

State of Idaho

Office of the Secretary of State

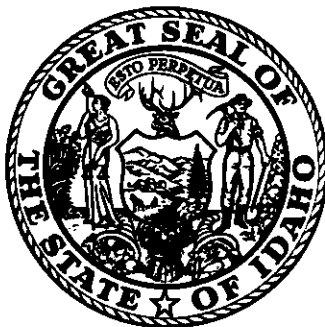
**CERTIFICATE OF AUTHORITY
OF
R.J. REYNOLDS VAPOR COMPANY**

File Number C 199371

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: August 19, 2013



Ben Yursa
SECRETARY OF STATE

By *[Signature]*

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APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

2013 AUG 19 AM 11:05

The undersigned Corporation applies for a Certificate of Authority and states as follows: SECRETARY OF STATE
STATE OF IDAHO

1. The name of the corporation is:

R. J. Reynolds Vapor Company2. The name which it shall use in Idaho is: R. J. Reynolds Vapor Company3. It is incorporated under the laws of: North Carolina4. Its date of incorporation is: April 5, 2012

5. The address of its principal office is:

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

6. The address to which correspondence should be addressed, if different from item 5, is:

7. The street address of its registered office in Idaho is: 12550 W. Explorer Drive, Suite 100, Boise, ID 83713and its registered agent in Idaho at that address is: Corporation Service Company

8. The names and respective business addresses of its directors and officers are:

Name

Title

Business Address

See attached Exhibit ADated: August 16, 2013

Signature:

Martin L. Holton III

Typed Name:

Martin L. Holton III

Capacity:

Vice President*[The signer must be a director or an officer of the corporation.]*

Customer Acct #:

(if using pre-paid account)

Secretary of State use only

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Revised 03/2005

IDAHO SECRETARY OF STATE

08/19/2013 05:00

Web Form CK: 1518859 CT: 172899 BH: 1386592

1 @ 100.00 = 100.00 AUTH PRO # 2

1 @ 20.00 = 20.00 EXPEDITE C # 3

C199371

Exhibit A
August 15, 2013

R. J. Reynolds Vapor Company
401 North Main Street
Winston-Salem, NC 27101*

Directors

Stephanie D. Cordisco
McDara P. Folan, III
Martin L. Holton III

Officers

Stephanie D. Cordisco
Thomas R. Adams
Frederic P. Ampolini
McDara P. Folan, III
Martin L. Holton III
Daniel A. Fawley
Steven F. Gentry
Patrick Z. Messick
Nancy G. Sturgeon
Constantine E. Tsipis
Steven R. Holland
Dale L. Orrell

Title

President
Vice President
Vice President – Operations
Vice President and Secretary
Vice President
Treasurer
Assistant Secretary
Assistant Secretary
Assistant Secretary
Assistant Secretary
Assistant Treasurer
Assistant Treasurer

*Business address is the same for each director/officer listed



NORTH CAROLINA

Department of the Secretary of State

CERTIFICATE OF EXISTENCE

I, Elaine F. Marshall, Secretary of State of the State of North Carolina, do hereby certify that

R. J. REYNOLDS VAPOR COMPANY

is a corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 5th day of April, 2012, with its period of duration being Perpetual.

I FURTHER certify that, as of the date set forth hereunder, the said corporation's articles of incorporation are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said corporation is not administratively dissolved for failure to comply with the provisions of the North Carolina Business Corporation Act; that its most recent annual report required by N.C.G.S. 55-16-22 has been delivered to the Secretary of State; and that the said corporation has not filed articles of dissolution as of the date of this certificate.



Scan to verify online.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 19th day of August, 2013.

Elaine F. Marshall

Secretary of State