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07-19-2002

Express Mail No.: EL 501 743 666 US

FORM PTO-1594  
1-31-92

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office



102160732

To the Honorable Commissioner of Patents and Trademarks, 1600 K Street, N.W., Washington, DC 20530  
Box Assignment, Washington, DC 20231

1. Name of conveying party(ies):  
SWEET PEA TECHNOLOGIES, INC.  
7-11-02

Individual(s)                       Association  
 General Partnership             Limited Partnership  
 Corporation-State - Delaware  
 Other \_\_\_\_\_  
Additional name(s) of conveying party(ies) attached?   
Yes  No

2. Name and address of receiving party(ies):  
Name: MILTEX DENTAL, INC.  
Internal Address: \_\_\_\_\_  
Street Address: 1209 Orange Street  
City Wilmington State Delaware ZIP 19801

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State Delaware  
 Other \_\_\_\_\_

3. Nature of conveyance:  
 Assignment                       Merger  
 Security Agreement             Change of Name  
 Other \_\_\_\_\_

Execution Date: May 25, 2001

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
(Designation must be a separate document from Assignment)  
Additional name(s) & address(es) attached?  Yes  No

4. Application number(s) or registration number(s):  
A. Trademark Application No.(s) 76/149,883  
Additional numbers attached?  Yes  No

B. Trademark registration No.(s) N/A

5. Name and address of party to whom correspondence concerning document should be mailed:  
PENNIE & EDMONDS LLP  
1155 Avenue of the Americas  
New York, NY 10036  
Attn.: Elizabeth S. Langston, Esq.  
File No.: 10944-011-999

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$ 40.00  
Please charge to the deposit account listed in Section 8.

8. Deposit account number: 16-1150

07/18/2002 61011 0000093 161150 76149883

DO NOT USE THIS SPACE

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9. Statement and signature.  
*To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.*  
Elizabeth S. Langston  
Name of Person Signing      Reg. No.

*Elizabeth S. Langston*  
Signature      July 11, 2002  
Date

Total number of pages comprising cover sheet: 7

Mail documents to be recorded with required cover sheet information to:  
Commissioner of Patents & Trademarks, Box Assignment  
Washington, D.C. 20231

TRADEMARK NY2-1327635.1  
REEL: 2545 FRAME: 0526

## TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT, dated May 25, 2001, between SWEET PEA TECHNOLOGIES, INC., a Delaware corporation with a place of business at 300 Delaware Avenue, Suite 1704, Wilmington, Delaware 19801 (“Assignor”) and MILTEX DENTAL, INC., a Delaware corporation with a place of business at 1209 Orange Street, Wilmington, DE 19801 (“Assignee”).

WHEREAS Assignor entered into a certain Asset Purchase Agreement, dated as of January 10, 2001, by and among Thompson Dental Mfg., Inc., a Montana corporation, Sweet Pea Technologies, Inc., a Delaware corporation and Miltex, Inc., a New York corporation (“Miltex”) (as amended, the “Asset Purchase Agreement”);

WHEREAS Miltex entered into a certain Assignment Agreement with the Assignee, Miltex Dental Technologies, Inc., a Delaware corporation (“Dental Technologies”) and Miltex Dental Instruments, Inc., a Delaware corporation (“Dental Instruments”), assigning its rights and obligations under the Asset Purchase Agreement to the Assignee, Dental Technologies and Dental Instruments;

WHEREAS Assignor has adopted, used and is the owner of all rights, title and interest in and to the marks shown on Exhibit A annexed hereto and made a part hereof (the “Registered Marks”), which are registered in the United States Patent and Trademark Office, with the registration numbers shown on Exhibit A and all of the goodwill associated therewith; and

WHEREAS Assignee is desirous of acquiring the Registered Marks, the registrations thereof and all of the goodwill associated therewith; and


WHEREAS Assignor has filed an application with the United States Patent and Trademark Office for the mark shown on Exhibit B annexed hereto and made a part hereof (the "Applied for Mark"), which has been given the serial number shown on Exhibit B; and

WHEREAS Assignee is acquiring the entire business or portion thereof to which the Registered Marks and the Applied for Marks (together, the "Marks") pertain;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign to Assignee all rights, title and interest in and to the Marks, together with the good will of the business symbolized by the Marks. Assignee further agrees to execute any further formal papers or such other documents and to do such other acts as may be necessary and proper to vest record title in and to such Marks in Assignee.

IN WITNESS THEREOF, Assignor has caused this Trademark Assignment to be duly executed and delivered as of the date first written.

SWEET PEA TECHNOLOGIES, INC.

By:   
Name: Joseph S. Sternberg  
Title: President  
Address: 300 Delaware Avenue  
Suite 1704  
Wilmington, Delaware 19801

# SCHEDULE A

## REGISTERED MARKS

<u>Registration Number</u>	<u>Mark</u>
1070067	Moyco®
1070066	Moyco & Design
735431	“Evenwet”®
984592	Acryfoil®
549611	Lightning®
1028555	Para-Mill®
1043906	Prophy-Pol®
1280464	Firmdent®
1202489	Itch-Away®
1322215	Moycodent®
655301	Indian Head®
1127841	Indian Head®
1399299	Flex-R®
1762335	Mastersol®
1785401	Union Broach®
1882017	Onyx-R®
2020667	RBS®
2028585	Rapid Body Shapers®
2268740	Mor-Flex®
2249640	Sharpie®
2345006	UB M UB M (Logo)

**SCHEDULE B**  
**APPLIED FOR MARKS**

Serial Number

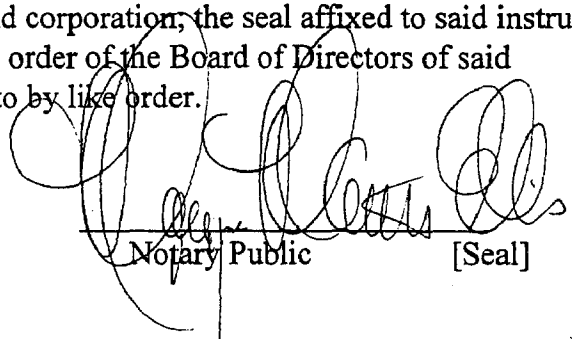
Mark

76/149883

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STATE OF New York )  
COUNTY OF New York : ss.:

On the 25<sup>th</sup> day of May, 2001, before me personally came Joseph P. Stenberg to me known, who, being by me duly sworn, did depose and say that he resides at 158 Blue Circle, Blue Bell, PA, 19380; that he is the President of SWEET PEA TECHNOLOGIES, INC., the corporation described in and which executed the above instrument; that he knows the seal of said corporation; the seal affixed to said instrument is such corporate seal; that it was so affixed by order of the Board of Directors of said corporation, and that he signed his name thereto by like order.

  
Notary Public [Seal]

MARJORIE MAXIN ELLIS  
NOTARY PUBLIC, State of New York  
No. 01EL4779256  
Qualified in Bronx County  
Commission Expires Oct. 31, 2001