

PATENT ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT
EFFECTIVE DATE:	07/30/2004

CONVEYING PARTY DATA

Name	Execution Date
Brown & Williamson Holdings, Inc. (formerly known as Brown & Williamson Tobacco Corporation)	07/30/2004

RECEIVING PARTY DATA

Name:	R.J. Reynolds Tobacco Company
Street Address:	401 North Main Street
Internal Address:	a North Carolina Corporation
City:	Winston-Salem
State/Country:	NORTH CAROLINA
Postal Code:	27102

PROPERTY NUMBERS Total: 4

Property Type	Number
Application Number:	10901662
Application Number:	10901889
Application Number:	10902760
Application Number:	10909040

CORRESPONDENCE DATA

Fax Number: (502)588-1904
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 502-625-2740
 Email: LMINTON@MIDDREUT.COM
 Correspondent Name: CHARLES I. SHERMAN
 Address Line 1: 2500 BROWN & WILLIAMSON TOWER
 Address Line 2: MIDDLETON REUTLINGER
 Address Line 4: LOUISVILLE, KENTUCKY 40202

OP \$160.00 10901662

NAME OF SUBMITTER:

Charles I. Sherman

Total Attachments: 5

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NUNC PRO TUNC ASSIGNMENT/MEMORANDUM OF ASSIGNMENT

WHEREAS, Brown & Williamson Holdings, Inc. (formerly known as Brown & Williamson Tobacco Corporation, by virtue of a name and address change (see attached certificates)), whose post office address is 103 Foulk Road, Suite 117, Wilmington, Delaware 19803 USA, is the owner of all right, title and interest in the following United States Patent Applications:

PATENT APPLN #	FILING DATE	TITLE
10/901,662	July 29, 2004	Flavoring a Cigarette by Using a Flavored Filter Plug Wrap (Listerine-Type)
10/901,889	July 29, 2004	Method of Producing Triple Section Filters using a Dual Road Filter Maker
10/902,760	July 30, 2004	Smokeable Tobacco Substitute Filler having an Increased Fill Value and Method of Making Same
10/909,040	July 30, 2004	Modified Reconstituted Tobacco Sheet

WHEREAS, **R.J. REYNOLDS TOBACCO COMPANY**, a North Carolina Corporation, whose post office address is 401 North Main Street, Winston-Salem, North Carolina 27102, has acquired by agreement effective July 30, 2004 all right, title and interest in any and all U.S. Patents, Applications, Continuations, Reissues, Continuations-in-Part and Divisionals associated with the above referenced invention, (including the right to bring and maintain actions for patent infringement and damages incurred or arising prior to said date);

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency whereof is

hereby acknowledged, Brown & Williamson Holdings, Inc. (formerly known as Brown & Williamson Tobacco Corporation), does hereby evidence its assignment of all right, title and interest in said patents unto **R.J. REYNOLDS TOBACCO COMPANY**, *nunc pro tunc* as of July 30, 2004.

ASSIGNOR
SIOUXZAN MOORE, NOTARY PUBLIC
State of Delaware, New Castle County
Commission No. 20052017003
My Commission Expires June 30, 2007

BROWN & WILLIAMSON HOLDINGS, INC.
(formerly: Brown & Williamson Tobacco Corporation)

By: *Andrew T. Panaccione*
(printed name:) Andrew T. Panaccione
(title:) Director/Secretary



STATE OF DELAWARE _____)
):ss
COUNTY OF New Castle)

Subscribed, sworn and acknowledged before me by Andrew T. Panaccione as Director/Secretary for Brown & Williamson Holdings, Inc., this 13th day of April, 2006.

My commission expires 6-30-2007
Siouxzan Moore
Notary Public

ASSIGNEE:

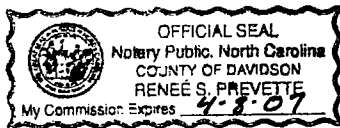
R.J. REYNOLDS TOBACCO COMPANY

By: *Jeff S. Gentry*
(printed name) Jeff S. Gentry
Executive Vice President R&D

STATE OF NORTH CAROLINA _____)
):ss
COUNTY OF Davidson)

Subscribed, sworn and acknowledged before me by Jeff S. Gentry as President R&D Executive Vice for R.J. Reynolds Tobacco Company, this 24th day of April, 2006.

My commission expires 4-8-2007
Renee S. Prevette
Notary Public

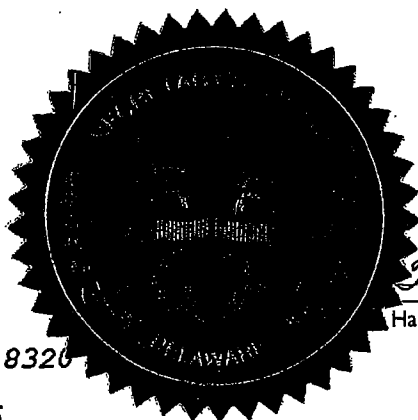


Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "BROWN & WILLIAMSON TOBACCO CORPORATION", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "BROWN & WILLIAMSON HOLDINGS, INC.", THE SECOND DAY OF AUGUST, A.D. 2004, AT 9 O'CLOCK A.M.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

0214310 8320

AUTHENTICATION: 3912282

050399046

DATE: 05-27-05

PATENT
REEL: 017534 FRAME: 0993

State of Delaware
Secretary of State
Division of Corporations
Delivered 09:08 AM 08/02/2004
FILED 09:00 AM 08/02/2004
SRV 040562172 - 0214310 FILE

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF INCORPORATION
OF
BROWN & WILLIAMSON TOBACCO CORPORATION**

Brown & Williamson Tobacco Corporation, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of Brown & Williamson Tobacco Corporation, by unanimous written consent of its members, duly adopted resolutions, filed with the minutes of the Board, proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

RESOLVED, that the Certificate of Incorporation of the Corporation be amended by changing Article I thereof so that, as amended, said Article shall read in its entirety as follows:

"ARTICLE I

The name of the Corporation is BROWN & WILLIAMSON HOLDINGS, INC."

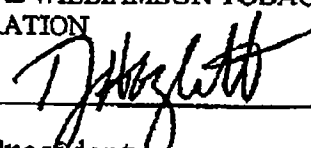
SECOND: That in lieu of a meeting and vote of the sole stockholder, the sole stockholder has given unanimous written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That said amendment was duly adopted in accordance with the provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said Brown & Williamson Tobacco Corporation has caused this certificate to be signed by Timothy J. Hazlett, its President, this 2nd day of August, 2004.

BROWN & WILLIAMSON TOBACCO CORPORATION

By: _____



Title: _____

President

CERTIFICATE

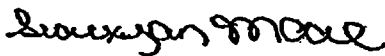
The undersigned Andrew T. Panaccione hereby certifies that he is a Director/Secretary of Brown & Williamson Holdings, Inc. a corporation of Delaware and further certifies that previously had offices at 1500 Brown & Williamson Tower, Louisville, Kentucky 40202 USA, under its old name of Brown & Williamson Tobacco Corporation and presently has its corporate offices at 103 Foutk Road, Suite 117, Wilmington, Delaware 19803 USA under the new name of Brown & Williamson Holdings, Inc.

IN WITNESS WHEREOF, the undersigned has signed this certificate as Director/Secretary and affixed the corporate seal of the Company this 29th day of July, 2005.



Andrew T. Panaccione

Suscribed and sworn to before me this 29th day of July, 2005



SIUXZAN MOORE, NOTARY PUBLIC
State of Delaware, New Castle County
Commission No. 20052017003
My Commission Expires June 30, 2007

