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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850)617-6381

From: Account Name : CORPORATION SERVICE COMPANY
Account Number : 120000000195
Phone : (850)521-1000
Fax Number : (850)558-1515

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STATE OF FLORIDA
TALLAHASSEE, FLORIDA

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

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FOREIGN PROFIT/NONPROFIT CORPORATION
CONWOOD HOLDINGS, INC

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

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STATE OF FLORIDA

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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. CONWOOD HOLDINGS, 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 3.
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 04/21/2006 5. PERPETUAL
(Date of incorporation) (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)
P.O. Box 3000 Winston-Salem, NC 27102
(Current mailing address)

8. Manufacturing and sales of tobacco products
(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, Florida 32301
(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.

Corporation Service Company
Jacqueline N. Casper, Assistant VP
By: [Signature]
(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.

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

A. DIRECTORS

Chairman: McDara P. Folan, III

Address: 401 N Main St
Winston-Salem, NC 27101

Vice Chairman: Daniel A. Fawley

Address: 401 N Main St
Winston-Salem, NC 27101

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: McDara P. Folan, III

Address: 401 N Main St
Winston-Salem, NC 27101

Vice President: Daniel A. Fawley

Address: Winston-Salem, NC 27101
Winston-Salem, NC 27101

Secretary: Constantine E. Tsipis

Address: 401 N Main St, Winston-Salem, NC 27101

Treasurer: See attached list of Additional Officers

Address: 401 N Main St, Winston-Salem, NC 27101

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

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

14. Patrick Z. Messick, Assistant Secretary
(Typed or printed name and capacity of person signing application)

Conwood Holdings, Inc.
Additional Officers

<u>Officers</u>	<u>Title</u>
Stevon F. Gentry	Assistant Secretary
Patrick Z. Messick	Assistant Secretary
Nancy G. Sturgeon	Assistant Secretary
Morris L. Moore	Assistant Treasurer
Steven R. Holland	Assistant Treasurer

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Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CONWOOD HOLDINGS, 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-SECOND DAY OF JULY, A.D. 2010.

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.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CONWOOD HOLDINGS, INC." WAS INCORPORATED ON THE TWENTY-FIRST DAY OF APRIL, A.D. 2006.

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TALLAHASSEE FLORIDA



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100764516

Jeffrey W. Bullock
Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8128579

DATE: 07-22-10

You may verify this certificate online at corp.delaware.gov/authver.shtml