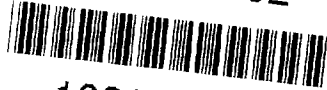


06-27-2002


102136914
RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

New 6.19.02

Resubmission (Non-Recordation)
Document ID #

Correction of PTO Error
Reel # Frame #

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Reel # Frame #

Conveyance Type

Assignment License

Security Agreement Nunc Pro Tunc Assignment

Merger Effective Date
Month Day Year
9/24/2001

Change of Name

Other

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year
9/24/2001

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name Express Mail Post Office to Addressee
service under 37 CFR 1.10 on the date
of deposit. This document addressed to the Asst
Commissioner of Trademarks, 2900 Crystal
Drive Arlington, VA 22202-3513

DBA/AKA/TA

Composed of

Address (line 1) EXPRESS MAIL NO. **E1035789218**

Address (line 2)

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City State/Country Zip Code

Individual General Partnership Limited Partnership If document to be recorded is an
assignment and the receiving party is
not domiciled in the United States, an
appointment of a domestic
representative should be attached.
(Designation must be a separate
document from Assignment.)

Corporation Association

Other

Citizenship/State of Incorporation/Organization

06/26/2002 6TOM11 00000155 080719 74520796

FOR OFFICE USE ONLY

01 FC:481 40.00 CH
02 FC:482 350.00 CH

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Mail documents to be recorded with required cover sheet(s) information to:
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TRADEMARK
REEL: 2532 FRAME: 0603

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text" value="74/520,796"/>	<input type="text" value="78/036,824"/>	<input type="text" value="75/116,365"/>
<input type="text" value="74/520,797"/>	<input type="text" value="75/324,220"/>	<input type="text" value="74/529,475"/>
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<input type="text" value="1,956,844"/>	<input type="text" value="1,947,574"/>	<input type="text" value="1,959,868"/>
<input type="text" value="2,086,175"/>	<input type="text" value="1,959,670"/>	<input type="text" value="2,206,077"/>
<input type="text" value="1,962,384"/>	<input type="text" value="2,298,540"/>	<input type="text" value="1,947,573"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

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. Charges to deposit account are authorized, as indicated herein.

John B. Hardaway, III

Name of Person Signing



Signature

6/19/02

Date Signed



Certificate
of Amendment

Certificat
de modification

Canada Business
Corporations Act

Loi canadienne sur
les sociétés par actions

BOWATER CANADIAN FOREST PRODUCTS INC./

BOWATER PRODUITS FORESTIERS DU CANADA INC.

301460-6

Name of corporation-Dénomination de la société

Corporation number-Numéro de la société

I hereby certify that the articles of the
above-named corporation were amended:

Je certifie que les statuts de la société
susmentionnée ont été modifiés:

- a) under section 13 of the *Canada Business Corporations Act* in accordance with the attached notice;
- b) under section 27 of the *Canada Business Corporations Act* as set out in the attached articles of amendment designating a series of shares;
- c) under section 179 of the *Canada Business Corporations Act* as set out in the attached articles of amendment;
- d) under section 191 of the *Canada Business Corporations Act* as set out in the attached articles of reorganization;

- a) en vertu de l'article 13 de la *Loi canadienne sur les sociétés par actions*, conformément à l'avis ci-joint;
- b) en vertu de l'article 27 de la *Loi canadienne sur les sociétés par actions*, tel qu'il est indiqué dans les clauses modificatrices ci-jointes désignant une série d'actions;
- c) en vertu de l'article 179 de la *Loi canadienne sur les sociétés par actions*, tel qu'il est indiqué dans les clauses modificatrices ci-jointes;
- d) en vertu de l'article 191 de la *Loi canadienne sur les sociétés par actions*, tel qu'il est indiqué dans les clauses de réorganisation ci-jointes;

Director - Directeur

September 24, 2001 / le 24 septembre 2001
Date of Amendment - Date de modification

1 - Name of corporation - Dénomination de la société

ALLIANCE FOREST PRODUCTS INC. -
PRODUITS FORESTIERS ALLIANCE INC.

2 - Corporation No. N° de la société

301460-6

3 - The articles of the above-named corporation are amended as follows:

Les statuts de la société mentionnée ci-dessus sont modifiés de la façon suivante:

The annexed Schedule 1 is incorporated in this form.

Date

Sept 24, 2001

Signature

Wendy C. Shiba
Wendy C. Shiba

Title - Titre

Vice President and Secretary

FOR DEPARTMENTAL USE ONLY - À L'USAGE DU MINISTÈRE SEULEMENT
Filed - Déposé

SEP 24 2001

Schedule 1

The Articles of the Corporation are amended as follows:

1. to change the name of the Corporation to:

BOWATER CANADIAN FOREST PRODUCTS INC/
BOWATER PRODUITS FORESTIERS DU CANADA INC.

2. to change the minimum and maximum number of directors of the Corporation from a minimum of 3 and a maximum of 15 to a minimum of 1 and a maximum of 10 and to remove from paragraph 5 the words: "the number to be determined by the directors from time to time";

3. to add the following restrictions on the transfer of shares of the Corporation:

***The transfer of shares of the Corporation shall be restricted in that no shareholder shall be entitled to transfer any share or shares without either:**

(a) the approval of the directors of the Corporation expressed by a resolution passed at a meeting of the board of directors or by an instrument or instruments in writing signed by a majority of the directors; or

(b) the approval of the holders of at least a majority of the shares of the Corporation entitling the holders thereof to vote in all circumstances (other than a separate class vote of the holders of another class of shares of the Corporation) for the time being outstanding expressed by a resolution passed at a meeting of the holders of such shares or by an instrument or instruments in writing signed by the holders of a majority of such shares.*; and

4. to add the following other provisions:

*1. (a) The number of shareholders of the Corporation, exclusive of persons who are in the employment of the Corporation and exclusive of persons who, having been formerly in the employment of the Corporation, were, while in that employment and have continued after the termination of that employment to be, shareholders of the Corporation, is limited to not more than 50, two or more persons who are the joint registered owners of one or more shares being counted as one shareholder, and

(b) any invitation to the public to subscribe for securities of the Corporation is prohibited.

2. In addition to, and without limiting such other powers which the Corporation may by law possess, the directors of the Corporation may, without authorization of the shareholders, for the purpose of securing any bonds, debentures or debenture stock which the Corporation is by law entitled to issue, by authentic deed or otherwise, grant a hypothec or mortgage, including a floating hypothec or mortgage, on a universality of property, moveable or immovable, present or future, corporeal or incorporeal, of the Corporation, and pledge, cede or transfer any property, moveable or immovable, present or future, corporeal or incorporeal, of the Corporation.

3. The number of directors of the Corporation within the minimum and maximum numbers of directors provided for in the articles of the Corporation shall be as determined from time to time by ordinary resolution of the shareholders of the Corporation or, if the ordinary resolution empowers the directors to determine such number, by resolution of the directors of the Corporation.

4. The directors of the Corporation may appoint one or more directors, who shall hold office for a term expiring not later than the close of the next annual meeting of shareholders of the Corporation, but the total number of directors so appointed shall not exceed one third of the number of directors elected at the previous annual meeting of shareholders of the Corporation."

In re: Bowater Canadian Forest Products, Inc.

Documents: Recordation Form Cover Sheet for Trademarks and copy;
Assignment documents; and
return postcard

Date Mailed: June 19, 2002

[PTO Stamp]

Atty Ref No.: 19112-27