



JOHN Y. BROWN III
SECRETARY OF STATE

**STATEMENT OF CHANGE OF REGISTERED OFFICE
 OR REGISTERED AGENT OR BOTH**

Pursuant to the provisions of Chapters 271B or 273 of the Kentucky Revised Statutes, the undersigned submits the following statements on behalf of the corporation which is organized in the state of KENTUCKY for the purpose of changing its registered office or registered agent or both in the Commonwealth of Kentucky:

The name of the corporation is Campbell Company, Incorporated

The complete address of the current registered office is:
8201 National Turnpike Louisville, Kentucky 40214
 Street City/State Zip

The complete address of the current registered office is hereby changed to:
2500 Brown & Williamson Tower Louisville, Kentucky 40202
 Street City/State Zip

The name of the current registered agent is:
Larry W. Marcum

The name of the current registered agent is hereby changed to:
O. Grant Bruton

The address of the registered office and the address of the business office of the registered agent, as changed, will be identical.

Dated June 16, 19 98
Robert E. Coleman
 SIGNATURE & TITLE
Robert E. Coleman, President
 PRINT or TYPE NAME & TITLE

CONSENT OF NEW AGENT

I O. Grant Bruton consent to serve as the new registered agent on behalf of this corporation.

O. Grant Bruton
 Signature of New Agent

(See Reverse Side for Instructions)