

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	conversion of Virginia corporation to Delaware corporation

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Fort James Operating Company		12/15/2006	CORPORATION: VIRGINIA

**RECEIVING PARTY DATA**

<b>Name:</b>	Fort James Operating Company
<b>Street Address:</b>	133 Peachtree Street NE
<b>City:</b>	Atlanta
<b>State/Country:</b>	GEORGIA
<b>Postal Code:</b>	30303
<b>Entity Type:</b>	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 268**

Property Type	Number	Word Mark
Registration Number:	1525627	CLOTHMASTER
Registration Number:	1535246	CLOTHMASTER
Registration Number:	1432894	CONTINENTAL
Registration Number:	790719	MARATHON
Registration Number:	1290967	MARATUFF
Registration Number:	988958	MARINA
Registration Number:	1281199	MAXI
Registration Number:	1287117	MAXI
Registration Number:	688326	NEVER-OUT
Registration Number:	686254	NEVER-OUT
Registration Number:	1812130	PICK-A-SIZE
Registration Number:	723887	ROLLMASTR
Registration Number:	733654	ROLLMASTR
Registration Number:	1342725	SERIES 2000

CH \$6715.00 1525627

Registration Number:	1310009	SERIES 2000
Registration Number:	689515	SHOPMASTER
Registration Number:	397815	SUPERSERV
Registration Number:	512526	TISFOLD
Registration Number:	1594175	TOWLSAVER
Registration Number:	1594275	TOWLSAVER
Registration Number:	687897	TOWLSAVER
Registration Number:	688244	TOWLSAVER T S
Registration Number:	502243	ZEE
Registration Number:	1000542	ZEE NICE 'N SOFT
Serial Number:	75022458	ACCLAIM
Serial Number:	74065493	ACCUDRY
Serial Number:	74065492	ACCUWIPE
Serial Number:	78603832	ACOLCHINADO
Serial Number:	74483051	ADJUST-A-MATIC
Serial Number:	71546213	ADNAP
Serial Number:	74376723	AIRTEX
Serial Number:	75262004	AMERICA'S #1 NAPKIN
Serial Number:	75429401	ANSWERLINK
Serial Number:	76076050	AQUACREPE
Serial Number:	76401889	AT HOME COMFORT AWAY FROM HOME
Serial Number:	78352975	AURORA
Serial Number:	78798269	BATHROOM MOMENTS
Serial Number:	71696025	BEVNAP
Serial Number:	75488928	BIGFOLD
Serial Number:	78285534	
Serial Number:	78296056	BIGFOLD Z
Serial Number:	78634687	BLUECONNECT
Serial Number:	78066222	BRAWNY
Serial Number:	73054752	BRAWNY
Serial Number:	78307184	BRAWNY
Serial Number:	78307314	BRAWNY
Serial Number:	78307171	BRAWNY
Serial Number:	78307174	BRAWNY
Serial Number:	78356377	BRAWNY

Serial Number:	78402314	BRAWNY
Serial Number:	78404561	BRAWNY
Serial Number:	78443780	BRAWNY
Serial Number:	78720413	BRAWNY
Serial Number:	78720415	BRAWNY
Serial Number:	77031093	BRAWNY
Serial Number:	78816064	BRAWNY ACADEMY
Serial Number:	78850886	BRAWNY ACADEMY
Serial Number:	75301507	BRAWNY
Serial Number:	75610706	
Serial Number:	75610707	
Serial Number:	78451230	BRAWNY ELITE
Serial Number:	78726372	BRAWNY INDUSTRIAL
Serial Number:	78810795	BRAWNY LODGE
Serial Number:	78293123	BRAWNY
Serial Number:	78178377	BRAWNY MAN
Serial Number:	78278384	
Serial Number:	78402291	
Serial Number:	78402297	
Serial Number:	78402289	
Serial Number:	78720410	
Serial Number:	78720409	
Serial Number:	75771358	
Serial Number:	74612658	
Serial Number:	78134590	BRAWNY PROFESSIONAL
Serial Number:	78810792	BRAWNY RANCH
Serial Number:	76401890	C.A.R.E. CLEANLINESS ASSURES RESTAURANT EXCELLENCE
Serial Number:	74052197	CAREX
Serial Number:	76330355	CAREX
Serial Number:	74682867	
Serial Number:	75228841	
Serial Number:	78449955	CHIFFON
Serial Number:	78689483	CLEAN CORE
Serial Number:	78653848	

