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Division of Corporations
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FOREIGN PROFIT QUALIFICATION

Liggett Vector Brands Inc.

Certificate of Status	0
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Page Count	06 of 1
Estimated Charge	\$70.00

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OT CORPORATION SYSTM

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OT CORPORATION

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: LIGGETT VECTOR BRANDS INC.

(Name of corporation - must include suffix)

Dear Sir or Madam:

This enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Helen B. Stewart, CLA

(Name of Person)

Liggett Vector Brands Inc.

(Firm/Company)

One Park Drive, Ste 150

(Address)

Reserach Triangle Park, NC 27709

(City/State and Zip code)

For further information concerning this matter, please call:

Helen B. Stewart, CLA

(Name of Person)

at (919) 990-3588

(Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

☒ \$70.00 Filing Fee

☐ \$78.75 Filing Fee &
Certificate of Status

☐ \$78.75 Filing Fee &
Certified Copy

☐ \$87.50 Filing Fee,
Certificate of Status &
Certified Copy

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- CT CORPORATION SYSTM

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PAGE 001/001 Florida Dept of State



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

October 10, 2005

HELEN B. STEWART, CLA
LIGGETT VECTOR BRANDS INC.
ONE PARK DRIVE, STE 150
RESEARCH TRIANGLE PARK, NC 27709

SUBJECT: LIGGETT VECTOR BRANDS INC.
REF: W05000046486

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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and resubmit the complete document, including the electronic filing cover sheet.

Based upon information provided by the Florida Department of Revenue, pursuant to section 213.053(14), Florida Statutes, it appears that LIGGETT VECTOR BRANDS INC. has transacted business in Florida prior to submitting an "Application for Authority to Transact Business in Florida". The information received from the Florida Department of Revenue indicates January 1, 2003, as the initial date of transacting business in the State of Florida.

Pursuant to section 607.1502(4), 617.1502(4) or 609.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$2,300.00.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6913.

Diane Cushing
Document Specialist

FAX Aud. #: H05000238871
Letter Number: 005A00061446

Re-Send
Jan. 19, 2006

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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CT CORPORATION SYSTM
CT CORPORATION

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1501, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. LIGGETT VECTOR BRANDS INC.

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

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

2. Delaware 3. 74-3040463
(State or country under the law of which it is incorporated) (FBI number, if applicable)
4. March 13, 2002 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon filing with the Office of the Secretary of State for the State of Florida
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. One Park Drive, Ste 150, Research Triangle Park, NC 27709
(Principal office address)
- P O Box 13818, Research Triangle Park, NC 27709
(Current mailing address)

8. Sales and Marketing Agent
(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: CT Corporation System

Office Address: 1200 South Pine Island Road
Plantation, Florida 33324
(City) (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.

PETER F. SOUZA
REGISTERED AGENT

(Registered agent's signature)

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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OT CORPORATION SYSTM

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OT CORPORATION

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A. DIRECTORSChairman: Ronald J. BernsteinAddress: One Park Drive, Ste 150
Research Triangle Park, NC 27709Vice Chairman: William H. MarksAddress: One Park Drive, Ste 150
Research Triangle Park, NC 27709Director: Charles M. Kingan, Jr.Address: 100 Maple Lane
Mebane, NC 27302

Director: _____

Address: _____

B. OFFICERSPresident: Ronald J. BernsteinAddress: One Park Drive, Ste 150
Research Triangle Park, NC 27709Vice President: William H. MarksAddress: One Park Drive, Ste 150
Research Triangle Park, NC 27709Secretary: John R. LongAddress: One Park Drive, Ste 150, Research Triangle Park, NC 27709Treasurer: William H. MarksAddress: One Park Drive, Ste 150, Research Triangle Park, NC 27709

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. John R. Long - Vice President

(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

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CT CORPORATION SYSTM
CT CORPORATION

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LIGGETT VECTOR BRANDS INC.
OFFICERS AND DIRECTORS

NAME	TITLE	BUSINESS ADDRESS
Ronald J. Bernstein	President and CEO	One Park Drive, Ste 150, Research Triangle Park, NC 27709
James A. Taylor	Executive Vice President	One Park Drive, Ste 150, Research Triangle Park, NC 27709
William H. Marks	VP Finance and Administration and Treasurer	One Park Drive, Ste 150, Research Triangle Park, NC 27709
Charles M. Kingen, Jr.	VP Operations and Assistant Secretary	100 Maple Lane, Mebane, NC 27302
Robert G. Curley	Senior Vice President of Sales	9001 Airport Freeway, Ste 800, Richmond Hill, TX 78180
Kelth Portey	Vice President, Chain Sales - West	8783 Maroon Circle, Ste 370, Englewood, CO 80112
Steve Erickson	Vice President, Retail Sales	483 SW Ward Road, Lee's Summit, MO 64081-2448
Jay Loflin	Vice President, Chain Sales - East	488 Thomas Jones Way, Suite 110, Exton, PA 19341
John P. Long	Vice President, General Counsel and Asst Secretary	One Park Drive, Ste 150, Research Triangle Park, NC 27709
Helen B. Stewart	Assistant Secretary	One Park Drive, Ste 150, Research Triangle Park, NC 27709
Ronald J. Bernstein	Director	One Park Drive, Ste 150, Research Triangle Park, NC 27709
William H. Marks	Director	One Park Drive, Ste 150, Research Triangle Park, NC 27709
Charles M. Kingen, Jr.	Director	100 Maple Lane, Mebane, NC 27302

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CT CORPORATION SYSTM
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Delaware

PAGE 1

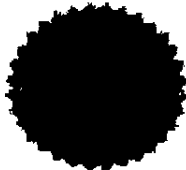
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "LIGGETT VECTOR BRANDS 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 SEVENTH DAY OF OCTOBER, A.D. 2005.

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

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

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2006 JAN 19 P 1:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 4211908

DATE: 10-07-05