

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM306938

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Flue-Cured Tobacco Cooperative Stabilization Corporation		11/17/2008	CORPORATION: NORTH CAROLINA
RECEIVING PARTY DATA			
Name:	U.S. Tobacco Cooperative Inc.		
Street Address:	1304 Annapolis Drive		
City:	Raleigh		
State/Country:	NORTH CAROLINA		
Postal Code:	27608		
Entity Type:	CORPORATION: NORTH CAROLINA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	78888089	USA	
CORRESPONDENCE DATA			
Fax Number:	3142592020		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	314-259-2000		
Email:	BCIPDocketing@bryancave.com		
Correspondent Name:	Matthew G. Minder		
Address Line 1:	211 North Broadway, Suite 3600		
Address Line 2:	Bryan Cave LLP		
Address Line 4:	Saint Louis, MISSOURI 63102		
ATTORNEY DOCKET NUMBER:	0369005		
NAME OF SUBMITTER:	Matthew G. Minder, Esq.		
SIGNATURE:	/Matthew G. Minder/		
DATE SIGNED:	06/06/2014		
Total Attachments: 3			
source=FILE-Amended Art-Flue-Cured Tobacco to US Tobacco Coop#page1.tif			
source=FILE-Amended Art-Flue-Cured Tobacco to US Tobacco Coop#page2.tif			
source=FILE-Amended Art-Flue-Cured Tobacco to US Tobacco Coop#page3.tif			

CH \$40.00 78888089

SOSID: 0054530
Date Filed: 11/17/2008 2:52:00 PM
Elaine F. Marshall
North Carolina Secretary of State
C200831900388

ARTICLES OF AMENDMENT
OF
FLUE-CURED TOBACCO COOPERATIVE
STABILIZATION CORPORATION

Pursuant to § 54-135 of the General Statutes of North Carolina, the undersigned corporation, organized under the Cooperative Marketing Act of the State of North Carolina, hereby submits these Articles of Amendment for the purpose of amending its Articles of Incorporation.

1. The name of the corporation is Flue-Cured Tobacco Cooperative Stabilization Corporation (which name is being changed as indicated below).

2. The following amendments to the Articles of Incorporation of the corporation were adopted in the manner prescribed by § 54-135 of the General Statutes of North Carolina:

The name of the corporation is changed to "U.S. Tobacco Cooperative Inc."

Article I is amended to read as follows:

The name of this corporation is U.S. TOBACCO COOPERATIVE
INC.

Article II is amended to read as follows:

The purposes for which this corporation is formed are as follows:

To engage in any activity involving or relating to the business of receiving, grading, processing, drying, packing, storing, financing, marketing, selling, and/or distribution, on a cooperative basis, of tobacco or products or by-products derived therefrom of its members, or conducive thereto, and to engage in the handling of such tobacco cooperatively either on an agency or a purchase and sale basis.

Article III is amended to read as follows:

The place where its business will be transacted in this State is in Raleigh (or its immediately environs), in the County of Wake, State of North Carolina, or such other location as may be determined by the board of directors, but the corporation may have one or more branch offices and places of business out of the State of North Carolina as well as in that State.

Article VI is amended to read as follows:

The total authorized capital stock of this corporation is one million shares of common stock of a par value of \$5.00 and 500,000,000 shares of preferred stock with no par value.

The common stock of this corporation may be purchased, owned or held only by producers who shall patronize the corporation in accordance with uniform terms and conditions prescribed thereby and only such persons shall be regarded as eligible members of the corporation. In the event the board of directors of the corporation shall find that any of the common stock of this corporation has come into the hands of any person who is not an eligible member, or that the holder thereof has ceased to be an eligible member, such person shall have no rights or privileges on account of such stock or vote or voice in the management or affairs of the corporation (other than the right to participate in accordance with law in case of dissolution and to receive the par or book value of such stock, whichever is less, in the event of its sale or transfer as herein provided), and the corporation shall have the right (a) to purchase such stock at its book or par value, whichever is less, as determined by the board of directors of the corporation and on the failure of the holder to deliver the certificate or certificates evidencing any such stock, the corporation may cancel the same on its books, or (b) to require the transfer of any such stock at such book or par value to any person eligible to hold the same and on the failure of the holder to deliver the certificate or certificates evidencing any such stock, the corporation may cancel the same on its books and issue a new certificate or certificates in lieu thereof to any such person. The common stock of this corporation may be transferred only with the consent of the board of directors of the corporation and on the books of the corporation and then only to persons eligible to hold the same; and no purported assignment or transfer of common stock shall pass, to any person not eligible to hold the same, any rights or privileges on account of such stock or vote or voice in the management or affairs of the corporation. Each eligible holder of common stock shall be entitled to only one vote in any meeting of the stockholders, regardless of the number of shares of stock owned by him. This corporation shall have a lien on all of its issued common stock and on dividends declared thereon for all indebtedness of the holders thereof to the corporation. No dividends shall be paid upon the common stock. The foregoing conditions with respect to common stock shall be printed on the face of each certificate for common stock issued by the corporation.

The preferred stock shall carry no voting rights. Preferred stock may be redeemed at such times and upon such terms as may be set forth in the by-laws of the corporation. The transfer of preferred stock may be restricted in such manner as may be set

forth in the by-laws of the corporation. Additional limitations on and rights of the holders of preferred stock, including rights in the event of dissolution and liquidation, shall be as specified in the by-laws of the association.

Subsections (a), (c) and (f) of Article VII are amended to read as follows:

(a) To engage in any activity in connection with the marketing, selling, harvesting, preserving, drying, processing, manufacturing, packing, storing, handling, or utilization of the tobacco produced or delivered to it by its members, or received by it from other sources, or the manufacture or marketing of products or by-products derived therefrom, or in the financing of any such activity, all of which activities shall be conducted on a cooperative basis.

(c) To act as agent or representative of any member or members in any of the activities mentioned in Article II hereof.

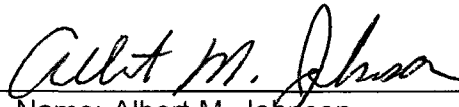
(f) To make rules and regulations governing the handling, standardizing, grading, marking, packing, and preparation for market of tobacco handled or to be handled by this corporation.

3. Such amendments were approved by the corporation's Board of Directors at a meeting held on August 7-8, 2008, a quorum was present at such meeting, and such approval received the affirmative vote of not less than two-thirds of all the members of the Board.

4. Such amendments were adopted by the members of the corporation at a meeting of members held on November 14, 2008, a quorum was present at such meeting, and such amendments received at least a majority of the votes entitled to be cast by members present at such meeting.

This the 14th day of November, 2008.

FLUE-CURED TOBACCO COOPERATIVE
STABILIZATION CORPORATION

By: 
Name: Albert M. Johnson
Title: President