

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	MERGER
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
North American Tobacco Funding, Inc.		03/29/2004	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	Dimon Incorporated
Street Address:	512 Bridge Street
City:	Danville
State/Country:	VIRGINIA
Postal Code:	24543
Entity Type:	CORPORATION: VIRGINIA

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
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
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
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TRADEMARK

REEL: 002934 FRAME: 0699

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Total Attachments: 10

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**COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION**

March 31, 2004

The State Corporation Commission finds the accompanying articles submitted on behalf of

DIMON INCORPORATED

to comply with the requirements of law and confirms payment of all related fees. Therefore, it is ORDERED that this

CERTIFICATE OF MERGER

be issued and admitted to record with the articles of merger in the office of the Clerk of the Commission. Each of the following:

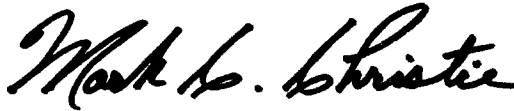
NORTH AMERICAN TOBACCO FUNDING, INC. (A DE CORP
NOT QUALIFIED IN VA)

is merged into DIMON INCORPORATED, which continues to exist under the laws of VIRGINIA with the name DIMON INCORPORATED, the separate existence of each non-surviving entity ceases.

The certificate is effective on March 31, 2004 at 11:59 PM.

STATE CORPORATION COMMISSION

By



Commissioner

MERGACPT
CIS0352
04-03-31-0027

ARTICLES OF MERGER

MERGING

NORTH AMERICAN TOBACCO FUNDING, INC.,
a Delaware corporation

WITH AND INTO

DIMON INCORPORATED,
a Virginia corporation

Pursuant to the provisions of Section 13.1-720 of the Virginia Stock Corporation Act, as amended (the "VSCA"), the undersigned corporations hereby execute the following Articles of Merger and set forth:

I.

North American Tobacco Funding, Inc., a Delaware corporation (or "NATF") is a wholly-owned subsidiary of DIMON Incorporated, a Virginia Corporation (or "DIMON").

II.

The Plan of Merger (the "Plan"), pursuant to which NATF will merge with and into DIMON, with DIMON as the surviving corporation resulting from the merger (the "NATF Merger") is attached hereto as Exhibit A and made a part hereof. The Plan constitutes the "plan of merger" for purposes of Article 13.1-719 of the VSCA.

III.

The Plan was duly approved and adopted on March 29, 2004, by the Board of Directors of DIMON by unanimous written consent in accordance with Section 13.1-685 of the VSCA. Pursuant to Section 13.1-719 of the VSCA, approval of the DIMON shareholders was not required.

IV.


The Board of Directors of NATF duly approved and adopted the Plan at a special meeting conducted on March 29, 2004, pursuant to notice properly delivered to all Directors in accordance with the Bylaws of the Corporation and the laws of the State of Delaware. Pursuant to Section 13.1-719 of the VSCA, approval of the NATF shareholder was not required.

V.

The Certificate of Merger issued by the State Corporation Commission of Virginia in connection with the NATF Merger shall set forth an effective time of 11:59 p.m. on March 31, 2004.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Merger as of the 29th day of March, 2004.

DIMON INCORPORATED,
a Virginia corporation

By: 
Name: Greg T. Bryant
Title: Vice-President

NORTH AMERICAN TOBACCO FUNDING, INC.
a Delaware corporation

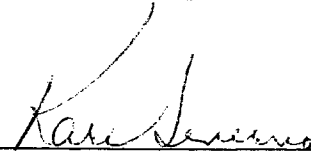
By: 
Name: Karen T. Severino
Title: Secretary

EXHIBIT A
PLAN OF MERGER
OF
NORTH AMERICAN TOBACCO FUNDING, INC.
(A Delaware Corporation)
WITH AND INTO
DIMON INCORPORATED
(A Virginia Corporation)

