

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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: 12

Property Type	Number	Word Mark
Serial Number:	76529627	HUSKY
Serial Number:	73214958	A PINCH IS ALL IT TAKES
Serial Number:	75908505	
Serial Number:	75908507	ROOSTER
Serial Number:	76632616	VALUE THAT CATCHES YOUR EYE!
Serial Number:	76627002	PINCH PACKS
Serial Number:	71598132	UST
Serial Number:	76628864	RS THE MARK OF QUALITY
Serial Number:	76206542	A PINCH BETTER
Serial Number:	74371906	WB CUT
Serial Number:	73503721	BANDITS
Serial Number:	73526939	IT SATISFIES!

CORRESPONDENCE DATA

900176386

**TRADEMARK
 REEL: 004421 FRAME: 0842**

CH \$315.00 76529627

Fax Number: (914)272-4586

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

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:	USSTMC CONVERSION
NAME OF SUBMITTER:	Timothy G. Hofmeyer
Signature:	/Timothy G. Hofmeyer/
Date:	11/29/2010

Total Attachments: 2

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Delaware

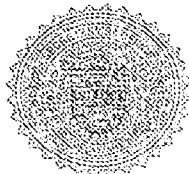
PAGE 1

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: 004421 FRAME: 0844

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.

103079-3

RECORDED: 04/28/2008

TRADEMARK
REEL: 003768 FRAME: 0096

RECORDED: 11/29/2010

TRADEMARK
REEL: 004421 FRAME: 0845