

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Dimon Mark, Inc.		03/18/2004	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	North American Tobacco Funding, Inc.
Street Address:	103 Foulk Road
Internal Address:	Suite 200
City:	Wilmington
State/Country:	DELAWARE
Postal Code:	19803
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 5

Property Type	Number	Word Mark
Serial Number:	76557120	EXPANDED SOLUTIONS
Serial Number:	76557121	EXPANDED SOLUTIONS
Serial Number:	78295546	EXPANDED SOLUTIONS A DIMON COMPANY
Registration Number:	2013139	DIMON
Registration Number:	2014904	DIMON

CORRESPONDENCE DATA

Fax Number: (919)833-6352
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 919-899-3000
 Email: hwratm@hunton.com
 Correspondent Name: Hunton & Williams LLP
 Address Line 1: Post Office Box 109
 Address Line 4: Raleigh, NORTH CAROLINA 27602

ATTORNEY DOCKET NUMBER:	21449.000142
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NAME OF SUBMITTER:

Douglas W. Kenyon

Total Attachments: 4

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CERTIFICATE OF OWNERSHIP AND MERGER

**DIMON MARK, INC., A DELAWARE CORPORATION
MERGES INTO
NORTH AMERICAN TOBACCO FUNDING, INC., A DELAWARE CORPORATION**

North American Tobacco Funding, Inc., a Delaware corporation (or "Parent"), does hereby certify that:

FIRST: Dimon Mark, Inc., a Delaware corporation (or "Dimon Mark") was incorporated on the 15th day of October, 2001, in accordance with Delaware General Corporation Law Title 8 §§102 *et seq.*, (the "Delaware General Corporation Law"), which permits the merger of a Delaware corporation with and into another Delaware corporation.

SECOND: Dimon Mark is authorized to issue Three Thousand (3,000) shares of common stock having a par value of One Cent (\$.01) per share (the "Dimon Mark Stock"). Parent is holder of record of 100% of the issued and outstanding shares of the Dimon Mark Stock.

THIRD: Parent was incorporated on the 15th day of October, 2001, also in accordance with the Delaware General Corporation Law.

FOURTH: In accordance with §253 of the Delaware General Corporation Law, the Board of Directors of Parent, on its own behalf and as sole stockholder of Dimon Mark, Inc., has directed that Dimon Mark be merged with and into Parent, and in furtherance of the merger, the Board of Directors of Parent duly adopted the following resolutions of merger at a meeting properly convened on March 18, 2004:

RESOLVED: that the Board of Directors of this Corporation, North American Tobacco Funding, Inc., deems that it would be advisable to merge the corporation's wholly-owned operating subsidiary, Dimon Mark, Inc., a Delaware corporation, with and into North American Tobacco Funding, Inc., with North American Tobacco Funding, Inc., serving as the surviving corporation to the merger (the "Merger");

RESOLVED FURTHER, that the Merger is hereby approved by the Board of Directors of North American Tobacco Funding, Inc.;

RESOLVED FURTHER, that the Agreement of Merger and the Certificate of Ownership and Merger presented to the Board of Directors at this meeting are hereby approved and adopted in all respects; and

State of Delaware
Secretary of State
Division of Corporations
Delivered 02:42 PM 03/29/2004
FILED 02:42 PM 03/29/2004
SRV 040230072 - 3447195 FILE

RESOLVED FURTHER: that the officers of the Corporation be, and each of them hereby is, authorized and directed to execute the Certificate of Ownership and Merger and cause the same to be filed with the Secretary of State of the State of Delaware, and to do all acts and things, whatsoever, whether within or without the State of Delaware, which may be in any way necessary or appropriate to effectuate the Merger contemplated in these resolutions.

FIFTH: Dimon Mark and Parent have adopted and approved (and adopted resolutions approving) an Agreement of Merger that delineates the terms and conditions of the merger.

SIXTH: Both Dimon Mark and Parent, in accordance with the Delaware General Corporation Law, have caused the Agreement of Merger to be approved, adopted, certified, executed and acknowledged.

SEVENTH: Parent shall be the surviving corporation to the merger, and Parent shall continue its business without change as the survivor upon and after the effective date of the merger. The name of the surviving corporation shall remain "North American Tobacco Funding, Inc."

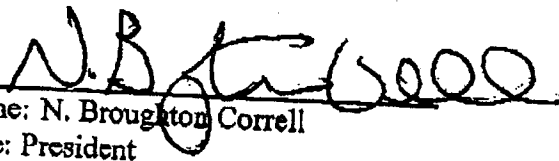
EIGHTH: The Certificate of Incorporation and Bylaws of Parent shall be the Certificate of Incorporation and Bylaws of the surviving corporation contemplated in the Agreement of Merger.

NINTH: The executed original of such Agreement of Merger shall be maintained at 512 Bridge Street, Danville, Virginia 24543, and a copy of the Agreement of Merger shall be furnished upon request and without cost to any current or future stockholder of Parent or Dimon Mark.

ELEVENTH: The effective legal date and time of the merger contemplated by this certificate and related documents shall be 10:59 p.m. on March 31, 2004.

IN WITNESS WHEREOF, Parent has caused this certificate to be signed, affirmed, acknowledged and attested to by its duly authorized officer this 18th day of March, 2004, and such certificate is the act and deed of Parent and the facts stated herein are true.

NORTH AMERICAN TOBACCO FUNDING, INC.
A Delaware Corporation

BY: 
Name: N. Broughton Correll
Title: President