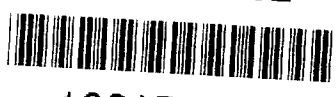


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07.08.02

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(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)
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RECC
TF

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.

<p>1. Name of conveying party(ies): <u>International Paper Company</u></p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State <u>New York</u> <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies) Name: <u>International Paper Trademark Company</u> Internal Address: <u>9th Floor</u> Street Address: <u>300 Delaware Avenue</u> City: <u>Wilmington</u> State: <u>DE</u> Zip: <u>19801</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State <u>Delaware</u> <input type="checkbox"/> Other _____</p> <p><small>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</small></p>
<p>3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>May 1, 2002</u></p>	

<p>4. Application number(s) or registration number(s): A. Trademark Application No.(s) _____ _____</p>	<p>B. Trademark Registration No.(s) <u>1902765</u> _____</p> <p>Additional number(s) attached <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p>
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<p>5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Barbara T. Batten</u> Internal Address: <u>International Paper Law Department</u> _____</p> <p>Street Address: <u>1422 Long Meadow Rd</u> _____</p> <p>City: <u>Tuxedo</u> State: <u>NY</u> Zip: <u>10987</u></p>	<p>6. Total number of applications and registrations involved: <u>27</u></p> <p>7. Total fee (37 CFR 3.41).....\$ <u>690.00</u> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: <u>502027</u></p>
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DO NOT USE THIS SPACE

9. Signature.

Barbara T. Batten Barbara T. Batten July 1, 2002
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 6

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

07/11/2002 GT011 00000049 502027 1902765
01 FC:481 40.00 CH

TRADEMARK
REEL: 002542 FRAME: 0742

CONTINUATION OF ITEM 4

TRADEMARK REGISTRATION NUMBERS

1454183
1421006
1277633
0733435
1450776
1433842
1324407
0911944
2345094
1520845
1412281
2127153
2459646
1221711
0698175
1718012
2543641
1435118
1431102
1456500
2560485
0858732
0712661
2576468
2541410
1263632

ASSIGNMENT OF TRADEMARK RIGHTS

This Assignment of Trademark Rights (this "Assignment") is entered into effective May 1, 2002 by International Paper Company, a New York corporation ("Assignor"), and International Paper Trademark Company, a Delaware Corporation ("Assignee").

Background

1. Assignor owns 100% of all issued and outstanding stock of Assignee.
2. Assignor is an operating company in the paper products and distribution business. Assignor operates various business units and is continuously developing new product lines, new logos, new trademarks and other aspects of marketing and sales of products and services.
3. Assignee has been formed and operates as a special purpose trademark protection company, with principal purposes including, among others, the following:
 - Title to US trademarks
 - Protection of trademarks
 - Exploitation of trademarks
 - Protection against infringement by use of trademarks
 - Investment and cash management
4. Assignor has developed the trademarks identified in Schedule A ("Trademarks") and intends by this Assignment to contribute and assign all right, title and interest in and to the Trademarks, including all rights of registration, to Assignee, pursuant to the provisions of Section 351 of the Internal Revenue Code of 1986, as amended.


Agreement

Now therefore, the parties agree as follows:

- A. Assignor hereby contributes and assigns to Assignee all right, title and interest, together with all registration rights, in and to the Trademarks identified on Schedule A attached hereto.
- B. Assignee hereby accepts and acknowledges receipt of the Trademarks.
- C. Assignor agrees to provide such additional documentation as may be reasonably required by Assignee in order to completely effect the assignment and contribution hereunder.

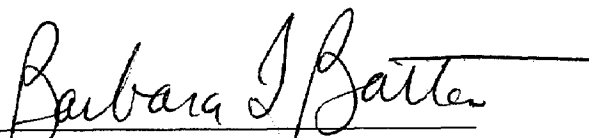
The parties have executed this Assignment effective as of the date stated above.

Assignor:
INTERNATIONAL PAPER COMPANY

By: 
Name: Jeanne McCabe
Title: Assistant Secretary

Accepted:

Assignee:
INTERNATIONAL PAPER TRADEMARK COMPANY

By: 
Name: Barbara T. Batten
Title: Assistant Secretary

SCHEDULE A

Trademark:	Registration #
AVANTI	1902765
BRILLIANT	1454183
CDX	1421006
CELLOKRAFT	1277633
CHARGER	0733435
COMMERCE	1450776
COMPU-PRINT	1433842
CONCORD	1324407
CONOCUP	0911944
EASTOCELL	2345094
ENDURANCE	1520845
HI-BRITE	1412281
HI-FORM	2127153
HI-MAPLE	2459646
HOLIDAY	1221711
HYDRO CHEM	0698175
IMPERIAL BONDWARE	1718012
INVERKOTE	2543641
JEFFERSON	1435118
KRYSTALKOTE	1431102
LAGUNA	1456500
PEOPLE AND PAPER THAT CREATE RESULTS	2560485
SATIN KOTE	0858732
TYRECELL	0712661
VELOCITY	2576468
W (Stylized) (Color)	2541410
WELDFORM	1263632