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FORM PTO 1594  
1-31-92

RECORDATION FOR  
**TRADEMARK**



**101049803**

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DEPARTMENT OF COMMERCE  
Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.  
Box Assignment, Washington, DC 20231

<p>1. Name of conveying party(ies): GCOMM Co., Inc.</p> <p><input type="checkbox"/> Individual(s)                      <input type="checkbox"/> Association  <input type="checkbox"/> General Partnership              <input type="checkbox"/> Limited Partnership  <input checked="" type="checkbox"/> Corporation-State Delaware  <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies):</p> <p>Name: <u>P.T.C. Brands, Inc.</u></p> <p>Internal Address: <u>Concord Plaza</u></p> <p>Street Address: <u>3411 Silverside Road, 204B Springer Building</u></p> <p>City <u>Wilmington</u> State <u>DE</u> ZIP <u>19810</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____  <input type="checkbox"/> Association _____  <input type="checkbox"/> General Partnership _____  <input type="checkbox"/> Limited Partnership _____  <input checked="" type="checkbox"/> Corporation-State <u>Delaware</u>  <input type="checkbox"/> Other _____</p>
<p>3. Nature of conveyance:</p> <p><input checked="" type="checkbox"/> Assignment                              <input type="checkbox"/> Merger  <input type="checkbox"/> Security Agreement                      <input type="checkbox"/> Change of Name  <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>April 30, 1999</u></p>	<p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No          (Designation must be a separate document from Assignment)          Additional name(s) &amp; address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s) <u>75/238946, 75/376968</u></p> <p>B. Trademark registration No.(s) _____</p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>PENNIE &amp; EDMONDS LLP          1155 Avenue of the Americas          New York, NY 10036</p> <p>Attn.: <u>Joseph Diamante, Esq.</u></p> <p>File No.: <u>3057-110-999</u></p>	<p>6. Total number of applications and registrations involved: <u>2</u></p> <p>7. Total fee (37 CFR 3.41):.....\$ <u>65.00</u></p> <p>Please charge to the deposit account listed in Section 8.</p> <p>8. Deposit account number: <u>16-1150</u></p>

**DO NOT USE THIS SPACE**

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.*

Joseph Diamante, Esq. \_\_\_\_\_ May 21, 1999  
 Name of Person Signing      Reg. No.      Signature      Date

Total number of pages comprising cover sheet: 4

Mail documents to be recorded with required cover sheet information to:  
Commissioner of Patents & Trademarks, Box Assignment  
Washington, D.C. 20231

05/27/1999 MTHA11 00000219 161150 75238946

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

**TRADEMARK** NY2 - 961217.1  
**REEL: 001903 FRAME: 0711**

## ASSIGNMENT OF U.S. TRADEMARK APPLICATIONS

WHEREAS, GCMM CO., INC., a corporation organized and existing under the laws of the State of Delaware, United States of America, (hereinafter "Assignor"), has intended to use the trademarks PALMER HOUSE and RED ROCK SWEETS in commerce, and is the assignee of applications now assigned serial numbers 75-238946 and 75-376968, respectively, indicating that intention but has not yet filed allegations of use under Section 1(c) or 1(d) of the Trademark Act; and

WHEREAS, GCMM CO., INC., is assigning the marks in the above identified applications as part of the entire business or portion thereof to which the marks pertain as required by 15 U.S.C. § 1060; and

WHEREAS, P.T.C. BRANDS, INC., a corporation organized and existing under the laws of the State of Delaware, United States of America, (hereinafter "Assignee"), is desirous of acquiring said pending trademarks and applications.

NOW THEREFORE, TO ALL WHOM IT MAY CONCERN, be it known that for good and valuable consideration, the receipt of which is hereby acknowledged, the said Assignor does hereby sell, assign, and transfer to the said Assignee, all of Assignor's right, title and interest in and to said marks and applications and the goodwill of the business associated with or symbolized thereby, together with all rights for recovery for past infringement thereof, if any.

Assignee hereby acknowledges that Assignor is not making any representation or warranty with respect to the trademarks being conveyed hereby except as specifically set forth in

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**TRADEMARK  
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the Asset Purchase Agreement, dated as of March 26, 1999, between Assignor and Assignee's respective affiliated companies General Cigar Co., Inc. and Swedish Match North America Inc.

Assignor agrees to execute all such other documents as may be reasonably needed to establish Assignee as the record owner of the trademarks being conveyed hereby.

This Assignment shall be construed, interpreted and the rights of the parties determined in accordance with the laws of the State of New York (without reference to the choice of law provisions of New York law).

IN WITNESS WHEREOF, the said Assignor has executed this document this 29<sup>th</sup> day of April, 1999.

GCOMM CO., INC.

By: A. Ross Wollen

Title: Secretary

Name: A. Ross Wollen

STATE OF New York )  
COUNTY OF New York ) ss.:

On this 29<sup>th</sup> day of April, 1999 there appeared before me A. Ross Wollen, personally known to me, who acknowledged that he/she signed the foregoing Assignment as his/her voluntary act and deed on behalf and with full authority of GCOMM CO., INC.

Barbara Fendrich  
Notary Public

BARBARA FENDRICH  
Notary Public, State of New York  
No. 01FE6015658  
Qualified in Kings County  
Commission Expires 11/02/2000

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IN WITNESS WHEREOF, the said Assignee has executed this document this 30<sup>th</sup> day of April

1999.

P.T.C. BRANDS, INC.

By: *L.F. Freeman*

Title: *President*

Name: *Lennart Freeman*

STATE OF New York )  
COUNTY OF New York ) ss.:

On this 30<sup>th</sup> day of April, 1999 there appeared before me LENNART FREEMAN,  
personally known to me, who acknowledged that he/she signed the foregoing Assignment as his/her  
voluntary act and deed on behalf and with full authority of P.T.C. BRANDS, INC.

*Doris Caputo*  
Notary Public

DORIS CAPUTO  
Notary Public, State of New York  
No. 24-4932032  
Qualified in Kings County  
Certificate Filed in New York County  
Commission Expires May 31, 1999

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