

10-30-2002



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(Rev. 03/01)
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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):

British American Tobacco (Holdings)
Limited

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State - United Kingdom
- Other

10-07-02

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

2. Name and address of receiving party(ies)

Name: British American Tobacco (Brands)

Internal Limited

Address: _____

Street Address: Globe House, 4 Temple Place

City: London State: ENGLAND Zip: WC2R 2PG

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State United Kingdom
- 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
- Merger
- Security Agreement
- Change of Name
- Other

Execution Date: 01/21/2000

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

A. Trademark Application No.(s) _____

B. Trademark Registration No.(s) 2,268,147
2,256,318

Additional number(s) attached Yes No

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

Name: Maren Coburn

Internal Address: c/o Morgan & Finnegan LLP

Street Address: 345 Park Avenue

City: New York State: NY Zip: 10154

6. Total number of applications and registrations involved: _____

2

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

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: _____

DO NOT USE THIS SPACE

9. Signature.

Maren Coburn

Name of Person Signing

Maren Coburn
Signature

10/3/02
Date

4

Total number of pages including cover sheet, attachments, and document:

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

10/30/2002 6TON11 00000014 2268147

01 FC:8521
02 FC:8522

40.00 OP
25.00 OP

TRADEMARK
REEL: 2607 FRAME: 0280

Registrant : British-American Tobacco (Brands) Limited
Mark : BRITISH AMERICAN TOBACCO & Design
Class : 34
Registration No. : 2,256,318
Issue Date : June 29, 1999

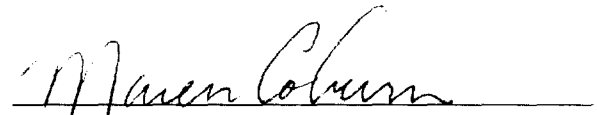
NOTICE OF SUBSTITUTE DESIGNATION OF DOMESTIC REPRESENTATIVE

MORGAN & FINNEGAN, LLP, whose postal address is 345 Park Avenue, New York, New York 10154, is designated Registrant's representative, upon whom notice or process in proceedings affecting the mark may be served.

Respectfully submitted,

Dated: October 3, 2002
New York, NY

By:



Kathleen E. McCarthy

Maren Coburn

MORGAN & FINNEGAN, L.L.P.

345 Park Avenue

New York, NY 10154

Tel.(212) 758-4800

Fax.(212) 751-6849

Attorneys for Registrant

British-American Tobacco (Brands) Ltd.

**ASSIGNMENT OF TRADE MARKS IN
THE UNITED STATES OF AMERICA**

WHEREAS BRITISH-AMERICAN TOBACCO (HOLDINGS) LIMITED, (“the Assignor”), organised and existing under the laws of England and Wales, of Globe House, 4 Temple Place London WC2R 2PG, England is the owner of the United States trademark registrations referred to in the Schedule below on the Principal Register of the United States Patent and Trademark Office.

WHEREAS BRITISH AMERICAN TOBACCO (BRANDS) LIMITED, (“the Assignee”), a company organised and existing under the laws of England and Wales, of Globe House, 4 Temple Place, London WC2R 2PG, England is desirous of acquiring the Trade Mark registrations listed in the Schedule below.

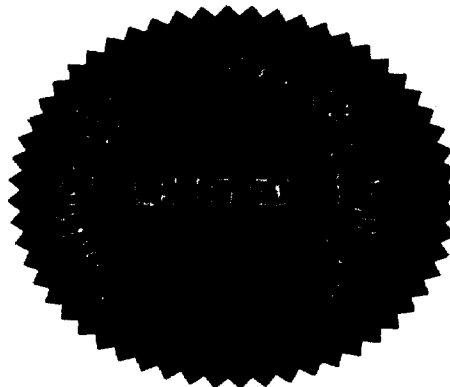
Now therefore, for good and valuable consideration paid by the Assignee, the receipt and sufficiency whereof is hereby acknowledged by the Assignor, the Assignor does hereby assign, convey, transfer, set over, confirm and deliver to the Assignee, its successors and assigns, all of the Assignor’s right, title and interest in and to the Trade Marks and the US registrations therefor listed in the Schedule below, together with the goodwill attaching thereto, the same to be held and enjoyed by the Assignee for its own use and enjoyment and for the use and enjoyment of its successors, assigns or other legal representatives.

IN WITNESS whereof the Assignor has hereby affixed its Common Seal this 20th day of January 2000.

SCHEDULE

<u>Trade Mark</u>	<u>Registration No.</u>	<u>Class</u>
BRITISH AMERICAN TOBACCO	2268147	34
BRITISH AMERICAN TOBACCO	2256318	34

The Common Seal of
BRITISH-AMERICAN TOBACCO
(HOLDINGS) LIMITED
was hereunto affixed
in the presence of:



MAJ

Director

[Signature]

Assistant
Secretary