Edgar Filing: LESSIN ANDREW R - Form 4

LESSIN AN	DREW R										
Form 4	7										
May 04, 200	Л								OMB AF	PROVAL	
	• • UNITED S	STATES		ITIES AI hington,			NGE C	COMMISSION	OMB Number:	3235-0287	
Check this box				0 /					Expires:	January 31, 2005	
if no longer subject to Section 16. Form 4 or				GES IN BENEFICIAL OWN SECURITIES				NERSHIP OF	Estimated a burden hou response	average urs per	
Form 5 obligation may cont See Instru 1(b).	ns Section 17(a	a) of the P	ublic Ut		ing Con	npan	y Act of	e Act of 1934, 1935 or Section 0	n		
(Print or Type F	Responses)										
LESSIN ANDREW R Symbol				r Name and Ticker or Trading NATIONAL PAPER CO [IP]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Month/E			3. Date of (Month/Da 05/04/20	-				Director 10% Owner X_ Officer (give title Other (specify below) below) Senior Vice President			
				ndment, Date Original tth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
MEMPHIS,	TN 38197							Form filed by M Person			
(City)	(State)	(Zip)	Table	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		a Date, if Transactior(A) or Disposed of (D) Code (Instr. 3, 4 and 5) Pay/Year) (Instr. 8) (A) or			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)				
Common Stock	05/04/2007			Code V S	Amount 1,300	(D) D	Price \$ 38.63	86,211 <u>(1)</u>	D		
Common Stock	05/04/2007			S	1,700	D	\$ 38.61	84,511 <u>(1)</u>	D		
Common Stock								16,058 <u>(1)</u> <u>(2)</u>	Ι	By SSP	
Common Stock								1	Ι	By spouse	

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Tit	le and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	ionNumber	Expiration D	ate	Amou	unt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Unde	rlying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Secur	rities	(Instr. 5)	Bene
	Derivative				Securities	5		(Instr	. 3 and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)	5)					
				Code V	⁷ (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer		
LESSIN ANDREW R C/O INTERNATIONAL PAPER COMPANY 6400 POPLAR AVENUE MEMPHIS, TN 38197			Senior Vice President		
Signatures					

Rebecca A. Bouldien, Attorney-in-Fact for Andrew R. Lessin

**Signature of Reporting Person

Explanation of Responses:

- If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Share numbers are rounded.
- Represents shares of International Paper Company common stock held through the International Paper Salaried Savings Plan (SSP). This (2)information is based on a plan statement as of March 31, 2007.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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05/04/2007

Date

Dalationalita

Other