

02-22-1999



MAR 2.16.99

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To the Honorable Commissioner of Pate.

ached original documents or copy thereof.

1. Name of conveying party(ies):
 United States Can Company

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: SOMEC Corporation
 Internal Address: _____
 Street Address: 140 Atlantic Drive
 City: Maitland State: Florida ZIP: 32751

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State / Florida _____
 Other _____

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

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

Execution Date: January 29, 1999

4. Application number(s) or Registration number(s):
 A. Trademark Application No.(s)

B. Trademark Registration No.(s)

812,404	1,043,928
809,914	1,193,529
1,171,996	

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Rebecca B. Lederhouse
 Internal Address: _____

Street Address: McDermott, Will & Emery
227 W. Monroe
 City: Chicago State: IL ZIP: 60606

6. Total number of applications and registrations involved:

7. Total Fee (37 CFR 3.41) \$140.00 **F**
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: 13-0206
 (Attach duplicate copy of this page if paying by deposit account)

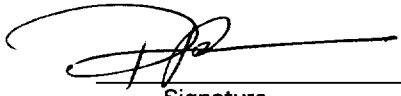
02/19/1999 DNGUYEN 00000191 130206 812404

DO NOT USE THIS SPACE

01 FC:481 40.00 CH
02 FC:482 100.00 CH

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.

Rebecca B. Lederhouse
 Name of Person Signing


 Signature

2/9/99
 Date

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

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

Assistant Commissioner for Trademarks
Box Assignments
Arlington, VA 22202

TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT is made this 29th day of January, 1999 by United States Can Company, a Delaware corporation ("Assignor") in favor of SOMECE Corporation, a Florida corporation ("Assignee").

WHEREAS, Assignor and Assignee have entered into an Asset Purchase Agreement, dated as of January 29, 1999 (the "Agreement"), pursuant to which Assignor has agreed to sell to Assignee, and Assignee has agreed to purchase from Assignor, all of Assignor's right, title and interest in and to the Assets (as defined in the Agreement);

WHEREAS, in connection with the Agreement, Assignor is willing to assign to Assignee all of Assignor's right, title and interest in and to the trademarks, service marks and registrations thereof listed on Schedule A attached hereto (the "Trademarks"); and

WHEREAS, in connection with the Agreement, Assignee desires to acquire all of Assignor's right, title and interest in and to the Trademarks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby sells, assigns, transfers and sets over, unto Assignee, its successors and permitted assigns, all of Assignor's right, title and interest in and to the Trademarks, together with the goodwill of the business associated with the Trademarks, the same to be held and enjoyed by Assignee, for its own use and on behalf of its successors and permitted assigns, as fully and entirely as the same would have been held and enjoyed by Assignor, had this sale, assignment, transfer and setting over not been made.

Assignor hereby requests the Commissioner of Patents and Trademarks of the United States, and any government official of any jurisdiction other than the United States whose duty it is to register trademarks, to record Assignee as the assignee of the Trademarks registered, in the United States or such other jurisdiction, as applicable.

Assignor agrees that, at Assignee's request, it will execute such instruments and perform such acts as may be reasonably necessary to fully effectuate and record this Trademark Assignment.

IN WITNESS WHEREOF, Assignor has caused this Trademark Assignment to be executed as of the date first above written.

UNITED STATES CAN COMPANY

By: *Steven K. Sims*
Name: Steven K. Sims
Title: VP, General Counsel & Secretary

State of Illinois
Cook County

On this 28th day of January, 1999, before me, a Notary Public for said County and State, personally appeared Steven K. Sims, who being by me duly sworn, said that he is VP, Gen. Counsel & Sec. of United States Can Company, a Delaware corporation and that this Trademark Assignment was signed by him on behalf of United States Can Company by its authority duly given and acknowledged this Trademark Assignment to be the act and deed of said corporation.

WITNESS my hand and notarial seal.

Sarah M. Howard
Notary Public

My Commission Expires:

3-31-01

[SEAL]



Schedule A

Trademarks

<u>Registration No.</u>	<u>Registration Date</u>	<u>Trademark</u>	<u>Country</u>
812,404	20-year renewal filed 08/09/86	AP	U.S.A.
373,948	06/15/81	HiPak	Benelux
265,988	01/22/97	HiPak	Canada
1,660,229	06/20/81	HiPak	France
1,133,173	06/07/88	HiPak	Germany
440,215		HiPak	Italy
1,155,393	06/09/88	HiPak	U.K.
1,043,928	10-year renewal filed 07/16/96	HiPak	U.S.A.
809,914	20-year renewal filed 06/14/86	AP	U.S.A.
1,193,529	04/13/82	Microsphere	U.S.A.
1,171,996	10/06/81	Coilube	U.S.A.