

FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

PROFIT
CORPORATION
ANNUAL REPORT
1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Morahan
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # P14515 (1)

1. Corporation Name

BROWN & WILLIAMSON TOBACCO CORPORATION

Principal Place of Business

1500 BROWN & WILLIAMSON TOWER
P O BOX 35090
LOUISVILLE KY 40232

Mailing Address

1500 BROWN & WILLIAMSON TOWER
P O BOX 35090
LOUISVILLE KY 40232



2. Principal Place of Business

21

Suite, Apt. #, etc.

22

City & State

23

Zip

Country

24

25

2a. Mailing Address

26

Suite, Apt. #, etc.

27

City & State

28

Zip

Country

29

30

3. Date Incorporated or Qualified

05/19/1987

3a. Date of Last Report

04/27/1995

4. FEI Number

61-0144470

Applied For

Not Applicable

5. Certificate of Status Desired

☐ \$8.75 Additional
Fee Required

6. Election Campaign Financing
Trust Fund Contribution

☐ \$5.00 May Be
Added to Fees

8. This corporation has liability for intangible tax under s. 199.032,
Florida Statutes ☐ Yes ☐ No

9. Name and Address of Current Registered Agent

CT CORPORATION SYSTEM
1200 S. PINE ISLAND ROAD
PLANTATION FL 33324

10. Name and Address of New Registered Agent

81 Name

82 Street Address (P.O. Box Number is Not Acceptable)

83

84 City

FL

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 of person or persons who are registered with the Secretary

Office Registered Agent's name and address (if changing)

DATE

12. OFFICERS AND DIRECTORS

TITLE	TVP	☒ DELETE
NAME	FRANCESCO, C.D.	
STREET ADDRESS	1500 BROWN & WILLIAMSON	
CITY- ST- ZIP	LOUISVILLE KY	
TITLE	P	☒ DELETE
NAME	SANDEFUR, THOMAS E JR.	
STREET ADDRESS	1500 BROWN & WILLIAMSON	
CITY- ST- ZIP	LOUISVILLE KY	
TITLE	CEO	☒ DELETE
NAME	SANDEFUR, T.E. JR.	
STREET ADDRESS	1500 BROWN & WILLIAMSON	
CITY- ST- ZIP	LOUISVILLE KY	
TITLE	SVP	☐ DELETE
NAME	PEPPLES, E.	
STREET ADDRESS	1500 BROWN & WILLIAMSON	
CITY- ST- ZIP	LOUISVILLE KY	
TITLE	SVP	☒ DELETE
NAME	WHITEHAIR, T.E. JR.	
STREET ADDRESS	1500 BROWN & WILLIAMSON	
CITY- ST- ZIP	LOUISVILLE KY	
TITLE	AS	☐ DELETE
NAME	SHADBURNE, G.G.	
STREET ADDRESS	5515 KILLIMUR DR	
CITY- ST- ZIP	PROSPECT KY	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1. TITLE	VP/CEO	☐ Change ☒ Addition
2. NAME	Carl L. Schoenbachler	
3. STREET ADDRESS	1500 Brown & Williamson Tower, P.O. Box 35090	
4. CITY- ST- ZIP	Louisville, KY 40232	
5. TITLE	P/CEO	☐ Change ☒ Addition
6. NAME	Nick Brookes	
7. STREET ADDRESS	1500 Brown & Williamson Tower, P.O. Box 35090	
8. CITY- ST- ZIP	Louisville, KY 40232	
9. TITLE	SVP	☐ Change ☒ Addition
10. NAME	Michael J. McGraw	
11. STREET ADDRESS	1500 Brown & Williamson Tower, P.O. Box 35090	
12. CITY- ST- ZIP	Louisville KY 40232	
13. TITLE		☐ Change ☐ Addition
14. NAME		
15. STREET ADDRESS		
16. CITY- ST- ZIP		
17. TITLE	VP/IS	☐ Change ☒ Addition
18. NAME	F. Anthony Burke	
19. STREET ADDRESS	1500 Brown & Williamson Tower, P.O. Box 35090	
20. CITY- ST- ZIP	Louisville, KY 40232	
21. TITLE		☒ Change ☐ Addition
22. NAME		
23. STREET ADDRESS		
24. CITY- ST- ZIP	Louisville, KY 40059	

