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(City/State/Zip/Phone #)

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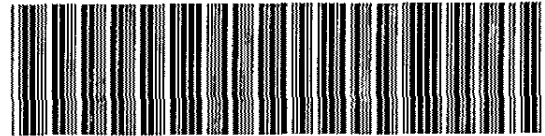
(Business Entity Name)

(Document Number)

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04 DEC 29 PM 3:21 04 DEC 29 AM 10:58

SECRETARY OF STATE
TALLAHASSEE, FLORIDA 32301-0001



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032
REFERENCE : 108668 7384617
AUTHORIZATION : *Patricia Pizulo*
COST LIMIT : \$ 70.00

ORDER DATE : December 27, 2004

ORDER TIME : 9:10 AM

ORDER NO. : 108668-015

CUSTOMER NO: 7384617

CUSTOMER: Jennie Beasley
R.j. Reynolds Tobacco
P.O. Box 2866

Winston-salem, NC 27102-2866

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TALLAHASSEE, FLORIDA

FOREIGN FILINGS

NAME: R. J. REYNOLDS GLOBAL
PRODUCTS, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Amanda Haddan -- EXT# 2955

EXAMINER: _____

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. R. J. REYNOLDS GLOBAL PRODUCTS, INC.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

(State or country under the law of which it is incorporated)

3. 04-3625474

(FEI number, if applicable)

4. 03/04/2002

(Date of incorporation)

5. perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. upon filing

(Date first transacted business in Florida, if prior to registration)

(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 401 N. Main Street, Winston-Salem, NC 27101

(Principal office address)

401 N. Main Street, Winston-Salem, NC 27101

(Current mailing address)

8. Development and management of Reynolds America Inc. international cigarette business

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee

(City)

, Florida 32301

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company

By: Carol Dolor

(Registered agent's signature)

Carol Dolor, Asst. V.P.

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

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TALLAHASSEE, FLORIDA

A. DIRECTORS

Chairman: see attached

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: see attached

Address: _____

Vice President: _____

Address: _____

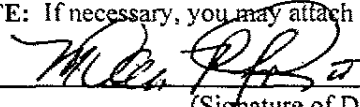
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. McDara P. Folan, III, Secretary
(Typed or printed name and capacity of person signing application)

R. J. Reynolds Global Products, Inc.
Officers and Directors

<u>Name/Title/SSN/Date in Office</u>	<u>Business Address</u>	<u>Residential Address</u>
John A. Scarritt President	401 N. Main Street Winston-Salem, NC 27101	160 Shamrock Trail Road Lewisville, NC 27023
Luis R. Davila Vice President-Market and Sales Development	401 N. Main Street Winston-Salem, NC 27101	608 Oak Valley Blvd. Advance, NC 27006
Daniel A. Fawley Vice President and Treasurer	401 N. Main Street Winston-Salem, NC 27101	135 Coventry Park Lane Winston-Salem, NC 27104
R. Scott Schmalfeldt Vice President-Finance	401 N. Main Street Winston-Salem, NC 27101	380 Coventry Park Lane Winston-Salem, NC 27104
McDara P. Folan, III Secretary	401 N. Main Street Winston-Salem, NC 27101	111 Wing Haven Circle Winston-Salem, NC 27106
Anthony N. Cipicchio Assistant Secretary	401 N. Main Street Winston-Salem, NC 27101	1395 Kerner Road Kernersville, NC 27284
Morris L. Moore Assistant Treasurer 9	401 N. Main Street Winston-Salem, NC 27101	3741 Kaismore Court Winston-Salem, NC 27106
Caroline M. Price Assistant Treasurer 168 40 1441	1007 Orange Street Wilmington, DE 19801	11 Roosevelt Way Robbinsville, NJ 08691
Janet B. Quintal Assistant Treasurer	401 N. Main Street Winston-Salem, NC 27101	133 McMichael Court Clemmons, NC 27012
Jeffrey A. Eckmann Director	401 N. Main Street Winston-Salem, NC 27101	409 Orchard Park Drive Bermuda Run, NC 27006
McDara P. Folan, III Director	401 N. Main Street Winston-Salem, NC 27101	111 Wing Haven Circle Winston-Salem, NC 27106
John A. Scarritt Director	401 N. Main Street Winston-Salem, NC 27101	160 Shamrock Trail Road Lewisville, NC 27023
Marcus S. Shore Director	401 N. Main Street Winston-Salem, NC 27101	4105 Greenvale Court Winston-Salem, NC 27104

Delaware

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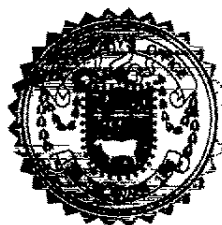
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "R. J. REYNOLDS GLOBAL PRODUCTS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-EIGHTH DAY OF DECEMBER, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "R. J. REYNOLDS GLOBAL PRODUCTS, INC." WAS INCORPORATED ON THE FOURTH DAY OF MARCH, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3497957 8300

AUTHENTICATION: 3580224

040943385

DATE: 12-28-04