Serial Number:	74476081	COMBI-FOLD
Serial Number:	72003417	COMPACT
Serial Number:	74358195	COMPACT
Serial Number:	75665791	COOLCOLORS
Serial Number:	78467349	CREATE A-SIZE
Serial Number:	78545278	DEMAK'UP
Serial Number:	78775120	DINE-A-CLOTH
Serial Number:	78138405	DINE-A-FRESH
Serial Number:	78775122	DINE-A-MAX
Serial Number:	73521164	DINE-A-WIPE
Serial Number:	78181943	DISCOVERIES
Serial Number:	78190521	DISPENSER SOLUTIONS FOR A LIFETIME
Serial Number:	78216853	DS DISPENSER SOLUTIONS FOR A LIFETIME
Serial Number:	75549994	DRITEX
Serial Number:	78730084	DRI-WICK
Serial Number:	75393359	DURAHEX
Serial Number:	78138404	DYNACLOTH
Serial Number:	75258569	DYNAMAX
Serial Number:	78138403	DYNAMAX ULTRA
Serial Number:	74128377	ECOSOURCE
Serial Number:	72264317	EDON
Serial Number:	74004044	ENVISION
Serial Number:	78773946	ESSENCE IMPRESSIONS
Serial Number:	74207436	EUREKA!
Serial Number:	75277921	EUREKA!
Serial Number:	73765025	EXECUTIVE
Serial Number:	73767301	EXECUTIVE
Serial Number:	74063596	
Serial Number:	75639858	
Serial Number:	75639852	
Serial Number:	76393074	FOR AN EVEN FRESHER QUILTED CLEAN
Serial Number:	72023458	
Serial Number:	73680387	
Serial Number:	78816065	FORT BRAUNY
Serial Number:	76111629	FRESH & MOIST

Serial Number:	78201446	FRESH-KINS
Serial Number:	78189654	
Serial Number:	73832309	GREEN FOREST
Serial Number:	71672945	HYNAP
Serial Number:	75281889	IMPRESSIONS
Serial Number:	78593346	INNOCENT ESCAPES
Serial Number:	78296703	INTERSTATE
Serial Number:	78187533	IT'S ALL IN THE QUILTING
Serial Number:	73828153	JAMES RIVER
Serial Number:	78534215	KOLA
Serial Number:	78597200	KOLA
Serial Number:	78529019	LAPNAP
Serial Number:	78255349	LINENSOFIT
Serial Number:	72060114	LINENSOFIT
Serial Number:	75598686	LONG DISTANCE ROLL
Serial Number:	78234660	
Serial Number:	76041278	MAKE A DIFFERENCE - IN YOUR ENVIRONMENT
Serial Number:	72271421	MARAWIPE
Serial Number:	72356198	MARDI GRAS
Serial Number:	73616668	MARDI GRAS
Serial Number:	78404550	MARDI GRAS SEASONALS
Serial Number:	72019240	MARDI GRAS
Serial Number:	76268537	MARQUIS
Serial Number:	78138402	MAX 3000
Serial Number:	75541407	MAX2000
Serial Number:	75541409	MAX2000
Serial Number:	71407717	MENU
Serial Number:	78433660	MICROQUILTS
Serial Number:	74476019	MICRO-TWIN
Serial Number:	75113446	MICRO-TWIN
Serial Number:	72295133	MINI-MORNAP
Serial Number:	74721566	MINI-TWIN
Serial Number:	78319356	MINI-TWIN
Serial Number:	74633286	MONTEREY SHELL
Serial Number:	71416725	MORNAP

