



101814375

COVER SHEET
S ONLY

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

8-13-01

<p>1. Name of conveying party(ies): BT Commercial Corporation</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State- <u>Delaware</u> <input type="checkbox"/> Other</p> <p>Additional name(s) of conveying party(ies) attached? Yes <input type="checkbox"/> No <input checked="" type="checkbox"/></p>	<p>2. Name and Address of Receiving party(ies): Name: Commonwealth Brands, Inc. Street Address: 2200 Lapsley Lane</p> <p>City: Bowling Green State: Kentucky Zip: 42103</p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State <u>Kentucky</u> <input type="checkbox"/> Other _____</p>
<p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input checked="" type="checkbox"/> Other Notice of Termination of Security Interests in Trademarks</p> <p>Execution Date: <u>August 6, 2001</u></p>	<p>If assignee is not domiciled in the United States, a domestic representative designated is attached:</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(Designation must be a separate document from Assignment.) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>

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

A. Trademark application No.(s) \ B. Trademark Registration No.(s)

Additional numbers attached? Yes No

831334

<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: William H. Hollander Wyatt, Tarrant & Combs, LLP Street Address: 2600 Citizens Plaza</p> <p>City: Louisville, State: Kentucky Zip: 40202</p>	<p>6. Total number of applications and registrations involved: 20</p> <p>7. Total fee (37 CRF § 3.41) \$515.00</p> <p><input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: (Attach duplicate copy of this page if paying by deposit account.)</p>
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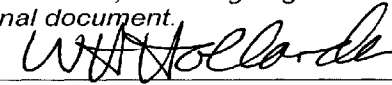
08/17/2001 TDIAZ1 00000001 831334

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01 FC:461 40.00 BP
02 FC:462 475.00 BP

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.

William H. Hollander 
Name of person signing Signature

Aug. 8, 2001
Date

Total number of pages comprising cover sheet: 2

Attachment to Cover Sheet

831,334
1,468,603
737,762
1,667,805
692,699
1,867,767
1,903,775
1,849,554
1,680,540
1,836,339
1,861,444
1,886,699
1,955,228
848,102
1,837,265
845,757
741,832
1,979,956
1,970,274
2,032,909

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**NOTICE OF TERMINATION OF
SECURITY INTERESTS IN TRADEMARKS**

WHEREAS, COMMONWEALTH BRANDS, INC., a Kentucky corporation, with its chief executive office at 2200 Lapsley Lane, Bowling Green, Kentucky 42103 ("Commonwealth"), has granted and conveyed unto **BT COMMERCIAL CORPORATION**, individually and as agent (the "Agent") for itself and certain other lenders (BT Commercial and the other lenders collectively are referred to herein as the "Secured Parties"), a security interest in and to the trademarks set forth on Exhibit A (the "Marks"), all as more fully stated in that certain Security Agreement dated as of November 11, 1996 (the "Assignment");

WHEREAS, a collateral assignment of the Marks was recorded in the United States Patent and Trademark Office beginning at Reel 1526, Frame 0602;

WHEREAS, the Secured Parties no longer claim any security interests in the Marks or their registrations;

NOW THEREFORE, the Agent, for itself and for the other Secured Parties, does hereby confirm the termination of the Secured Parties' security interests in the trademarks listed on Exhibit A and the registrations therefor, and in the goodwill of the business symbolized by said trademarks and registrations.

"Agent"

BT COMMERCIAL CORPORATION, in its
capacity as Agent

By: Stephen R. Lapidus

Name: Stephen R. Lapidus

Title: VP

STATE OF New York)
COUNTY OF New York)

BEFORE ME, the undersigned, a Notary Public for the ~~Commonwealth of Kentucky~~ ^{State of NY},
on this day personally appeared Stephen R. Kapinus
Vice President of BT Commercial Corporation, a
Delaware corporation, known to me to be the person and officer whose
signature is subscribed to the foregoing instrument and acknowledged to me that the same was the
act of the said BT Commercial Corporation, a Delaware corporation,
and that she executed the instrument as the act of such corporation for the purposes therein
expressed, and in the capacity therein given.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this 6th day of
August, 2001.

