

01-16-2003



102340109

To the Honorable Commissioner of

Patent and Trademark Office record the attached original documents or copy thereof.

1-14-03

1. Name of conveying party(ies):

Sweet Pea Technologies, Inc.

- Individual(s)
- General Partnership
- Corporation
- Other _____
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached Yes No

3. Nature of Conveyance:

- Assignment
- Security Agreement
- Other: _____
- Merger
- Change of Name

Execution Date: November 30, 2002

2. Name and address of receiving party(ies):

Moyco Technologies, Inc.
200 Commerce Drive
Montgomeryville, PA 18936

- Individual(s) citizenship: _____
- Association: _____
- General Partnership: _____
- Limited Partnership: _____
- Corporation: Pennsylvania
- Other: _____

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) & addresses attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s):

B. Trademark Reg. No.(s): 714024; 834541; 2279629

Additional numbers attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Harriet E. Perkins, Esq.
Drinker Biddle & Reath LLP
One Logan Square
18th and Cherry Streets
Philadelphia, PA 19103-6996

Attorney Docket No. 133876 (2312-G)

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41)

- Enclosed
- Authorized to be charged to deposit account

\$90.00

8. Deposit Account Number:

DO NOT USE THIS SPACE

9. 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.

HARRIET E. PERKINS

Name of Person Signing

Harriet E. Perkins

Signature

January 8, 2003

Date

Total number of pages including cover sheet, attachments and document: 4

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

01/16/2003 LMUELLER 00000036 714024

01 FC:8521
02 FC:8522

40.00 OP
50.00 OP

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

OFFICE OF PUBLIC RECORDS
JAN 14 AM 9:17
FINANCE SECTION

NUNC PRO TUNC TRADEMARK ASSIGNMENT

WHEREAS, Sweet Pea Technologies, Inc., a Delaware corporation, having a place of business at 300 Delaware Avenue, Suite 1704, Wilmington, DE 19801 (hereinafter "Assignor"), was the owner of the trademarks set forth on the attached Schedule A (hereinafter referred to as the "Trademarks");

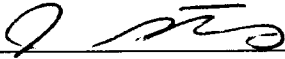
WHEREAS, on November 30, 2002 Assignor did assign all right, title and interest in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks and the registrations thereof as set forth on the attached Schedule A to Moyco Technologies, Inc., a Pennsylvania Corporation, having a place of business at 200 Commerce Drive, Montgomeryville, PA 18936 (hereinafter "Assignee"); and

WHEREAS, Assignor and Assignee are desirous of making this Assignment a matter of record in the countries where the Trademarks are registered and/or pending.

NOW, THEREFORE, for good and valuable consideration, the full receipt and sufficiency of which is hereby acknowledged, and intending to be legally bound hereby, Assignor hereby acknowledges that it did on November 30, 2002 sell, assign, transfer and convey unto Assignee all of its right, title and interest throughout the world, including the United States and all foreign countries in and to the Trademarks set forth on the attached Schedule A, including any choses in action relating to said Trademarks, claims for damages, profits and costs, both in equity and law, for any infringement or infringements of said Trademark rights accruing on or before the date of this Assignment, together with the goodwill of the business symbolized by the Trademarks, and including the registrations thereof as set forth on the attached Schedule A, and further, Assignor hereby covenants, agrees and undertakes to execute all applications,

assignments, lawful oaths and any other papers which Assignee may deem necessary or desirable for securing to Assignee or for maintaining for Assignee the Trademarks hereby assigned, all without further compensation to Assignor.

SWEET PEA TECHNOLOGIES, INC.

By:  _____
Joseph Sternberg
President

SCHEDULE A

TRADEMARK REGISTRATIONS

COUNTRY	REG. NO.	MARK	REG. DATE
United States	2279629	M and Design	September 21, 1999
United States	834541	ULTRALAP	September 5, 1967
United States	714024	FLEX-I-GRIT	April 18, 1961
United Kingdom	B920713	ULTRALAP	February 7, 1968
United Kingdom	B920714	ULTRALAP	February 7, 1968
Benelux	306341	ULTRALAP	November 26, 1971
Italy	610819	ULTRALAP	December 4, 1991