

12-14-1999

Attorney Docket No. 07933A-008100US  
U.S. DEPARTMENT OF COMMERCE  
Patents and Trademark Office

FORM PTO-1594  
1-31-92

MD 12.9.99

Re



101221690

To the Honorable Commissioner of Patents and Trade

ments or copy thereof.

1. Name of conveying party(ies): Premium Tobacco Stores, Inc.

Individual(s)                       Association

General Partnership               Limited Partnership

Corporation-State: California

Other

Additional name(s) of conveying parties attached?  Yes               No

2. Name and address of receiving party(ies)

Name: CIGARETTES CHEAPER!

Internal Address:

Street Address: 605 Industrial Way

City: Benicia                      State: CA

Individual(s) citizenship

Association

General Partnership

Limited Partnership

Corporation-State: California

Other

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes     No

(Designation must be a separate document from Assignment)

Additional names and addresses attached?  Yes               No

RECEIVED  
1999 DEC 9 PM 3:28  
OPER FINANCE

3. Nature of conveyance:

Assignment                       Merger

Security Agreement               Change of Name

Other:

Execution Date: April 29, 1999

4. Application Number(s) or Registration Number(s).

A. Trademark Application No(s):

B. Trademark Registration No(s): 2,272,340

Additional numbers attached?  Yes     No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Dirks B. Foster, Esq.  
Townsend and Townsend and Crew LLP  
Two Embarcadero Center, 8<sup>th</sup> Flr.  
San Francisco, CA 94111-3834

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$40.00

Enclosed               Charge Fees to Deposit Account

Charge any additional fees associated with this paper or during the pendency of this application, or credit any overpayment, to deposit account.

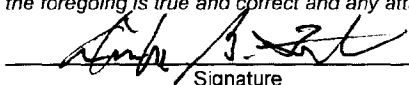
8. Deposit account number: 20-1430

(Attach duplicate copy of this page if paying by deposit account)

**DO NOT USE THIS SPACE**

9. Statement and signature.

*To the best of my knowledge and belief, the foregoing is true and correct and any attached copy is a true copy of the original document.*

Dirks B. Foster                                            December 9, 1999  
Name of Person Signing                      Signature                      Date

Total number of pages including cover sheet, attachments and document: 7

10. Change Correspondence Address to that of Part 5?  Yes

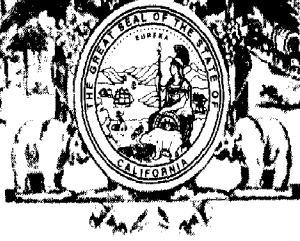
OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover to:

Asst. Commissioner for Trademarks  
Box: Assignments  
Washington, D.C. 20231

# State of California



## SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of   1   page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

*IN WITNESS WHEREOF*, I execute this certificate and affix the Great Seal of the State of California this day of

JUN 08 1999



*Bill Jones*

Secretary of State

0525194

CERTIFICATE OF AMENDMENT  
OF  
ARTICLES OF INCORPORATION

RECORDED - FILED  
IN THE OFFICE OF THE  
SECRETARY OF STATE  
OF THE STATE OF CALIFORNIA

MAY 14 1999

BILL JONES, SECRETARY OF STATE

MARK BALDWIN and MARILYN J. ROSCOE certify that:

1. They are the president and the secretary, respectively, of PREMIUM TOBACCO STORES, INC., a California corporation.
2. Article I of the articles of incorporation of this corporation is amended to read as follows:

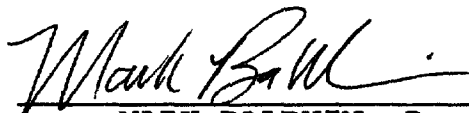
"I

The name of this corporation is CIGARETTES CHEAPER!"

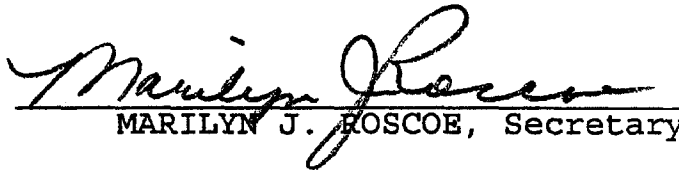
3. The foregoing amendment of articles of incorporation has been duly approved by the board of directors.
4. The foregoing amendment of articles of incorporation has been duly approved by the required vote of shareholders in accordance with Section 902 of the Corporations Code. The total number of outstanding shares of the corporation is 2,481.54. The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50%

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

DATE: April 29, 1999



MARK BALDWIN, President



MARILYN J. ROSCOE, Secretary

m:\oigch\Certificate Amendment 4-29-99



RECORDED: 09/14/1999

TRADEMARK  
REEL: 001998 FRAME: 0430