

Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)
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**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

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):
22nd Century, Inc.

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

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

2. Name and address of receiving party(ies)
Name: DCD Holdings, Inc.
Internal Address: _____
Address: _____
Street Address: 9060 Nautical Watch Drive
City: Indianapolis State: IN Zip: 46236

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Indiana
 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: 08/29/2001

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s) _____

 Additional number(s) attached Yes No

B. Trademark Registration No.(s) 1,502,168;
1,533,014; 682,588; 1,332,020

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Michelle A. Kaiser
 Internal Address: Sommer Barnard Ackerson, PC

 Street Address: One Indiana Square, Suite 3500


 City: Indianapolis State: IN Zip: 46204

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41).....\$ 115.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
501438

DO NOT USE THIS SPACE

9. Signature.
Damon C. Davis  April 4, 2003
 Name of Person Signing Signature Date

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

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

**State of Indiana
Office of the Secretary of State**

CERTIFICATE OF MERGER

of

PREMIER PRESS, INC.

I, SUE ANNE GILROY, Secretary of State of Indiana, hereby certify that Articles of Merger of the above For-Profit Domestic Corporation have been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Business Corporation Law.

The following non-surviving entity(s):

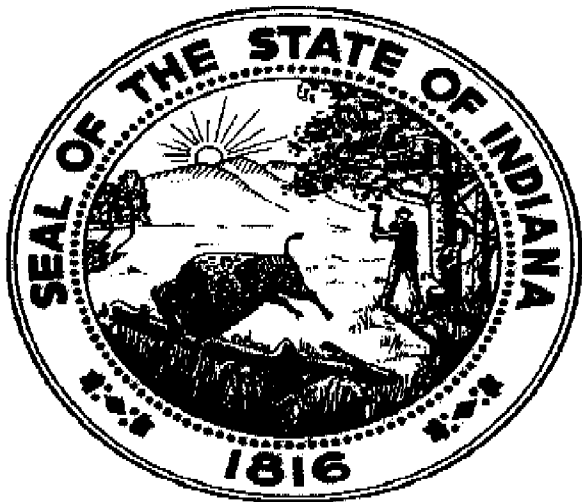
22ND CENTURY, INC.

a(n) For-Profit Domestic Corporation

merged with and into the surviving entity:

PREMIER PRESS, INC.

NOW, THEREFORE, with this document I certify that said transaction will become effective Wednesday, August 29, 2001.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, August 29, 2001.

A handwritten signature in black ink that reads "Sue Anne Gilroy".

SUE ANNE GILROY,
SECRETARY OF STATE

2001080900047 / 2001083013416

**TRADEMARK
REEL: 002636 FRAME: 0014**

**State of Indiana
Office of the Secretary of State**

CERTIFICATE OF AMENDMENT

of

PREMIER PRESS, INC.

I, SUE ANNE GILROY, Secretary of State of Indiana, hereby certify that Articles of Amendment of the above For-Profit Domestic Corporation have been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Business Corporation Law.

The name following said transaction will be:

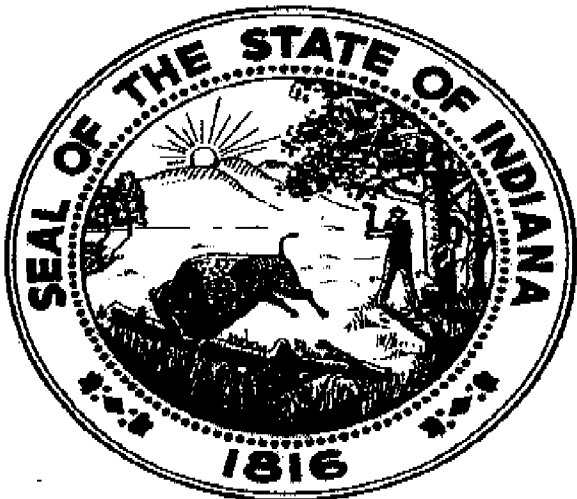
DCD HOLDINGS, INC.

NOW, THEREFORE, with this document I certify that said transaction will become effective Friday, August 23, 2002.

In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, August 23, 2002.



SUE ANNE GILROY,
SECRETARY OF STATE



2001080900047 / 2002082675474