

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Certificate of Conversion		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
U.S. Smokeless Tobacco Manufacturing Limited Partnership		06/30/2006	LIMITED PARTNERSHIP: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	U.S. Smokeless Tobacco Manufacturing Company		
<b>Street Address:</b>	800 Harrison Street		
<b>City:</b>	Nashville		
<b>State/Country:</b>	TENNESSEE		
<b>Postal Code:</b>	37203		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 7</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	0514166	ROOSTER	
Registration Number:	0520390	STANDARD S	
Registration Number:	0521179	BRUTON	
Registration Number:	0521178	BRUTON XVI AGRICULTURE COMMERCE 1796	
Registration Number:	0521180	DE VOE SWEET	
Registration Number:	0521829	CARHART'S CHOICE CC	
Registration Number:	0527124	RED SEAL	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(914)272-4586		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Email:</b>	timothy.g.hofmeyer@altria.com		
<b>Correspondent Name:</b>	Timothy G. Hofmeyer		
<b>Address Line 1:</b>	601 East Jackson Street		
<b>Address Line 2:</b>	Law Dept. -- 3rd Floor CRT		

**CH \$190.00 0514166**

**900146690**

**TRADEMARK  
 REEL: 004089 FRAME: 0218**

Address Line 4: Richmond, VIRGINIA 23219

ATTORNEY DOCKET NUMBER:	USSTMLP TO USSTMC
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NAME OF SUBMITTER:	Timothy G. Hofmeyer
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Signature:	/Timothy G. Hofmeyer/
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Date:	11/02/2009
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Total Attachments: 2 source=USSTM LP to USSTMC#page1.tif source=USSTM LP to USSTMC#page2.tif
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# Delaware

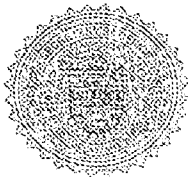
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE LIMITED PARTNERSHIP UNDER THE NAME OF "U.S. SMOKELESS TOBACCO MANUFACTURING LIMITED PARTNERSHIP" TO A DELAWARE CORPORATION, CHANGING ITS NAME FROM "U.S. SMOKELESS TOBACCO MANUFACTURING LIMITED PARTNERSHIP" TO "U.S. SMOKELESS TOBACCO MANUFACTURING COMPANY", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF JUNE, A.D. 2006, AT 10:46 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE FIRST DAY OF JULY, A.D. 2006, AT 12:01 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



2999796 8100V

060630513

*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4872704

DATE: 06-30-06

TRADEMARK  
REEL: 003768 FRAME: 0095

TRADEMARK  
REEL: 004089 FRAME: 0220

CERTIFICATE OF CONVERSION  
U.S. SMOKELESS TOBACCO MANUFACTURING LIMITED PARTNERSHIP  
INTO  
U.S. SMOKELESS TOBACCO MANUFACTURING COMPANY

FIRST: U.S. Smokeless Tobacco Manufacturing Limited Partnership was formed in Delaware as a limited partnership on February 1, 1999 and has been a Delaware limited partnership continuously since then.


SECOND: The name of the limited partnership immediately prior to the Effective Date (as defined below) was U.S. Smokeless Tobacco Manufacturing Limited Partnership.

THIRD: The name of the corporation as set forth in its Certificate of Incorporation filed in accordance with 8 D.R.C. §265(b) is U.S. Smokeless Tobacco Manufacturing Company.

FOURTH: This conversion to be effected hereby shall be effective on July 1, 2006 at 12:01 a.m. (the "Effective Date").

THE UNDERSIGNED, duly authorized officer of U.S. Smokeless Tobacco Manufacturing Limited Partnership, a Delaware limited partnership, has executed this Certificate of Conversion as of June 30, 2006.

U.S. SMOKELESS TOBACCO MANUFACTURING  
LIMITED PARTNERSHIP

By:   
Name: LEE J. TRAMMEL  
Title: V.P.

10077-0

RECORDED: 04/28/2008

TRADEMARK  
REEL: 003768 FRAME: 0096

RECORDED: 11/02/2009

TRADEMARK  
REEL: 004089 FRAME: 0221