

10-29-1999



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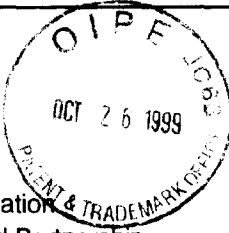
101184137

the attached original documents or copy thereof.

1. Name of conveying party(ies):
Fort James B.V.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other Netherlands Company

Additional name(s) of conveying party(ies) attached? Yes No



2. Name and address of receiving party(ies)
Name: Fort James S.a.r.l.

Internal Address: _____

Street Address: 3 Boulevard Royal
L-2449 Luxembourg, Luxembourg
City: _____ State: _____ ZIP: _____

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

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: December 18, 1998

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)
75/587,936

B. Trademark Registration No.(s)
929,242 1,852,137
1,797,438 1,861,566
1,837,856 2,133,590

Additional numbers attached? Yes No

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

Name: Theodore A. Breiner

Internal Address: P.O. Box 19290

Street Address: 115 North Henry Street

City: Alexandria State: VA ZIP: 22320

6. Total number of applications and registrations involved: 7

7. Total fee (37 CFR 3.41).....\$ 190.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
02-3690

(Attach duplicate copy of this page if paying by deposit account)

10/28/1999 MTHA11 00000175 023690 75587936 DO NOT USE THIS SPACE

01 FC:481 40.00 CH
02 FC:482 150.00 CH

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.

Theodore A. Breiner Theodore A. Breiner October 26, 1999
Name of Person Signing Signature Date

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

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Registrant: FORT JAMES S.a.r.l.

REGISTRATION NOS. SEE ATTACHED APPENDIX A

POWER OF ATTORNEY

AND DESIGNATION OF DOMESTIC REPRESENTATIVE

Any and all former Powers Of Attorney for the trademark registrations set forth in the attached Appendix A are hereby revoked and registrant hereby appoints A. W. BREINER (Registration No. 18,676), a member of the Bars of the District of Columbia and the State of Virginia; THEODORE A. BREINER (Registration No. 32,103), a member of the Bars of the District of Columbia and the States of Virginia and Wisconsin; and MARY J. BREINER (Registration No. 33,161), a member of the Bars of the District of Columbia and the States of Virginia and Wisconsin, 115 North Henry Street, Post Office Box 19290, Alexandria, Virginia 22320-0290 (Telephone (703) 684-6885); its attorneys with full power of substitution and revocation to transact all business in the Patent and Trademark Office in connection therewith.

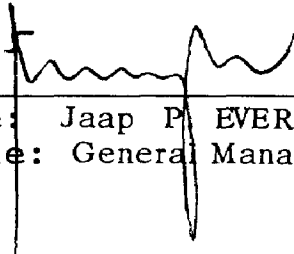
A. W. BREINER (Registration No. 18,676), THEODORE A. BREINER (Registration No. 32,103), and MARY J. BREINER (Registration No. 33,161), 115 North Henry Street, Post Office Box 19290, Alexandria, Virginia 22320-0290 (Telephone (703) 684-6885), are designated registrant's representatives upon whom notices of process in proceedings affecting these

registrations and marks may be served.

_____ declares that he/she is
_____ of Fort James S.a.r.l. and is
authorized to make this declaration on behalf of the
corporation; that all statements made herein of his/her own
knowledge are true and that all statements made on informa-
tion and belief are believed to be true; and further that
these statements were made with the knowledge that willful
false statements and the like so made are punishable by fine
or imprisonment, or both, under Section 1001 of Title 18 of
the United States Code and that such willful false state-
ments may jeopardize the validity of these registrations.

FORT JAMES S.a.r.l.

By


Name: Jaap P. EVERWIJN
Title: General Manager

Date: September 12, 1999

DEED OF TRANSFER OF OWNERSHIP

BETWEEN

- FORT JAMES B.V., a company organized under the law of The Netherlands and registered in the Trade Register under N° 368 889, with its registered office at CUIJK and its business address at Lange Linden 22, 5433 NC KATWIJK (NB), The Netherlands,

AND

- FORT JAMES S.à.r.l., a company organized under the law of Luxembourg, 3 boulevard Royal, L-2449 Luxembourg, Luxembourg,

The company FORT JAMES B.V. is the owner of the following trademarks application and registrations in United States :

OKAY Pending application Serial N° 75/587,936 filed on November 13, 1998

LOTUS 1837856

LOTUS 1852137

LOTUS 1861566

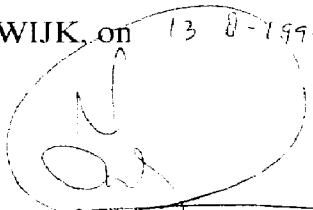
LOTUS "N & B" Fig 1797438

LOTUS FLAG 92 Fig 2133590

VANIA 929242

The company FORT JAMES B.V. do hereby transfer the ownership of said trademarks application and registrations, together with the goodwill of the business symbolized by the trademarks, to the company FORT JAMES S.à.r.l., having an effective date of December 18, 1998.

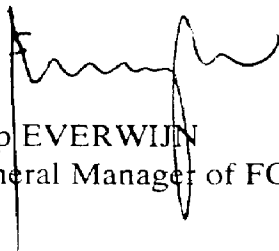
- Done at KATWIJK, on 13 8-1999



FORT JAMES B.V.
Lange Linden 22
5433 NC Katwijk (NB)
The Netherlands

Johannes Jacobus Wilhelmus Henricus WIJN
General Director of FORT JAMES B.V.

- Done at LUXEMBOURG, on September 12 1999



Fort James S.à r.l.
3, boulevard Royal
L-2449 Luxembourg
Tel. : (352) 46 76 11-1
Fax : (352) 46 76 11-401

Jaap EVERWIJN
General Manager of FORT JAMES S.à.r.l.

APPENDIX A

<u>MARK</u>	<u>REGISTRATION NO.</u>	<u>REGISTRATION DATE</u>
VANIA	929,242	February 15, 1972
Design	1,797,438	October 12, 1993
LOTUS	1,837,856	May 31, 1994
LOTUS	1,852,137	September 6, 1994
LOTUS	1,861,566	November 8, 1994
LOTUS and Design	2,133,590	February 3, 1998

<u>MARK</u>	<u>SERIAL NO.</u>	<u>FILING DATE</u>
OKAY	75/587,936	November 13, 1998

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