

12-20-1999

3 SHEET
ONLY

12-16-97



101227703

To the Honorable Commissioner c

the attached original documents or copy thereof

1. Name of conveying party(ies):

Bank of America, successor in interest to NationsBank, N.A. and NationsBank of Virginia, V.A.

- Individual(s)
 - General Partnership
 - Corporation-State
 - Other national banking association
- Association
 - Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):

Name: Star Tobacco Corporation

Internal Address: _____

Street Address: 16 South Market Street

City: Petersburg State: VA ZIP: 23803

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Virginia
- Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from Assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

- Assignment
 - Security Agreement
 - Other Release of security interest
- Merger
 - Change of Name

recorded 11/01/1994 on Reel 1247 at Frame 99
Execution Date: December 9, 1999

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

74/541,562 74/541,559
74/541,568

B. Trademark registration No.(s)

1,894,685 1,673,603
1,905,861

Additional numbers attached? Yes No

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

Name: Kathryn Jennison Shultz

Internal Address: Jennison & Shultz, P.C.

12/20/1999 15:00:20 000190 145:502
FR:4A+ 40.00 JP
FR:4AP 05.00 JP

Street Address: Crystal Plaza #1, Suite 1102
2001 Jefferson Davis Highway

City: Arlington State: VA ZIP: 22202

6. Total number of applications and registrations involved: _____

1

7. Total fee (37 CFR 3.41):..... \$ 165.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number: _____

(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 information is true and correct and any attached copy is a true copy of the original document.

Kathryn Jennison Shultz
Name of Person Signing

December 16, 1999

Date

Total number of pages comprising cover sheet: _____

1

RELEASE OF SECURITY INTEREST

This Release of Security Interest dated as of December 9, 1995, made by BANK OF AMERICA, successor in interest to NationsBank, N.A. and NationsBank of Virginia, N.A., a national banking association, ("the Lendor") to Star Tobacco Corporation, a Virginia corporation, with its business address at 16 South Market Street, Petersburg, Virginia 23803 ("Borrower").

WHEREAS, Borrower and Lendor entered into a series of credit arrangements (the "Loans") which were secured by, inter alia, the granting by Borrower to Lendor of a security interest in certain tangible and general intangible assets of the Borrower (collectively "the Collateral"), including without limitation all of the patents, trademarks, copyrights and other intellectual property of Borrower and all corresponding goodwill, applications and registrations (collectively, the "Intellectual Property"); and

WHEREAS, the Security Interest was recorded in the U. S. Patent and Trademark Office on November 1, 1994, and is located on Reel 1247 at Frame 99, and

WHEREAS, the Amended and Restated Collateral Assignment of Intellectual Property was recorded in the U.S. Patent and Trademark Office on June 6, 1995, and is located on Reel 1365 at Frame 245; and

WHEREAS, the Loans have been repaid in full and the Lendor intends to release its security interest in the Collateral and the Intellectual Property;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Lendor does hereby release its security interests in the Collateral and the Intellectual Property, and any right, title and

interest of the Lendor in the Collateral and the Intellectual Property shall hereby cease and terminate.

IN WITNESS WHEREOF, this Release has been duly executed as of the day and year first written above by an authorized officer of the Lendor.

BANK OF AMERICA

By: *Austin B. Weller*
Name: Austin B. Weller
Title: Vice President

DEC 09 1999 16:35

RECORDED: 12/16/1999

TRADEMARK
REEL: 002000 FRAME: 0829