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INTERNATIONAL PAPER CO /NEW/  
Form 8-K  
February 02, 2004

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

February 2, 2004

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Date of Report (Date of earliest event reported)

INTERNATIONAL PAPER COMPANY  
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(Exact name of registrant as specified in its charter)

New York

1-3157

13-0872805

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(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(IRS Employer  
Identification No.)

400 Atlantic Street, Stamford, Connecticut

06921

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(Address of principal executive offices)

(Zip Code)

203-541-8000  
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(Registrant's telephone number, including area code)

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(Former name or former address, if changed since last report)

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- Item 1. Changes in Control of Registrant.  
N/A
- Item 2. Acquisition or Disposition of Assets.  
N/A
- Item 3. Bankruptcy or Receivership.  
N/A
- Item 4. Changes in Registrant's Certifying Accountant.  
N/A
- Item 5. Other Events and Regulation FD Disclosure.  
  
Attached and incorporated herein by reference as Exhibit 99.1 is a copy of a press release of International Paper Company dated February 2, 2004 reporting International Paper Company's earnings for the fourth quarter 2003.
- Item 6. Resignations of Registrant's Directors  
N/A
- Item 7. Financial Statements and Exhibits.  
  
(99.1) Press Release issued by International Paper Company dated February 2, 2004, announcing fourth-quarter 2003 earnings.  
  
(99.2) Slides to be presented at a Company webcast and conference call to be held on February 2, 2004 at 10:00 a.m. EST.
- Item 8. Change in Fiscal Year.  
N/A
- Item 9. Regulation FD Disclosure.

At 10:00 a.m. EST today, the Company will hold a webcast and a conference call to discuss earnings and current market conditions. Slides attached as Exhibit 99.2 will be shown at the webcast and discussed in the conference call to be held at the same time.

SIGNATURES

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Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

INTERNATIONAL PAPER COMPANY

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(Registrant)

Date: February 2, 2004  
Stamford, Connecticut

By /s/ Andrea L. Dulberg

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Andrea L. Dulberg  
Assistant Secretary

STATEMENT OF DIFFERENCES

The registered trademark symbol shall be expressed as..... 'r'