

02-15-2001

2.7.01



RE

101615213

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID#
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment
- License
- Security
- Nunc Pro Tunc Assignment
- Merger
- Change of Name
- Other

Effective Date
Month Day Year

FEB - 7 2001

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year

Formerly

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

- Individual
- Corporation
- Other
- Citizenship/State of Incorporation/Organization
- General Partnership
- Association
- Limited Partnership

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

02 FC:482
01 FC:486
02/15/2001 8:01:11
76136717
40.00.00
2525.00.00

Domestic Representative Name and Address

Enter for the first Receiving Party Only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s) Mark if additional numbers attached
Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
<input type="text" value="76-138,717"/>	<input type="text" value="76-118,296"/>	<input type="text" value="76-107,765"/>	<input type="text" value="2,398,611"/>	<input type="text" value="2,286,541"/>	<input type="text" value="2,298,764"/>
<input type="text" value="76-088,415"/>	<input type="text" value="76-083,478"/>	<input type="text" value="76-068,920"/>	<input type="text" value="2,231,766"/>	<input type="text" value="2,317,067"/>	<input type="text" value="2,182,249"/>
<input type="text" value="76-068,881"/>	<input type="text" value="76-068,877"/>	<input type="text" value="76-059,656"/>	<input type="text" value="2,383,550"/>	<input type="text" value="2,193,165"/>	<input type="text" value="2,092,267"/>

Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

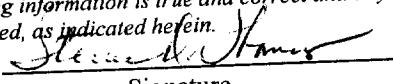
Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: #

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

Name of Person Signing

 Signature

Date Signed

**RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY**

Conveying Party **Mark if additional names of conveying parties attached**
Enter Additional Conveying Party

Name

Execution Date
Month Day Year

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organizaiton

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Trademark Application Number(s)

Registration Number(s)

76-059,655

76-040,965

75-870,949

2,059,153

2,272,541

2,171,607

75-771,760

75-771,034

75-742,265

2,006,084

2,056,764

2,136,512

75-703,697

75-650,136

75-643,646

2,292,957

2,027,748

2,086,269

75-637,470

75-624,170

75-573,702

1,990,379

1,898,051

1,896,858

75-573,267

75-573,263

75-573,097

1,874,590

1,893,959

1,861,376

75-573,096

75-573,095

75-573,091

1,854,503

1,920,698

1,886,541

**RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY**

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Trademark Application Number(s)

Registration Number(s)

75-572,875	75-571,052	75-559,790	1,799,007	1,719,403	1,709,246
75-559,600	75-532,887	75-443,530	1,702,925	1,736,147	1,714,628
75-393,856	75-391,079	75-390,914	1,660,573	1,628,073	1,607,295
75-355,414	75-221,086	75-194,463	1,513,484	1,481,488	1,337,427
75-194,059	75-194,056	75-194,053	1,323,039	1,315,571	1,302,467
75-194,016	75-193,972	75-193,782	928,259	913,147	860,224

**RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY**

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Trademark Application Number(s)			Registration Number(s)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	831,780	763,908	667,088
<input type="text"/>	<input type="text"/>	<input type="text"/>	639,632	631,417	611,420
<input type="text"/>	<input type="text"/>	<input type="text"/>	409,752	268,217	268,220
<input type="text"/>	<input type="text"/>	<input type="text"/>	227,193	130,610	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Please be advised that pursuant to the Security Agreement dated as of January 31, 2001 (the "Security Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Bank of America, N.A., as Collateral Agent (the "Collateral Agent") for the Banks referenced therein (the "Banks"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Collateral Agent for the ratable benefit of the Banks:

TRADEMARKS

<u>Trademark Registration No.</u>	<u>Description of Trademark Item</u>	<u>Date of Trademark</u>
-----------------------------------	--	------------------------------

See the attached Exhibit A

Trademark Applications


<u>Trademark Applications No.</u>	<u>Description of Trademark Applied For</u>	<u>Date of Trademark Applications</u>
---------------------------------------	---	---

See the attached Exhibit A

The Obligors and the Collateral Agent, on behalf of the Banks, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

SOLA INTERNATIONAL INC.

By: 
Name: Steven M Neil
Title: CFO

Acknowledged and Accepted:

BANK OF AMERICA, N.A.,
as Collateral Agent

By: _____
Name: _____
Title: _____

The Obligors and the Collateral Agent, on behalf of the Banks, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

SOLA INTERNATIONAL INC.

