS	2,460,402	June 12, 2001
TOOLS OF THE TRADE	1,991,079	August 6, 1996
TRADE WIND	762,765	January 7, 1964
TRANSIT (Stylized)	166,943	April 17, 1923
TREE FREE FOX RIVER and Design	2,049,050	April 1, 1997
TROJAN (Stylized)	207,551	January 5, 1926
VALID (Stylized)	167,152	April 24, 1923
VALLEY FORGE	1,268,603	October 12, 1982
VIBRANCE	2,182,989	August 18, 1998
WALL STREET (Stylized)	174,232	October 9, 1923
WINSTED	595,557	September 21, 1954
Wire and Shaded Design	1,321,530	February 19, 1985
WORKWELL	1,569,692	December 5, 1989

Mark	Application No.	Application Date
CORONADO	76/225,461	March 14, 2001
FREEDOM	76/059,369	May 30, 2000
SUNDANCE A TRUE WORKHORSE and Design	76/124,568	September 8, 2000

State of Delaware
Office of the Secretary of State PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"FOX RIVER PAPER COMPANY", A DELAWARE CORPORATION,
WITH AND INTO "FRPC, LLC" UNDER THE NAME OF "FOX RIVER PAPER COMPANY LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF NOVEMBER, A.D. 2001, AT 11 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3439541 8100M

010604797

AUTHENTICATION: 1471636

DATE: 11-29-01
TRADEMARK

REEL: 002423 FRAME: 0091

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 11:00 AM 11/29/2001
010604797 - 3439541

NO. 480311195 P. 2

**CERTIFICATE OF MERGER
OF
FOX RIVER PAPER COMPANY
INTO
FRPC, LLC**

The undersigned, FRPC, LLC, a Delaware limited liability company and the surviving entity in this merger (the "Surviving Entity"), hereby certifies as follows:

1. This Certificate of Merger is filed for purposes of merging Fox River Paper Company, a Delaware corporation (the "Nonsurviving Entity"), into the Surviving Entity.
2. An Agreement of Merger has been approved, adopted, certified, executed and acknowledged by the Nonsurviving Entity and the Surviving Entity pursuant to Section 18-209 of the Delaware Limited Liability Company Act.
3. The Certificate of Formation of FRPC, LLC shall be the Certificate of Formation of the Surviving Entity, except that at the effective time of the merger the Certificate of Formation shall be amended to change the name of the Surviving Entity to Fox River Paper Company LLC.
4. The Agreement of Merger is on file at the principal place of business of the Surviving Entity, which is as follows:

Fox River Paper Company LLC
100 West Lawrence Street
5th Floor
Appleton, Wisconsin 54911
5. A copy of the Agreement of Merger will be furnished by the Surviving Entity on request and without cost to any member of the Surviving Entity or to any person holding an interest in the Nonsurviving Entity.

Q:\MCKE9113041.1

IN WITNESS WHEREOF, the Surviving Entity has caused this Certificate of Merger to be executed on its behalf by its duly authorized member this 29th day of November, 2001.

FRPC, LLC

By: FOX VALLEY CORPORATION,
Member

By: Lyle H. Richter
Lyle H. Richter, Vice President -
Finance and Chief Financial Officer