

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Termination and Release of Security Interest in Trademark Rights

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
JPMorgan Chase Bank, N.A., as Administrative Agent		08/14/2008	National Banking Association:

RECEIVING PARTY DATA

Name:	Marchon Eyewear, Inc.
Street Address:	35 Hub Drive
City:	Melville
State/Country:	NEW YORK
Postal Code:	11747
Entity Type:	CORPORATION: NEW YORK

PROPERTY NUMBERS Total: 55

Property Type	Number	Word Mark
Registration Number:	1653533	ACCUFLEX
Registration Number:	2580254	AIRLOCK
Registration Number:	1517846	AUTOFLEX
Registration Number:	2523650	BENDABLES
Registration Number:	2676669	BENDABLES
Registration Number:	1989164	BLUE RIBBON
Registration Number:	1535392	BORN HOT
Registration Number:	1544219	CAMFLEX
Registration Number:	1583418	CFG
Registration Number:	2433800	DURAFLEX
Registration Number:	2654609	EXTREME FLEX
Registration Number:	2457529	EXTREME SUNS
Registration Number:	1526874	EYE-GLASSERY
Registration Number:	2457657	FLEXCEL

OP \$1390.00 1653533

Registration Number:	1747691	FLEXON
Registration Number:	2541409	FLEXON SELECT
Registration Number:	2375786	FLEXSTAR
Registration Number:	2528270	FLEXTRA
Registration Number:	1713331	F
Registration Number:	1531740	I-F/X
Registration Number:	1363046	M
Serial Number:	78551270	MADE TO MOVE
Registration Number:	1369878	MARCHON
Registration Number:	1382403	MARCHON
Registration Number:	2144197	MARCHON
Registration Number:	1922081	MARCHON
Registration Number:	1925082	MARCHON
Registration Number:	1922270	MARCHON
Registration Number:	1928776	MARCHON
Registration Number:	1544397	MARCHON
Registration Number:	1960568	MARCHON
Registration Number:	2675800	MM MEMORY METAL
Registration Number:	2948734	MVP MARCHON VALUED PARTNERS
Registration Number:	1657599	NATIONAL LENS CARE
Registration Number:	1445102	OP-TOPICS
Registration Number:	1416633	ORDERMASTER
Registration Number:	2419993	SOINTU
Registration Number:	2974508	STAINLESS +
Registration Number:	2769945	SUNCENTER
Registration Number:	2776536	SUNCENTER
Registration Number:	1588592	SUNMIRRORS
Registration Number:	1607209	SUNSTAR
Registration Number:	2042285	SUPERTHIN BY MARCHON
Registration Number:	2376178	TANOS
Registration Number:	2376177	TANOS TITANIUM
Registration Number:	2957105	TECH-FLEX
Registration Number:	2352921	THE METAL WITH A MEMORY
Registration Number:	2474283	TIFLEX
Registration Number:	2955609	TI-LIGHT

Registration Number:	3015549	TRES JOLIE
Registration Number:	2548326	TRUFLEX
Serial Number:	78769815	ULTRACLIP
Registration Number:	2255798	ULTRAFIT
Registration Number:	1784010	VERSA-RULE
Registration Number:	2538458	X-FLEX

CORRESPONDENCE DATA

Fax Number: (212)455-2502
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: (212) 455-7976
Email: ksolomon@stblaw.com
Correspondent Name: Mindy M. Lok, Esq.
Address Line 1: Simpson Thacher & Bartlett LLP
Address Line 2: 425 Lexington Avenue
Address Line 4: New York, NEW YORK 10017

ATTORNEY DOCKET NUMBER:	509265/1410
NAME OF SUBMITTER:	Mindy M. Lok
Signature:	/ml/
Date:	11/11/2008

Total Attachments: 6
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**TERMINATION AND RELEASE OF SECURITY INTEREST
IN TRADEMARK RIGHTS**

TERMINATION AND RELEASE dated as of August 14, 2008, from JPMORGAN CHASE BANK, N.A., a National Banking Association, as Administrative Agent (the "Agent") for certain banks and other financial institutions (the "Lenders"), to Marchon Eyewear, Inc., a New York corporation with its principal place of business located at 35 Hub Drive, Melville, NY 11747.

