

11-13-2000



101512852

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

New 11-3-00

Resubmission (Non-Recordation)  
Document ID #

Correction of PTO Error  
Reel #  Frame #

Corrective Document  
Reel #  Frame #

Conveyance Type

Assignment  License

Security Agreement  Nunc Pro Tunc Assignment

Merger Effective Date  
Month Day Year  
2 1 00

Change of Name

Other

Conveying Party

Mark if additional names of conveying parties attached

Name  Execution Date Year

Formerly

Individual  General Partnership  Limited

Other

Citizenship/State of Incorporation/Organization

*Please record this second.*

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

*2 of 3*

Individual  General Partnership  Limited Partnership  If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Corporation  Association

Other

Citizenship/State of Incorporation/Organization

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:  
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Correspondent Name and Address**

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Pages**

Enter the total number of pages of the attached conveyance document including any attachments. #

**Trademark Application Number(s) or Registration Number(s)**

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

**Trademark Application Number(s)**

**Registration Number(s)**

<input type="text" value="75818601"/>	<input type="text" value="75907442"/>	<input type="text" value="75908148"/>
<input type="text" value="75907190"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="1803897"/>	<input type="text" value="1842480"/>	<input type="text" value="1803898"/>
<input type="text" value="1929140"/>	<input type="text" value="1797253"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

**Number of Properties**

Enter the total number of properties involved. #

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed  Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

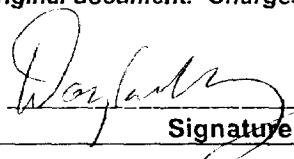
Deposit Account Number: #

Authorization to charge additional fees: Yes  No

**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. Charges to deposit account are authorized, as indicated herein.

Douglas R. Wolf, Esq.  
Name of Person Signing

  
Signature

November 1, 2000  
Date Signed

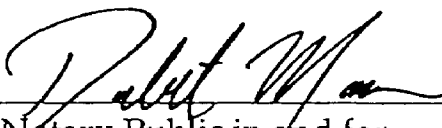
CANADA

PROVINCE OF ONTARIO

I, Robert Francis Kennedy Mason, a Notary Public in and for the Province of Ontario, by Royal Authority duly appointed, residing in the Municipality of Metropolitan Toronto in the Province of Ontario, do certify that the photostatic reproductions attached hereto as Exhibit "A" are true copies of the Certificate of Amalgamation and Articles of Amalgamation of Imperial Tobacco Canada Limited - Imperial Tobacco Canada Limitée dated February 1, 2000, and that I have carefully compared the said photostatic reproductions with the said original documents.

An act whereof being requested, I have granted the same under my notarial form and seal of office to serve and avail as occasion shall or may arise.

IN TESTIMONY WHEREOF I have hereto subscribed my name and affixed my seal at Toronto, Ontario this 2nd day of February, 2000.

  
\_\_\_\_\_  
A Notary Public in and for  
the Province of Ontario

**EXHIBIT "A"**  
**True copy of Document**



**Certificate  
of Amalgamation**

**Canada Business  
Corporations Act**

**Certificat  
de fusion**

**Loi canadienne sur  
les sociétés par actions**

Imperial Tobacco Canada Limited -

Imperial Tobacco Canada Limitée

371414-4

\_\_\_\_\_  
Name of corporation-Dénomination de la société

\_\_\_\_\_  
Corporation number-Numéro de la société

I hereby certify that the above-named corporation resulted from an amalgamation, under section 185 of the *Canada Business Corporations Act*, of the corporations set out in the attached articles of amalgamation.

Je certifie que la société susmentionnée est issue d'une fusion, en vertu de l'article 185 de la *Loi canadienne sur les sociétés par actions*, des sociétés dont les dénominations apparaissent dans les statuts de fusion ci-joints.

Director - Directeur

February 1, 2000 / le 1 février 2000

Date of Amalgamation - Date de fusion

Canada

CANADA BUSINESS CORPORATIONS ACT

FORM 9  
ARTICLES OF AMALGAMATION  
(SECTION 185)

1. Name of amalgamated corporation:

Imperial Tobacco Canada Limited - Imperial Tobacco Canada Limitée

2. The place in Canada where the registered office is to be situated:

City of Montreal, Province of Quebec

3. The classes and any maximum number of shares that the Corporation is authorized to issue:

An unlimited number of common shares.

4. Restrictions if any on share transfers:

No share shall be transferred without either (a) the consent of the directors of the Corporation expressed by a resolution passed by the board of directors or by an instrument or instruments in writing signed by all of such directors, or (b) the consent of the holders of shares to which are attached more than 50% of the voting rights attaching to all shares for the time being outstanding entitled to vote at such time expressed by a resolution passed by such shareholders at a meeting duly called and constituted for that purpose or by an instrument or instruments in writing signed by all of such shareholders.

5. Number (or minimum and maximum number) of directors:

A minimum of 1 and a maximum of 18.

6. Restrictions if any on business the corporation may carry on:

None.

7. Other provisions, if any:

(a) The number of shareholders of the Corporation, exclusive of persons who are in its employment and exclusive of persons who, having been formerly in the employment of the Corporation, were, while in that employment, and have continued after the termination of that employment to be, shareholders of the Corporation, is limited to not

more than 50, 2 or more persons who are the joint registered owners of 1 or more shares being counted as 1 shareholder;

- (b) Any invitation to the public to subscribe for any securities of the Corporation is prohibited; and
- (c) The directors may appoint one or more directors, who shall hold office for a term expiring not later than the close of the next annual meeting of shareholders, but the total number of directors so appointed may not exceed one third of the number of directors elected at the previous annual meeting of shareholders.

8. The amalgamation has been approved pursuant to that section or subsection of the Act which is indicated as follows:


- 183
- 184(1)
- 184(2)

9. Name of the amalgamating corporations:

British American Tobacco (Canada) Limited

Corporation No.: 364478-2


Date: February 1, 2000

  
 \_\_\_\_\_  
 Title: Director

Imasco Limited

Corporation No.: 371413-6

Date: February 1, 2000

  
 \_\_\_\_\_  
 Title: Director

*Copy # 371414-4*

*Filed: Feb 1/00*