1. Parties to Merger. North American Tobacco Funding, Inc., a Delaware corporation (or "NATF") is a wholly-owned subsidiary of DIMON Incorporated, a Virginia corporation (or "DIMON").
2. Merger. At the Effective Time (as defined in Section 4 hereof) for the purpose of effecting a tax-free reorganization pursuant to §368(a)(1)(A) of the Internal Revenue Code of 1986, as amended, NATF shall be merged with and into DIMON in accordance with Section 13.1-719 of the Virginia Stock Corporation Act, as well as in accordance with the terms and conditions of this Plan of Merger. At the Effective Time, the separate existence of NATF as a Delaware corporation shall cease, and the corporate existence of DIMON shall continue unimpaired and unaffected by the Merger as the surviving corporation to the Merger.
3. Conversion of Shares. Prior to the Effective Time, one hundred percent (100%) of the issued and outstanding capital stock of NATF shall be vested in and held of record by DIMON. Accordingly, by virtue of the Merger and without any action by the holder thereof:
 - (a) Each share of DIMON stock outstanding immediately prior to the Effective Time shall remain one share of DIMON stock at the Effective Time without the issuance or exchange of new shares or share certificates;
 - (b) All share ownership in NATF outstanding immediately prior to the Effective Time shall be cancelled at the Effective Time, and no cash, shares, property or other form of consideration shall be delivered in exchange therefore and the certificates representing such shares shall be surrendered to NATF.
4. Filing and Effective Time. All appropriate documents and instruments as are required to be filed with the Virginia State Corporation Commission and the Delaware Division of Corporations shall be delivered, filed and recorded with the appropriate state officials for filing so that the Merger shall become effective at 11:59 p.m. Eastern Standard Time on March 31, 2004, unless otherwise prescribed by the laws of the Commonwealth of Virginia (the "Effective Time").
5. Articles of Incorporation and Bylaws. The Articles of Incorporation and Bylaws of DIMON in effect immediately prior to the Effective Time shall remain the Articles of Incorporation and Bylaws of the surviving corporation, DIMON, without any amendment or modification at the Effective Time. The name of the surviving entity shall remain "DIMON Incorporated."
6. Directors and Officers. From and after the Effective Time, the officers and directors of DIMON shall continue to be the officers and directors of the surviving corporation, and shall hold office in accordance with the terms of the Bylaws of the surviving corporation.

7. Further Assurances. NATF shall at any time, or from time to time, as and when requested by DIMON (or any successor or assign of DIMON), execute and deliver, or cause to be executed and delivered, in the name of NATF by its last acting officers and directors, or by the corresponding officers of DIMON, all such conveyances, assignments, transfers, deeds or other instruments, and shall take or cause to be taken such further action as DIMON (or any successor or assign of DIMON) may deem necessary or desirable in order to evidence the transfer, vesting or devolution of any property, right, privilege or franchise or to vest or perfect in or confirm to DIMON (or any successor or assign of DIMON) title to and possession of all of the property, rights, privileges, powers, immunities, franchises and interests of NATF and otherwise to carry out the intent and purposes of this Plan of Merger.

8. Abandonment of Merger. At any time prior to the Effective Time, DIMON may abandon the Merger for any reason. To effectuate an abandonment, a majority of the Board of Directors of DIMON must vote in favor of the abandonment, and file written notice of the abandonment with the Virginia State Corporation Commission prior to the Effective Time.

9. Interpretation. The description headings herein are provided for convenience of reference only and are not part of and do not affect the meaning or interpretation of this Plan of Merger.

10. Governing Law. This Plan of Merger shall be governed by the laws of the Commonwealth of Virginia unless preempted by the laws of the United States.

11. Expenses. Each party agrees to pay its respective expenses incurred with respect to this Agreement and the consummation of the transactions contemplated thereby.

12. Counterparts. This Agreement may be executed in counterparts, each of which when so executed and delivered shall constitute a complete and original instrument but all of which together shall constitute one and the same Agreement, and it shall not be necessary when making proof of this Agreement or any counterpart thereof to account for any other counterpart.