

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|--|--|-----------------------|-------------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | Certificate of Conversion | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| U.S. Smokeless Tobacco Manufacturing Limited Partnership | | 06/30/2006 | LIMITED PARTNERSHIP: DELAWARE |
| RECEIVING PARTY DATA | | | |
| Name: | U.S. Smokeless Tobacco Manufacturing Company | | |
| Street Address: | 800 Harrison Street | | |
| City: | Nashville | | |
| State/Country: | TENNESSEE | | |
| Postal Code: | 37203 | | |
| Entity Type: | CORPORATION: DELAWARE | | |
| PROPERTY NUMBERS Total: 1 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 1331213 | RED SEAL | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | (914)272-4586 | | |
| | <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> | | |
| Email: | TrademarkGroup@altria.com | | |
| Correspondent Name: | Timothy G. Hofmeyer | | |
| Address Line 1: | 601 East Jackson Street | | |
| Address Line 2: | Law Dept – 3rd Floor CRT | | |
| Address Line 4: | Richmond, VIRGINIA 23219 | | |
| ATTORNEY DOCKET NUMBER: | UST ASSIGNMENT | | |
| NAME OF SUBMITTER: | Timothy G. Hofmeyer | | |
| Signature: | /Timothy G. Hofmeyer/ | | |
| Date: | 05/12/2010 | | |

CH \$40.00 1331213

Total Attachments: 2

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Delaware

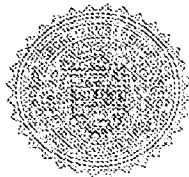
PAGE 1

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: 004204 FRAME: 0164

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.

103079-0

RECORDED: 04/28/2008

TRADEMARK
REEL: 003768 FRAME: 0096

RECORDED: 05/12/2010

TRADEMARK
REEL: 004204 FRAME: 0165