

10/8/02

10-15-2002



Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

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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): International Paper Company
Individual(s) Association
General Partnership Limited Partnership
Corporation-State NY
Other
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: International Paper Trademark Company
Internal Address:
Street Address: 1422 Long Meadow Road
City: Tuxedo State: NY Zip: 10987
Individual(s) citizenship
Association
General Partnership
Limited Partnership
Corporation-State Delaware
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: 9/10/2002

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
B. Trademark Registration No.(s)
2,598,161
Additional number(s) attached Yes No

6. Total number of applications and registrations involved: 1

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Jeanne McCabe
Internal Address:
International Paper Company
Street Address: 1422 Long Meadow Rd.
City: Tuxedo State: NY Zip: 10987

7. Total fee (37 CFR 3.41) \$ 40.00
Enclosed
Authorized to be charged to deposit account
8. Deposit account number: 502027
(Attach duplicate copy of this page if paying by deposit account)

10/11/2002 TDIAZ1 00000072 502027 2598161 40.00 CH 01 FC:481

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.
Jeanne McCabe Signature Date 9/11/2002
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 5

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

TRADEMARK REEL: 002597 FRAME: 0619

ASSIGNMENT OF TRADEMARK RIGHTS

This Assignment of Trademark Rights (this "Assignment") is entered into effective 9/10/02 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

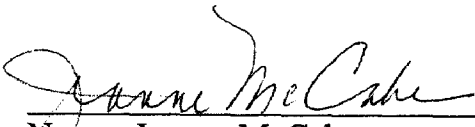
Now therefore, the parties agree as follows:

- 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.

* * * * *

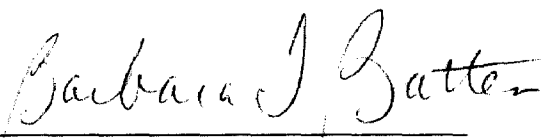
The parties have executed this Assignment effective as of the date stated above.

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 #
CASH AND CARRY	2,598,161