

09-26-2000



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g.f.w

To the Honorable Commissioner of Patents and Trademarks:
Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Brown & Williamson Tobacco Corporation

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State-**Delaware**
- Other _____

Additional name(s) of conveying party(ies) attached?

Yes No

2. Name and Address of Receiving party(ies):
Name: **Conwood Company, L.P.**
Street Address: **P.O. Box 217**

City: **Memphis**
State: **Tennessee** Zip: **38101-0217**

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

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other _____

Execution Date: **August 31, 2000**

If assignee is not domiciled in the United States, a domestic representative designated is attached:

Yes No

(Designation must be a separate document from Assignment.)
Additional name(s) & address(es) attached?

Yes No

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

A. Trademark application No.(s)	B. Trademark Registration No.(s)	
— 233,600	— 233,666	748,997
527,154	1,708,545	233,623
754,480	516,877	747,486

Additional numbers attached? Yes No

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

Name: **William H. Hollander**
Wyatt, Tarrant & Combs
Street Address: **2600 Citizens Plaza**

City: **Louisville,**
State: **Kentucky** Zip: **40202**

6. Total number of applications and registrations involved: **9**

7. Total fee (37 CFR § 3.41) **\$240.00**

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: _____

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

09/25/2000 MTHA11 00000163 233600

01 FC:481
02 FC:482

40.00 OP
200.00 OP

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.

William H. Hollander
Name of person signing

Signature

September **5**, 2000
Date

Total number of pages comprising cover sheet: **1**

ASSIGNMENT

WHEREAS, Brown & Williamson Tobacco Corporation (a Delaware corporation) ("Brown & Williamson") has adopted, used and is using in the United States the marks listed on Exhibit A, which were registered in the United States Patent and Trademark Office;

WHEREAS, Conwood Company, L.P. (a Delaware limited partnership), P.O. Box 217, Memphis, Tennessee 38101-0217 ("Conwood") is desirous of acquiring said marks, and the registrations thereof;

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Brown & Williamson hereby assigns to Conwood all its right, title and interest in and to the marks shown on Exhibit A, in the United States, together with the goodwill of the business connected with the use of and symbolized by the said mark and the registrations thereof identified on Exhibit A.

BROWN & WILLIAMSON TOBACCO CORPORATION

By: O.A. Sponsler

Title: Authorized Representative

Date: 8-31-00

STATE OF KENTUCKY)

COUNTY OF JEFFERSON)

The foregoing instrument was subscribed, sworn to and acknowledged before me this 31st day of August, 2000, by O. A. SPONSLER, JR., Authorized Representative of Brown & Williamson Tobacco Corporation, for and on behalf of the corporation.

My commission expires: November 15, 2002

Brian A. Cromer
Notary public

EXHIBIT A

<u>Mark</u>	<u>Registration No.</u>
BLOODHOUND	233,600
BLOODHOUND 'A DOG GONE GOOD CHEW,' and Design	527,154
A DOG GONE GOOD CHEW	754,480
RED JUICE, and Design	233,666
RED JUICE, and Design	1,708,545
RED JUICE (Stylized)	516,877
Design Only (Tube Rose Brand)	748,997
TUBE ROSE, and Design	233,623
TUBE ROSE	747,486

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