

TRADEMARK ASSIGNMENT

WHEREAS, SEQUOYAH MERCANTILE & TOBACCO COMPANY, LLC, a Tennessee limited liability company, located and doing business at 6535 Kingston Pike, Knoxville, Tennessee 37919, hereinafter referred to as "Assignor," desires to convey to P.T.C. BRANDS, INC. its entire right, title and interest in and to the trademarks SEQUOYAH SELECT (Stylized) and SEQUOYAH SELECT & Design, and the registrations thereof in the United States Patent and Trademark Office, namely Registration Nos. 2,283,039 and 2,283,041, together with the good will of the business associated therewith and the right to sue for past infringements thereof; and

WHEREAS, P.T.C. BRANDS, INC., (hereinafter "Buyer") a Delaware corporation, located at 3411 Silverside Road, Concord Plaza, 204B Weldin Building, Wilmington, Delaware 19810, hereinafter referred to as "Assignee," desires to acquire the entire right, title and interest in and to said trademarks and registrations, together with the good will of the business associated therewith and the right to sue for past infringements thereof;

WHEREAS, the parties have entered into a Sale Agreement, dated as of the date hereof, which sets forth the terms, conditions, and consideration under which this agreement is made.

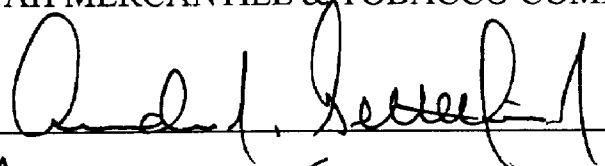
NOW, THEREFORE, be it known that for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, transfers, and assigns to Assignee its entire right, title, and interest in and to the trademarks SEQUOYAH SELECT (Stylized) and SEQUOYAH SELECT & Design, and U.S. Registration Nos. 2,283,039

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and 2,283,041 therefor, together with all the good will of the business associated therewith and the right to sue for past infringements thereof.

IN WITNESS WHEREOF, Assignor has caused this assignment to be executed by its duly authorized corporate officers on this 18 day of AUGUST, 2000.

SEQUOYAH MERCANTILE & TOBACCO COMPANY, LLC

By: 
Name: ANDREW J. GETTELFINGER, JR.
Title: CHIEF MANAGER