Serial Number:	74486487	MORNAP JR.
Serial Number:	75410316	
Serial Number:	76418757	MULTI-PLATE
Serial Number:	75806120	MULTISAVER
Serial Number:	71128158	NATIONAL
Serial Number:	78757987	NEVER LETS YOU DOWN
Serial Number:	73058498	NICE'N SOFT
Serial Number:	73124041	NICE'N SOFT
Serial Number:	75818258	NORTHERN
Serial Number:	75438285	NUROLL
Serial Number:	75794504	OUR BRANDS MEAN BUSINESS
Serial Number:	73733344	PERFFFORM
Serial Number:	78961746	PHOEBE FONTAINE
Serial Number:	76075416	
Serial Number:	76075417	
Serial Number:	78472573	PLUSH-QUILTS
Serial Number:	71543167	POM
Serial Number:	72258529	POM-ETTS
Serial Number:	73582908	PREFERENCE
Serial Number:	74306761	PREFERENCE
Serial Number:	75067003	PREFERENCE
Serial Number:	78290305	QUARTER CASE
Serial Number:	76398419	QUICK-UP
Serial Number:	78358508	QUILTED
Serial Number:	78362424	QUILTED
Serial Number:	75395188	QUILTED NORTHERN
Serial Number:	75713832	QUILTED NORTHERN
Serial Number:	76111051	QUILTED NORTHERN
Serial Number:	78113158	QUILTED NORTHERN
Serial Number:	78312846	QUILTED NORTHERN
Serial Number:	74612659	
Serial Number:	76376666	
Serial Number:	78289007	QUILTED NORTHERN PS
Serial Number:	78545342	QUILTED NORTHERN PS
Serial Number:	78896867	Q

Serial Number:	78896870	Q
Serial Number:	78896875	Q
Serial Number:	78896863	Q
Serial Number:	74361518	
Serial Number:	74361525	
Serial Number:	74362452	QUILTED NORTHERN
Serial Number:	74191093	
Serial Number:	75088104	QUILTED NORTHERN ULTRA
Serial Number:	76375726	
Serial Number:	78223028	QUILTING
Serial Number:	78366974	QUILTS
Serial Number:	73735558	ROLLSAVR
Serial Number:	73767294	ROLLSAVR
Serial Number:	78504990	SAFE-T-GARD
Serial Number:	72295077	SAFE T GARD
Serial Number:	76430548	SCRUBBING CIRCLES
Serial Number:	76148362	SHOP MASTER
Serial Number:	74256811	SHUR-TOWEL
Serial Number:	72280945	SHUR-WIPE
Serial Number:	74184060	SIGNATURE
Serial Number:	78918517	SNACNAP
Serial Number:	71407723	SNOWTEX
Serial Number:	72112228	SNOWTEX
Serial Number:	72019762	SO-DRI
Serial Number:	72181350	SOF-KNIT
Serial Number:	72299012	SOF-KNIT
Serial Number:	78222481	SOF-KNIT
Serial Number:	78440685	SOF-KNIT
Serial Number:	74512967	SOPULL
Serial Number:	78296696	SOPULL
Serial Number:	73130116	SOFT 'N FRESH
Serial Number:	73521163	SOFT 'N FRESH
Serial Number:	73113912	SOFT 'N GENTLE
Serial Number:	74202344	SOFT 'N GENTLE
Serial Number:	76397312	