WITNESSETH:

WHEREAS, pursuant to the Guarantee and Collateral Agreement, dated as of December 22, 2006, made by the Grantors (as defined therein) in favor of the Agent (the "Collateral Agreement"), a security interest (the "Security Interest") was granted by the Grantors to the Agent in certain collateral, including the Trademark Collateral (as hereinafter defined);

WHEREAS, the Collateral Agreement was recorded in the Trademark Division of the United States Patent and Trademark Office on December 27, 2006 at Reel 3451 and Frame 0369; and

WHEREAS, the Agent now desires to terminate and release the entirety of its Security Interest in the Trademark Collateral;

NOW, THEREFORE, for good and valuable consideration including the satisfaction of all obligations, indebtedness and liabilities secured by the Trademark Collateral pursuant to the Collateral Agreement, the receipt and adequacy of which are hereby acknowledged, and upon the terms set forth in this Termination and Release, the Agent hereby states as follows:

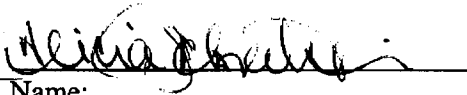
1. Definitions: The term "Trademark Collateral," as used herein, shall mean all of the Grantors' right, title and interest of every kind and nature as of the date hereof in the Trademarks (including, without limitation, those items listed on Schedule A hereto). The term "Trademarks" shall have the meaning provided by reference in the Collateral Agreement.

2. Release of Security Interest: The Agent hereby terminates, releases and discharges its Security Interest in the Trademark Collateral, and any right, title or interest of the Agent in such Trademark Collateral shall hereby cease and become void.

3. Further Assurances: The Agent hereby agrees to duly execute, acknowledge, procure and deliver any further documents and to do such other acts as may be reasonably necessary to effect the release of the Security Interest contemplated hereby.

IN WITNESS WHEREOF, the undersigned has executed this Termination and Release by its duly authorized officer as of the date first above written.

JPMORGAN CHASE BANK, N.A.

By: 

Name:

Title:

ALICIA T. SCHREIBSTEIN
VICE PRESIDENT


TRADEMARK RELEASE SIGNATURE PAGE-MARCHON EYEWEAR, INC.

TRADEMARK
REEL: 003885 FRAME: 0706

STATE OF New York
COUNTY OF Suffolk)

ss.:

On this 11th day of August, 2008, before me personally appeared Alicia Schreiberstein to me known who, being by me duly sworn, did depose and say that he/she is Vice President of JPMORGAN CHASE BANK, N.A., described herein and which executed the foregoing instrument, and that he/she signed his/her name thereto pursuant to the authority granted by JPMORGAN CHASE BANK, N.A.


Notary Public

(Affix Seal Below)

STEPHEN ZAJAC
Notary Public, State of New York
No. 01ZA5020625
Qualified in Suffolk County
Commission Expires Jan. 10, ~~2008~~
2012

TRADEMARK RELEASE SIGNATURE PAGE-MARCHON EYEWEAR, INC.

TRADEMARK
REEL: 003885 FRAME: 0707

Schedule ATrademarks

Trademark	Registration Number/ Serial Number
ACCUFLEX	1,653,533
AIRLOCK	2,580,254
AUTOFLEX	1,517,846
BENDABLES	2,523,650
BENDABLES and Design	2,676,669
BLUE RIBBON & Design	1,989,164
BORN HOT	1,535,392
CAMFLEX	1,544,219
CFG	1,583,418
DURAFLEX and Design	2,433,800
EXTREME FLEX	2,654,609
EXTREME SUNS	2,457,529
EYE-GLASSERY	1,526,874
FLEXCEL	2,457,657
FLEXON	1,747,691
FLEXON SELECT	2,541,409
FLEXSTAR	2,375,786
FLEXTRA	2,528,270
F-LOGO	1,713,331
I-F/X	1,531,740
M DOT LOGO	1,363,046
MADE TO MOVE	78/551,270
MARCHON	1,369,878

MARCHON	1,382,403
MARCHON	2,144,197
MARCHON	1,922,081
MARCHON	1,925,082
MARCHON	1,922,270
MARCHON	1,928,776
MARCHON	1,544,397
MARCHON	1,960,568
MM MEMORY METAL AND DESIGN	2,675,800
MVP MARCHON VALUED PARTNERS	2,948,734
NATIONAL LENS CARE and Design	1,657,599
OP-TOPICS	1,445,102
ORDERMASTER	1,416,633
SOINTU	2,419,993
STAINLESS +	2,974,508
SUNCENTER	2,769,945
SUNCENTER and Design	2,776,536
SUNMIRRORS	1,588,592
SUNSTAR	1,607,209
SUPER THIN BY MARCHON and Design	2,042,285
TANOS	2,376,178
TANOS TITANIUM	2,376,177
TECH-FLEX	2,957,105
THE METAL WITH A MEMORY	2,352,921
TIFLEX	2,474,283
TI-LIGHT	2,955,609
TRES JOLIE	3,015,549
TRUFLEX	2,548,326
ULTRACLIP	78/769,815

ULTRAFIT	2,255,798
VERSA-RULE	1,784,010
X-FLEX	2,538,458

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