

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

FILED
May 13 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # **830412** (3)
1. Corporation Name
R-J. REYNOLDS TOBACCO COMPANY

Principal Place of Business FOURTH AND MAIN STREETS ATTN: TAX DEPARTMENT WINSTON-SALEM NC 27102	Mailing Address P.O. BOX 2959 TAX-GCP WINSTON-SALEM NC 27102 US
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 07/05/1973	
21. Suite, Apt. #, etc.	26. Suite, Apt. #, etc.	4. FEI Number 56-0375955		Applied For Not Applicable	
22. City & State	27. Tax (20601) GCP	5. Certificate of Status Desired <input type="checkbox"/>		\$8.75 Additional Fee Required	
23. Zip	28. City & State Winston-Salem, NC	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>		\$5.00 May Be Added to Fees	
24. Country	29. Zip 27102	30. Country US		8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent THE PRENTICE-HALL CORPORATION SYSTEM INC 1201 HAYES ST STE 105 TALLAHASSEE FL 32301		10. Name and Address of New Registered Agent	
81. Name		82. Street Address (P.O. Box Number is Not Acceptable)	
83. City		84. City	
85. Zip Code		85. Zip Code	

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE

Signature, typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	VD	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BLIXT, CHARLES A	1.2 NAME	
STREET ADDRESS	4TH & MAIN STS	1.3 STREET ADDRESS	
CITY-ST-ZIP	WINSTON-SALEM, N C 00000	1.4 CITY-ST-ZIP	
TITLE	VD	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	GORDON, ROBERT R JR	2.2 NAME	
STREET ADDRESS	4TH & MAIN STS	2.3 STREET ADDRESS	
CITY-ST-ZIP	WINSTON-SALEM, N C 00000	2.4 CITY-ST-ZIP	
TITLE	VD	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	LAPIEJKO, KENNETH J.	3.2 NAME	
STREET ADDRESS	4TH & MAIN STS	3.3 STREET ADDRESS	
CITY-ST-ZIP	WINSTON-SALEM, N C 00000	3.4 CITY-ST-ZIP	
TITLE	PD	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	SCHINDLER, ANDREW J	4.2 NAME	
STREET ADDRESS	4TH & MAIN STS	4.3 STREET ADDRESS	
CITY-ST-ZIP	WINSTON SALEM NC	4.4 CITY-ST-ZIP	
TITLE	AS	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	PETREE, GEORGE C	5.2 NAME	
STREET ADDRESS	FOURTH AND MAIN STREETS	5.3 STREET ADDRESS	
CITY-ST-ZIP	WINSTON-SALEM NC 27102	5.4 CITY-ST-ZIP	
TITLE		6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		6.4 CITY-ST-ZIP	

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual 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 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE:  George C. Petree Asst. Secretary (336)741-3674

CR2E034 (10/97)