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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Universal Magnifier LLC

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

2. Name and address of receiving party(ies):
Name: LensCard US LLC
Internal Address: _____

Street Address: 83 Green Street

City: New York State: NY ZIP: 10012
Additional name(s) & address(es) attached? _____ Yes _____ No X

3. Nature of conveyance:
____ Assignment X Merger
____ Security Agreement _____ Change of Name
____ Other _____
Execution Date: 01/08/1999

4. Application number(s) or patent number(s):
If this document is being filed together with a new application the execution date of the application is: _____
A. Patent Application No.(s) 09/066,799

Additional numbers attached? _____ Yes _____ No X

B. Patent No.(s) D387,802; D359,305; 5,412,199;
5,434,405; 5,608,203; 5,856,661

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: George W Hoover II
Internal Address: _____
BLAKELY, SOKOLOFF, TAYLOR & ZAFMAN LLP

Street Address: 12400 Wilshire Boulevard
Seventh Floor
City: Los Angeles State: CA ZIP: 90025

6. Total number of applications and patents involved: 7

7. Total fee (37 CFR 3.41)\$ 280.00
____ Enclosed
____ Authorized to be charged to deposit account

8. Deposit account number:
02-2666
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.*
George W Hoover, Reg. No. 32,992 October 22, 1999
Name of Person Signing, Reg. No. Signature Date
Total number of pages including cover sheet: 3

Attny Dkt No. 003431.G000

10/27/1999 DMGUYEN 00000269 09066799
01 FC:581
280.00 DP

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"UNIVERSAL MAGNIFIER LLC", A CALIFORNIA LIMITED LIABILITY COMPANY,

WITH AND INTO "LENSCARD US LLC" UNDER THE NAME OF "LENSCARD US LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SIXTH DAY OF FEBRUARY, A.D. 1999, AT 9 O'CLOCK A.M.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

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991075299

AUTHENTICATION: 9601935

DATE: 03-01-99

PATENT

| REEL: 010327 FRAME: 0573

Certificate of Merger
of
Universal Magnifier LLC
Into
LensCard US LLC

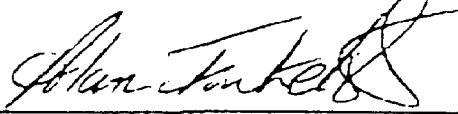
The undersigned Dr. Luc Berthoud and Alan Finkelstein certify that they are all of the managers of LensCard US LLC and that:

1. Parties. Universal Magnifier LLC a California Limited Liability Company ("UMUS") is merging with and into LensCard US LLC, a Delaware Limited Liability Company.
2. Agreement of Merger. An Agreement of Merger has been duly approved and executed by each of the merging companies. The Agreement of Merger is on file at LensCard US LLC % Alan Finkelstein, 83 Green Street, New York, NY 10012. A copy of the Agreement of Merger will be furnished by LensCard US LLC on request and without cost to any member of either of the merging companies.
3. Survivor. LensCard US LLC is the surviving limited liability company and shall continue under its existing name.
4. Effective Time. The merger is effective at the time of filing of this certificate in the office of the Secretary of State of the State of Delaware.

Dated: January 8, 1999



Dr. Luc Berthoud, Manager



Alan Finkelstein, Manager

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