FARACI JOHN V Form 4 February 15, 2007

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB APPROVAL

Number: 3235-0287

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

5 Relationship of Reporting Person(s) to

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

2 Jaguar Nama and Tiakar or Trading

1(b).

Stock

Stock

Stock

Stock

Stock

Common

Common

Common

Common

02/13/2007

(Print or Type Responses)

1. Name and Address of Reporting Person *

	FARACI JOHN V		Symbol INTERNATIONAL PAPER CO /NEW/ [IP]	Issuer (Check all applicable)			
		(First) (Middle) NATIONAL 00 POPLAR AVENUE	3. Date of Earliest Transaction (Month/Day/Year) 02/13/2007	_X Director 10% Owner Security Other (specify below) Chairman and CEO			
(Street) MEMPHIS, TN 38197		` '	4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
	(City)	(State) (Zip)	Table I - Non-Derivative Securities A	cquired, Disposed of, or Beneficially Owned			
	1.Title of Security (Instr. 3)	any	ion Date, if Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) /Day/Year) (Instr. 8) (A) or Code V Amount (D) Price	Beneficially Form: Direct Beneficial Owned (D) or Ownership Following Indirect (I) (Instr. 4) Reported (Instr. 4) Transaction(s) (Instr. 3 and 4)			
	Stock	02/13/2007	D $\frac{21,369}{(1)}$ D $\frac{\$}{36.2}$	₇ 934,821 <u>(1)</u> D			

(1)

F

88,454

D

36.27

36.27

846,367 (1)

16,552 (1) (2)

87,126

900

D

Ι

Ι

I

Daughter

By SSP

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

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SEC 1474 (9-02)

9. Nu Deriv Secur Bene Own Follo Repo Trans

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

 Title of 	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of	9
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration D	ate	Amou	nt of	Derivative	J
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	,
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)]
	Derivative				Securities	1		(Instr.	3 and 4)		(
	Security				Acquired]
					(A) or						J
					Disposed						-
					of (D)						(
					(Instr. 3,						
					4, and 5)						
									Amount		
									or		
						Date	Expiration	Title	Number		
					Exercisable Date	Date	11110	of			
				Code V	(A) (D)				Shares		
				Code v	(A) (D)				Shares		

Relationships

Reporting Owners

Reporting Owner Name / Address	· · · · · · • • • • • • • • • • • • • •				
	Director	10% Owner	Officer	Other	

FARACI JOHN V C/O INTERNATIONAL PAPER 6400 POPLAR AVENUE MEMPHIS, TN 38197

X

Chairman and CEO

Signatures

Beth Murphree, Attorney-in-Fact for John V. Faraci

02/15/2007

**Signature of Reporting Person

Date

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.
- (2) Represents shares of International Paper common stock held through the International Paper Salaried Savings Plan (SSP). This information is based on a plan statement as of January 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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