



To the Honorable Commissioner of

attached original documents or copy hereof.

100979312

1. Name of conveying party(ies)
Rothmans International Enterprises Limited

2. Name and address of receiving party(ies):

Name: Dunhill Tobacco of London Limited
Address: 1a St. James's Street
London SW1A 1EF, ENGLAND

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

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

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

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) & addresses attached?
 Yes No

* (previously submitted)

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other Nunc pro tunc assignment effective on October
23, 1993. This is a correction of a recordation recorded on
September 13, 1994 at Reel/Frame 1231/140. This was
previously characterized as only an 'assignment'.

Execution Date:

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s).

1,663,597 816,878 1,610,731

Additional Numbers attached? Yes No

5. Name and address of party to whom
correspondence concerning document should
be mailed:

Name: Lawrence E. Apolzon

Internal Address: Fross Zelnick Lehrman
& Zissu, P.C.

Street Address: 866 United Nations Plaza

City: New York State: NY Zip: 10017

6. Total number of applications
and registrations involved:..... 3

7. Total fee (37 CFR 3.41) \$ 90.00

Enclosed
 Authorized to be charged to deposit
account
(Only if total fee is not sufficient)

8. Deposit account number:

23-0825-0576900

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a
true copy of the original document.

Lawrence E. Apolzon

Name of Person Signing

[Signature]
Signature

2/2/99
Date

Total number of pages comprising cover sheet:

03/04/1999 JSHABAZZ 00000172 1663597

01 FC:481
02 FC:482

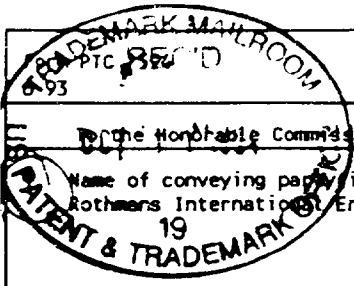
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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office



To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

Name of conveying party(ies):
Kothmans International Enterprises Limited

2. Name and address of receiving party(ies):

Name: Dunhill Tobacco of London Limited
Internal Address: _____
Street Address: 1a St James's Street
London W1A 1EF, England

Individual(s) _____ Association _____
General Partnership 03 Limited Partnership _____
 Corporation-State England
Other GB2

Individual(s) citizenship _____
Association _____
General Partnership _____
Limited Partnership 03
 Corporation-State England GB2
Other _____

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

3. Nature of conveyance: 01

Assignment _____ Merger _____
 Security Agreement _____ Change of Name _____
 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) & addresses attached? 01
 Yes _____ No _____

Execution Date: September 13, 1994

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,663,597 816,878 1,610,731

Additional Numbers attached? ___ Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Lawrence E. Apolzon
Internal Address: Weiss David Fross Zelnick & Lehman, P.C.
Street Address: 633 Third Ave.
City: New York State: NY Zip: 10017

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41) \$ 90.00

Enclosed
 Authorized to be charged to deposit account
(Only if total fee is not sufficient)

8. Deposit account number:

23-0825-0576900
40.00
 Duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Lawrence E. Apolzon
Name of Person Signing

[Signature]
Signature

10/7/94
Date

Total number of pages comprising cover sheet: 3

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TRADE MARK ASSIGNMENT

THIS ASSIGNMENT is made the 23rd day of October 1993 BETWEEN ROTHMANS INTERNATIONAL ENTERPRISES LIMITED (formerly ROTHMANS INTERNATIONAL HOLDINGS (UK) LIMITED, formerly NEW TOBACCO (UK) LIMITED) (hereinafter referred to as the "Assignor"), a company incorporated under the laws of England with offices at 15 Hill Street, London W1X 7FB and DUNHILL TOBACCO OF LONDON LIMITED (formerly DUNHILL CIGARETTES OF LONDON LTD) hereinafter referred to as the "Assignee"), a company incorporated under the laws of England with offices at 1a St James's Street, London SW1A 1EF.

WHEREAS the Assignor is the proprietor of all right, title and interest in and to the trade marks details of which are set out in the First Schedule hereto (hereinafter referred to as the "Trade Marks")

AND WHEREAS in this Assignment any reference to the "Trade Marks" and any reference to any goodwill or business is limited to the same in so far as they relate to the goods set out in the Second Schedule hereto (hereinafter referred to as "Tobacco Products")

NOW THEREFORE for good and valuable consideration the receipt of which is duly acknowledged:

the Assignor hereby assigns to the Assignee all right, title and interest in and to the Trade Marks including without limitation all registrations and pending applications in relation thereto TOGETHER WITH the goodwill of the business in which the Trade Marks are and/or have been used and the goodwill appurtenant to associated with and symbolised by the Trade Marks and all the rights which the Assignor may have acquired through the use and/or the reputation and/or the registration of any of the Trade Marks by or on behalf of the Assignor and/or predecessors of the Assignor and all rights of use and other benefits and advantages in any manner accruing to the Assignor and/or its predecessors, including without limitation, rights derived by reason of the use reputation and ownership of the Trade Marks which have or are deemed to have vested in or which have or which are deemed to have enured to the benefit of the Assignor.

IN WITNESS WHEREOF the Assignor has executed this assignment this 13th day of September 1994.

TRADEMARK

REEL 1231 FRAME 14

TRADEMARK
REEL: 1864 FRAME: 0992

THE FIRST SCHEDULE

<u>Regn. No.</u>	<u>Mark</u>	<u>Class</u>	<u>Goods</u>
1663597	BELVEDERE	34	Cigarettes
816878	BELVEDERE	34	Smoking tobacco
1610731	MOUNTBATTEN	34	Smoking tobacco


THE SECOND SCHEDULE

Tobacco and tobacco products.

TRADEMARK

REEL 1231 FRAME 142

ROTHMANS INTERNATIONAL ENTERPRISES LIMITED
(formerly **ROTHMANS INTERNATIONAL HOLDINGS (UK) LIMITED**,
formerly **NEW TOBACCO (UK) LIMITED**)

By: 

Name: EL BROOKS

Title: DIRECTOR

OCT 11 94

RECEIVED
PATENT AND TRADEMARK
OFFICE