Serial Number:	75067361	SOFT'N GENTLE
Serial Number:	76036122	SOFT ON NATURE
Serial Number:	76036123	SOFT ON NATURE, SOFT ON YOU
Serial Number:	78188688	
Serial Number:	78477264	SPOT THE QUILTERS
Serial Number:	78590065	STASH-A-PACK
Serial Number:	73712053	STUDIO COLORS
Serial Number:	78229728	SYSTEM 3000
Serial Number:	75783515	TASKMATE
Serial Number:	75549995	TECHDRY
Serial Number:	76417252	THE IMAGINERS
Serial Number:	76417253	THE IMAGINERS
Serial Number:	76091145	THE MESSY MEAL NAPKIN
Serial Number:	78256090	THE ULTIMATE QUILTED CLEAN
Serial Number:	75713821	THICK 'N STRONG
Serial Number:	75815720	THIRSTY O'S
Serial Number:	71658776	TIDYNAP
Serial Number:	72218417	TIDYNAP
Serial Number:	71543169	TIDYNAPS
Serial Number:	71651301	TOWLMASTR
Serial Number:	71651300	TOWLMASTR
Serial Number:	78798274	TRADE UP EVERYDAY
Serial Number:	75416653	TUFFMATE
Serial Number:	75576140	UDDERLICLEAN
Serial Number:	74403534	VALUECHOICE
Serial Number:	75818256	VANITY FAIR
Serial Number:	78406302	VANITY FAIR
Serial Number:	78637960	VANITY FAIR
Serial Number:	72063712	VANITY FAIR
Serial Number:	78306604	
Serial Number:	78729967	VANITY FAIR EVERYDAY WITH DRI-WICK
Serial Number:	74408749	
Serial Number:	75818257	VANITY FAIR
Serial Number:	74366948	VISTA
Serial Number:	78164422	WASH AND DRY HANDS WELL. FOR THE HEALTH OF IT.



Serial Number:	75938029	WASH HANDS WELL FOR THE HEALTH OF IT
Serial Number:	76322536	
Serial Number:	78664263	WHERE ENTERPRISE MEETS SCIENCE
Serial Number:	73521162	WIPE AWAY
Serial Number:	78305239	Z
Serial Number:	74218970	RENAISSANCE
Serial Number:	78367729	ROADIES
Serial Number:	72090505	BELNAP
Serial Number:	78406153	TRIPLE ACTION PERFORMANCE STRONG SOFT ABSORBENT
Registration Number:	2456002	

**CORRESPONDENCE DATA**

Fax Number: (404)584-1461  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 404-652-4735  
Email: bfedwar@gapac.com  
Correspondent Name: Barbara F. Edwards  
Address Line 1: 133 Peachtree Street NE  
Address Line 4: Atlanta, GEORGIA 30303

NAME OF SUBMITTER:	Barbara F. Edwards
Signature:	/bfe/
Date:	02/01/2007

Total Attachments: 2  
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# Delaware

PAGE 1

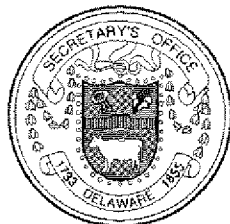
*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A VIRGINIA CORPORATION UNDER THE NAME OF "FORT JAMES OPERATING COMPANY" TO A DELAWARE CORPORATION, FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF DECEMBER, A.D. 2006, AT 5:04 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2006, AT 12 O'CLOCK P.M.

4275405 8100V

070045039



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5354278

DATE: 01-16-07

TRADEMARK  
REEL: 003473 FRAME: 0081

STATE OF DELAWARE  
CERTIFICATE OF CONVERSION  
FROM A NON-DELAWARE CORPORATION  
TO A DELAWARE CORPORATION  
PURSUANT TO SECTION 265 OF THE  
DELAWARE GENERAL CORPORATION LAW

- 1.) The jurisdiction where the Non-Delaware Corporation first formed is Virginia.
- 2.) The jurisdiction immediately prior to filing this Certificate is Virginia.
- 3.) The date the Non-Delaware Corporation first formed is June 14, 1979.
- 4.) The name of the Non-Delaware Corporation immediately prior to filing this Certificate is Fort James Operating Company.
- 5.) The name of the Corporation as set forth in the Certificate of Incorporation is Fort James Operating Company.
- 6.) This conversion shall be effective at 12:00 p.m., EST, on December 29, 2006.

IN WITNESS WHEREOF, the undersigned being duly authorized to sign on behalf of the converting Non-Delaware Corporation have executed this Certificate on the 15<sup>th</sup> day of December, A.D. 2006.

By: 

Name: Stefanie G. Simpson  
Print or Type

Title: Assistant Secretary  
Print or Type