

12-13-2000

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ONLY

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the attached original documents or copy thereof.

To the Honorable Commissioner of

1. Name of conveying party(ies):

BT Tobacco Ltd.

- Individual(s)
- General Partnership
- Corporation-~~State~~ Bermuda
- Other
- Association
- Limited Partnership

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

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

Name: Vector Tobacco Ltd.

Internal Address:

Street Address: 700 West Main Street

City: Durham State: NC ZIP: 27601

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-~~State~~ Bermuda
- 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
- Merger
- Change of Name

Execution Date: December 12, 2000

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

A. Trademark Application No.(s)

B. Trademark registration No.(s)

1,159,377 ("OMNI") and

1,863,307 ("OMNI & Design")

Additional numbers attached? Yes No

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

Name: Clara E. Weaver

Internal Address: Liggett Group Inc.

Street Address: 100 Maple Lane

City: Mebane State: NC ZIP: 27302

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41):..... \$ 65.00

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.

Clara E. Weaver

Name of Person Signing

Clara E. Weaver

Signature

December 12, 2000

Date

Total number of pages comprising cover sheet

ASSIGNMENT OF TRADEMARKS

WHEREAS, BT Tobacco Ltd., a Bermuda corporation ("BT"), is the proprietor of the Federal Trademark Registration Nos. 1,159,377 ("OMNI") and 1,863,307 ("OMNI & Design"); and

WHEREAS, Vector Tobacco Ltd., a Bermuda corporation ("Vector"), is desirous of acquiring the Marks.

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged by each party hereto, BT does hereby assign and transfer unto Vector all of its right, title and interest in and to the Marks, together with that part of the goodwill of the business connected with the use of and symbolized by the Marks, and the right to sue for any and all past infringements thereof.

BT TOBACCO LTD.

By: Samuel M. Veasey
Name: Samuel M. Veasey
Title: Senior Vice President

STATE OF NORTH CAROLINA)
)
COUNTY OF ALAMANCE)

On this 12¹³ day of December, 2000, before me appeared Samuel M. Veasey, the person who signed this instrument, who acknowledged that he signed it on behalf of the identified corporation with authority to do so.

Clara E. Weaver
Clara E. Weaver, Notary Public

My Commission expires: September 29, 2005.