Margaret E. Richards
Notary Public

MARGARET E. RICHARDS
Notary Public, State of New York
No. 31-4736704
Qualified in Nassau County
Certificate Filed in New York County
Commission Expires 7/31/05

Exhibit A
to
Notice of Termination of Security Interests in Trademarks

COUNTRY	REFERENCE # <i>Next Action Due</i>	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
Bull Durham UNITED STATES	T00308USC <i>08/04/01 RD STATUS CHECK</i>	06/14/66	72/248,004	07/04/67	831,334	REGISTERED	34
							34 - smoking tobacco and cigarettes
Malibu UNITED STATES	T00322USO <i>12/08/07 RENEWAL</i>	05/21/87	662,148	12/08/87	1,468,603	REGISTERED	34
							34 - cigarettes
Montclair UNITED STATES	T00328USO <i>09/18/02 RENEWAL</i>	12/27/61	134,718	09/18/62	737,762	REGISTERED	34
							34 - cigarettes
Montclair M & Design UNITED STATES	T00329USO <i>12/10/01 RENEWAL</i>	01/10/91	74/129,427	12/10/91	1,667,805	REGISTERED	34
							34 - cigarettes
Riviera UNITED STATES	T00339USO <i>02/09/10 RENEWAL</i>	07/28/59	72/078,164	02/09/60	692,699	REGISTERED	34
							34 - cigarettes
Sonoma UNITED STATES	T00340USO <i>12/13/04 RENEWAL</i>	09/18/92	74/314,904	12/13/94	1,867,767	REGISTERED	34
							34 - cigarettes
USA Gold & Design UNITED STATES	T00344US1 <i>07/04/01 AFFIDAVIT OF USE</i>	07/06/92	74/291,461	07/04/95	1,903,775	REGISTERED	34
							34 - cigarettes
Brahman UNITED STATES	T00307USO <i>08/09/04 RENEWAL</i>	07/06/92	74/291,163	08/09/94	1,849,554	REGISTERED	34
							34 - cigars

COUNTRY	REFERENCE # <i>Next Action Due</i>	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
Bull Durham & Design UNITED STATES	T00309USO	01/22/91	74/132,518	03/24/92	1,680,540	REGISTERED	34
	<i>08/04/01 RD STATUS CHECK</i>						
							34 - cigarettes
Canada Goose Brand UNITED STATES	T00311USO	01/25/93	74/352,435	05/10/94	1,836,339	REGISTERED	34
	<i>05/10/04 RENEWAL</i>						
							34 - smoking tobacco and cigarettes
Commonwealth UNITED STATES	T00312USO	08/20/92	74/305,824	11/01/94	1,861,444	REGISTERED	34
	<i>11/01/04 RENEWAL</i>						
							34 - cigarettes
Country Value UNITED STATES	T00313USO	09/11/92	74/312,630	03/28/95	1,886,699	REGISTERED	34
	<i>06/28/01 AU STATUS CHECK</i>						
							34 - cigarettes
Crown's UNITED STATES	T00314USO	04/07/92	74/263,612	02/06/96	1,955,228	REGISTERED	34
	<i>02/06/02 AFFIDAVIT OF USE</i>						
							34 - cigarettes
Malibu Thins UNITED STATES	T00323USO	03/15/67	266,718	04/30/68	848,102	REGISTERED	34
	<i>04/30/08 RENEWAL</i>						
							34 - cigarettes
Maui UNITED STATES	T00324USO	10/21/92	74/324,151	05/17/94	1,837,265	REGISTERED	34
	<i>05/17/04 RENEWAL</i>						
							34 - cigarettes
Miscellaneous Design [Bull, Bull Durham] UNITED STATES	T00325USO	04/17/67	72/269,277	03/12/68	845,757	REGISTERED	34
	<i>08/04/01 RD STATUS CHECK</i>						
							34 - cigarettes
Miscellaneous Design [Winged Horse] UNITED STATES	T00327USO	02/16/62	137,833	12/11/62	741,832	REGISTERED	34
	<i>12/11/02 RENEWAL</i>						

COUNTRY	REFERENCE # <i>Next Action Due</i>	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
Raven UNITED STATES	T00336USO 6/11/02	04/19/93	74/379,957	06/11/96	1,979,956	REGISTERED	34
	<i>AFFIDAVIT OF USE</i>						
34 - cigarettes							
Special 10's & Design UNITED STATES	T00341USO 04/23/02	02/19/93	74/361,348	04/23/96	1,970,274	REGISTERED	34
	<i>AFFIDAVIT OF USE</i>						
34 - cigarettes							
Whitetail UNITED STATES	T00347USO 01/21/03	04/20/95	74/663,683	01/21/97	2,032,909	REGISTERED	34
	<i>AFFIDAVIT OF USE</i>						
34 - cigars							