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), 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:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

G.G. Shadburne

4/22/96

Daytime Phone #

CR2E034 (12/95)

BROWN & WILLIAMSON TOBACCO CORPORATION 2-7
1995-1996 DIRECTORS & OFFICERS

<u>TITLE</u>	<u>NAME</u>	<u>HOME ADDRESS</u>	<u>BUSINESS ADDRESS</u>
President & CEO Director	Nick Brookes 400-49-2364	3116 Arden Rd Louisville, KY 40222	A
Executive VP and CFO Director	Carl L. Schoenbachler 400-64-5995	615 Lake Forest Parkway Louisville, KY 40245 (502) 244-8846	A
Senior VP Director	Michael J. McGraw 404-62-1396	7700 Cedar Ridge Court Prospect, KY 40059 (502) 228-2962	A
Senior VP	Ernest C. Pepples 403-46-6517	2432 Ransdell Avenue Louisville, KY 40204 (502) 458-6045	A
Senior VP Director	R. L. Bexon 401-49-1171	7707 Cedar Ridge Ct Prospect, KY 40059	A
Senior VP	John T. Winebrenner 167-34-2076	10 Woodhill Road Louisville, KY 40207 (502) 899-5663	A
VP and Secretary	F. Anthony Burke 403-60-2597	4440 Signal Hill Rd. Louisville, KY 40207 (502) 897-9385	A
VP	Jeffrey A. Eckmann 399-58-8209	1508 Arnold Palmer Boulevard Louisville, KY 40245 (502) 244-1792	A
VP	Henry C. Frick 403-64-2479	203 Dorchester Road Louisville, KY 40223 (502) 426-1907	A
VP	Charles R. Green, Jr. 436-68-1306	#804 Azabu Terrace Apt. 5-16-35, Roppongi Minato-Ku, Tokyo 106 Japan	E

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VP	Randy F. Harrison 223-68-5136	3008 Wolf Trap Drive Wilson, NC 27893 (919) 291-9922	C
VP	Joseph S. Helewicz 215-44-0817	3512 Trail Ridge Road Louisville, KY 40241 (502) 423-8900	A
VP Director	John N. Jewell 406-72-0233	100 Brandy Court Macon, GA 31210 (912) 474-6940	D
VP	Glenn A. Korfhage 404-60-7358	108 Sedley Court Pewee Valley, KY 40056 (502) 244-2586	A
VP	Jeff R. Myhand 307-46-7815	Route 1, Box 127D Macon, GA 31210 (912) 994-4817	D
VP	Tilford F. Riehl 405-56-2362	119 Woof Creek Dr. Macon, GA 31210 (912) 474-2586	D
Asst. Controller	William P. Dougherty 306-54-1499	3613 Sundance Drive New Albany, IN 45150	A
Asst. Controller	Michael J. Walter 403-92-2512	4520 Dannywood Rd. Louisville, KY 40220 (502) 456-9365	A
Treasurer	Gary M. Riley 407-82-3287	1410 Arnold Palmer Blvd. Louisville, KY 40245 (502) 339-6405	A
Asst. Secretary	Charles D. Brown 400-68-0443	605 Linden Drive Anchorage, KY 40223 (502) 245-0850	A
Asst. Secretary	Karen Kitchens 253-88-0953	4365 Barrington Place Macon, GA 31210	D

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Asst. Secretary	Susan Saunders 407-78-2726	409 Regency Ct. Apt. #8 Louisville, KY 40207	A
Asst. Secretary	Glenn Shadburne 404-74-2627	5515 Killinur Dr. Louisville, KY 40059 (502) 339-9040	A
Asst. Secretary	Charles I. Sherman 046-30-0726	9203 Springbrooke Circle Louisville, KY 40241 (502) 425-3220	A

Business Addresses:

- A - 1500 Brown & Williamson Tower, Louisville, KY 40202
- B - 600 N. Chestnut Street, Winston-Salem, NC 27102
- C - Old Stantonsburg Road, Wilson, NC 27893
- D - 2600 Weaver Road, Macon, GA 31298
- E - Kioicho Building, 16th Floor, 3-12 Kioicho, Chiyoda-Ku, Tokyo 120, Japan