

Filing Fee: \$75.00

ID Number: 88727



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

BUSINESS CORPORATION

**APPLICATION FOR
AMENDED CERTIFICATE OF AUTHORITY
(To Be Filed In Duplicate Original)**

Pursuant to the provisions of Section 7-1.1-111 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for an Amended Certificate of Authority to transact business in Rhode Island, and for that purpose submits the following statement:

1. The name of the corporation is United States Tobacco Sales and Marketing Company Inc.
2. It is incorporated under the laws of Delaware
3. A Certificate of Authority was issued to the corporation by the office of the Secretary of State of the State of Rhode Island on March 18, 1996, authorizing it to transact business in Rhode Island under the name of:
United States Tobacco Sales and Marketing Company Inc.

4. The corporate name of the corporation has been changed to U. S. Smokeless Tobacco Brands Inc.
OK w/ atty gen
(If no change, so indicate.)

5. The name, if different, which it elects to use in Rhode Island is:
 - (a) If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:

 - (b) If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this Application:

6. The corporation desires to pursue in the transaction of business in Rhode Island other or additional purposes than those set forth in its prior Application for a Certificate of Authority, as follows:

(If no other or additional purposes are proposed, insert "No Change.")

no change

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By [Signature]

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7. If there has been an increase in the authorized shares of the corporation, list the total number of authorized shares, including the increase (If there has been no increase in shares, insert "no change"):

Total Number of Authorized Shares	Class	Series	Par Value or Statement that Shares are without Par Value
no change			

8. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 79,904,539.
- (b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ 66,179.
- (c) An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located, is .0828 %. [divide (b) by (a) and multiply by 100 to obtain the percentage]
9. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is \$ 1,300,963,196.
- (b) An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year is \$ 38,411.
- (c) An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year is .00295 %. [divide (b) by (a) and multiply by 100 to obtain the percentage]
10. Except as herein modified, the original Application for Certificate of Authority continues in full force and effect and is hereby confirmed, ratified and incorporated by reference into this Application for Amended Certificate of Authority.

Date: January 9, 2001

U. S. Smokeless Tobacco Brands Inc.

Print Exact Name of Corporation Making Application

By

☐ President or ☒ Vice President (check one)

By

☒ Secretary or ☐ Assistant Secretary (check one)

STATE OF Connecticut
COUNTY OF Fairfield

In Greenwich Ct, on this 9th day of January, 2001, personally appeared before me Debra A. Baker who, being by me first duly sworn, declared that he/she is the Secretary of the corporation and that he/she signed the foregoing document as such officer of the corporation, and that the statements herein contained are true.

Notary Public

My Commission Expires: BARBARA G. BOGUE

Notary Public

State of Connecticut

My Commission Expires August 31, 2002

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS



100 WEST PUTNAM AVENUE, GREENWICH, CONNECTICUT 06830

DEBRA A. BAKER
Senior Vice President and Secretary

(203) 622-3556
Fax: (203) 651-1129

January 22, 2001

State of Rhode Island
Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

RE: U. S. Smokeless Tobacco Brands Inc. (formerly United States Tobacco Sales and Marketing Company Inc.)

Please be advised that the name U. S. Smokeless Tobacco Company Inc. which was originally reserved on our behalf in the state of Rhode Island on October 30, 2000, was reconsidered for use and the new name is U. S. Smokeless Tobacco Brands Inc.

Sincerely,

A handwritten signature in black ink that reads "Debra Baker". The signature is fluid and cursive, with the first name "Debra" and last name "Baker" clearly distinguishable.

Debra A. Baker

State of Delaware
Office of the Secretary of State PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "UNITED STATES TOBACCO SALES AND MARKETING COMPANY INC.", CHANGING ITS NAME FROM "UNITED STATES TOBACCO SALES AND MARKETING COMPANY INC." TO "U. S. SMOKELESS TOBACCO BRANDS INC.", FILED IN THIS OFFICE ON THE TWENTIETH DAY OF DECEMBER, A.D. 2000, AT 9:30 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE FIRST DAY OF JANUARY, A.D. 2001.



Harriet Smith Windsor

Secretary of State

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AUTHENTICATION: 0907886

DATE: 01-10-01