

****AMENDED****

2001 UNIFORM BUSINESS REPORT (UBR)

DOCUMENT # F97000004081
1. Entity Name
 Commonwealth Brands, Inc.

FILED
 01 DEC 31 PM 3:06
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

Principal Place of Business **Mailing Address**
 P.O. Box 51587 P.O. Box 51587
 Bowling Green, KY 42103 Bowling Green, KY 42103

2. Principal Place of Business **3. Mailing Address**
 Suite, Apt. #, etc. Suite, Apt. #, etc.

City & State **City & State**

Zip **Country** **Zip** **Country**

4. FEI Number **Applied For**
 61-1208598 Not Applicable

5. Certificate of Status Desired **\$8.75 Additional Fee Required**

DO NOT WRITE IN THIS SPACE

6. Name and Address of Current Registered Agent
 CT Corporation System
 1200 South Pine Island Road
 Plantation, FL 33324

7. Name and Address of New Registered Agent
Name
Street Address (P.O. Box Number is Not Acceptable)
City **FL** **Zip Code**

8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE Ann Bryan Ann Bryan, Special Asst. Sec. 12-31-01
Signature, typed or printed name of registered agent and the filer (NOTE: Registered Agent signature required when re-registering) DATE

9. This corporation is eligible to satisfy its intangible tax filing requirement and elects to do so.
(See criteria on back)

FILE NOW! FEE IS \$150.00
 After MAY 1, 2001 Fee will be \$350.00
 Make Check Payable to Department of State

10. Election Campaign Financing Trust Fund Contribution. **\$5.00 May Be Added to Fees**

11. OFFICERS AND DIRECTORS	
TITLE President & Director <input checked="" type="checkbox"/> Delete	NAME Brad M. Kelley
STREET ADDRESS 2200 Lapsley Ln.	CITY-ST-ZIP Bowling Green, KY 42103
TITLE <input type="checkbox"/> Delete	NAME
STREET ADDRESS	CITY-ST-ZIP
TITLE <input type="checkbox"/> Delete	NAME
STREET ADDRESS	CITY-ST-ZIP
TITLE <input type="checkbox"/> Delete	NAME
STREET ADDRESS	CITY-ST-ZIP
TITLE <input type="checkbox"/> Delete	NAME
STREET ADDRESS	CITY-ST-ZIP

12. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11	
TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	Please see attached list.
STREET ADDRESS	
CITY-ST-ZIP	
TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	800004755438--3
STREET ADDRESS	-01/07/02--01048--010
CITY-ST-ZIP	*****61.25 *****61.25
TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	
STREET ADDRESS	
CITY-ST-ZIP	
TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	
STREET ADDRESS	
CITY-ST-ZIP	

13. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(f), Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 11 or Block 12 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE: John C. Poling II John C. Poling II, President 270-781-9100
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR DATE Daytime Phone #
 12-27-01

GR2E034 (11/00)

Commonwealth Brands, Inc.
List of Officers and Directors:

Date appointed: July 19, 2001

Officers:

John C. Poling, II	President, CEO, CFO
Gary Ebert	Senior Executive Vice President/Sales
William Melton	Vice President/Regulations
Tim Livesay	Vice President/Manufacturing
Joe Pierce	Vice President/Sales Administration
Pam Francis	Vice President/Information Technology

Directors:

John C. Poling, II	Director
Gary Ebert	Director
Tim Livesay	Director
Pam Francis	Director
Cecil Martin	Director
Brad M. Kelley	Director

All of the above Officers and Directors are located at the following address:

Physical address:
2200 Lapsley Lane
Bowling Green, KY 42103

Mailing Address:
P.O. Box 51587
Bowling Green, KY 42102-5887