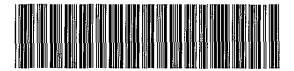
P 29889

(Requestor's Name)
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CT CORPORATION

April 8, 2003

Secretary of State, Florida 409 East Gaines Street Tallahassee FL 32399

Re: Order #: 5822342 SO

Customer Reference 1: Customer Reference 2:

Dear Secretary of State, Florida:

Please file the attached:

Liggett Group, Inc. (DE) Change of Agent Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Katrina Forsman
Fulfillment Specialist
Katrina_Forsman@cch-lis.com

660 East Jefferson Street Tallahassee, FL 32301 Tel. 850 222 1092 Fax 850 222 7615

· STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.	1508, Florida Statutes,	
the undersigned corporation organized under the laws of the State of Delaware submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.		
The name of the corporation : Liggett Group Inc.		
	2003	
2. The mailing address of the corporation: 100 Maple Lang, Mebane, NC 27302	APR AFA	
	BSS ANA	
3. Date of incorporation/qualification: 06/25/1990 Document numb	er: P29889 77	
4. The name and address of the current registered agent and office:	2: 06 SIAI L ORIDA	
CORPORATION SERVICE COMPANY	_ ·	
1201 HAYS STREET		
TALLAHASSEE FL 32301		
5. The name and address of the new registered agent (if changed) and/or registered (P. O. Box Not Acceptable)	ed office (if changed):	
C T Corporation System	<u> </u>	
c/o C T Corporation System, 1200 South Pine Island Road,		
Plantation, Florida 33324	<u>.</u>	
The street address of its registered office and the street address of the business agent, as changed, will be identical.	office of its registered	
Such change was authorized by resolution duly adopted by its board of director authorized by the board.	rs or by an officer so	
Mary	ch 2 b, 2 003	
(Signature of an officer, chairman or vice chairman of the board)	(Date)	
Heather Lydic, Asst, Secretary (Printed or typed name and title)	- ••	
Having been named as registered agent and to accept service of process for the corporation, I hereby accept the appointment as registered agent and agree to I further agree to comply with the provisions of all statutes relative to the properformance of my duties, and I am familiar with and accept the obligation of registered agent. C T Corporation System	act in this capacity. Per and complete	
By: Marc	ch 26, 2003	
(Signature of Registered Agent) (Date)		
If signing on behalf of an entity:		
Peter F. Souza Asst. Secretary (Typed or Printed Name) (Capacit	ty)	
V. A. P. T.		

* * * FILING FEE: \$35.00 * * *

CR2E045(9/00)

DIVISION OF CORPORATIONS

P.O. Box 6327

TALLAHASSEE, FL 32314

POWER OF ATTORNEY

NOTICE IS HEREBY GIVEN THAT Liggett Group Inc. ("Corporation"), a corporation incorporated under the laws of Delaware does hereby appoint Heather Lydic and James Bordonaro as attorney-in-fact for the Corporation to act for the Corporation for the limited purposes authorized herein.

The Corporation, having taken all necessary steps to authorize the changes, hereby grants its attorney-in-fact the power to execute the documents necessary to change the Corporation's registered agent and registered office, or the agent and office of similar import, in any state.

This Power of Attorney expires when revoked by the Corporation.

IN WITNESS WHEREOF the undersigned have executed this Power of Attorney on this 26th day of March, 2003.

R. Long, Vice President

Helen B. Stewart, Assistant Secretary

Sworn to and subscribed before me this 26th day of March, 2003.

Notary Public, State of North Carolina Commission Expires: 9-29-05