By: _____

Name: _____

Title: _____

Acknowledged and Accepted:

BANK OF AMERICA, N.A.,
as Collateral Agent

By: *Paula Z. Kramp*
Name: _____
Title: **Paula Z. Kramp**
Principal

Sola International, Inc.
(Delaware Corporation)

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
RUGGED FASHIONWEAR	2,398,611	10/24/00
FINALITE 1.6	2,286,541	10/12/99
VISUALITY	2,298,764	12/7/99
PERMA-GARD	2,231,766	3/16/99
VIZIO	2,317,067	2/8/00
PERCEPTA and Design	2,182,249	8/18/98
CONTINUUM	2,383,550	9/5/00
EXECUTIVE	2,193,165	10/6/98
PERCEPTA	2,092,267	8/26/97
AO PRO	2,059,153	4/23/96
ULTRA-TOUGH	2,272,541	8/24/99
PERMA-TOUGH	2,171,607	7/7/98
YANKEE WALLPAPER & BLIND MART and Design	2,006,084	10/8/96
S SOLA and Design	2,056,764	4/29/97
S SOLA <ALONE> and Design	2,136,512	2/17/98
SOLA RX	2,292,957	11/16/99
ACCESS	2,027,748	12/31/96
ACTIV	2,086,269	8/5/97
ACTIV	1,990,379	7/30/96
UTMC	1,898,051	6/6/95
FINALE	1,896,858	5/30/95
AOSR99	1,874,590	1/17/95
SAVILE ROW	1,893,959	5/16/95
AO-XT	1,861,376	11/1/94
SPECTRALITE SHOW AND SELL KIT	1,854,503	9/20/94
MATRIX	1,920,698	9/19/95
MATRIX	1,886,541	3/28/95
AO INK REMOVER	1,799,007	10/19/93
ASPHERLITE	1,719,403	9/22/92
SPECTRALITE	1,709,246	8/18/92
TRUVISION	1,702,925	7/28/92
TRUVISION	1,736,147	12/1/92
ASL	1,714,628	9/8/92
VIP GOLD	1,660,573	10/15/91
BI-LINE	1,628,073	12/18/90
TRUVISION TECHNICA	1,607,295	7/24/90
PERMALITE	1,513,484	11/22/88
SMARTSEG	1,481,488	3/22/88
TRUVISION OMNI		

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Mark	Registration No.	Registration Date
TRUVISION and Design	1,337,427	5/21/85
NOVIOL	1,323,039	3/5/85
AMERICAN OPTICAL	1,315,571	1/22/85
AO and Design	1,302,467	10/30/84
TRUE-COLOR	928,259	2/1/72
AO Stylized Letters	913,147	6/8/71
MONOPLEX	860,224	11/12/68
ARCOTE	831,780	7/11/67
MASTERPIECE	763,908	1/28/64
AOLITE	667,088	9/16/58
EXECUTIVE	639,632	1/8/57
AO and Design	631,417	7/24/56
COSMETAN	611,420	8/30/55
CALOBAR Stylized Letters	409,752	10/17/44
AO Stylized Letters	268,217	3/11/30
AO Stylized Letters	268,220	3/11/30
CALOBAR Stylized Letters	227,193	5/3/27
CRUXITE	130,610	5/4/20

36 **Pending Applications**

SPECTRALITE VELOCITY	76-138,717	9/30/00
Q	76-118,296	7/7/00
RESIST	76-107,765	8/10/00
UV GARD	76-088,415	7/13/00
FOG-OUT	76-083,478	7/5/00
INSTINCT	76-068,920	6/12/00
INTELLA	76-068,881	6/12/00
SYMPHONY	76-068,877	6/12/00
BE ACTIVE	76-059,656	5/30/00
B' ACTIVE	76-059,655	5/30/00
LENSES TO LIVE IN	76-040,965	5/1/00
SOLA MAX <ALONE, SOLE OF EXCHANGE>	75-870,949	12/13/99
S OPTICS BY SOLA and Design	75-771,760	8/9/99
OPTICS BY SOLA and Design	75-771,034	8/9/99
SKYE	75-742,265	7/2/99
PERFECT READ R	75-703,697	5/12/99
PANORAMA	75-650,136	2/26/99
LEARNING STATION	75-643,646	2/19/99
LENSES FOR LIFE	75-637,470	2/10/99
FOREVER YOUNG	75-624,170	1/20/99
GLARE OUT	75-573,702	10/20/98
SUN SMART	75-573,267	10/19/98
WIDE EYES	75-573,263	10/19/98
UV-MX+	75-573,097	10/19/98
MOTOR EYES	75-573,096	10/19/98
SLICK SKIN	75-573,095	10/19/98

TOUGH EYES	75-573,091	10/19/98
OUTSIDE IN	75-572,875	10/19/98
ROCK HARD	75-571,052	10/19/98
INTERIOR	75-559,790	9/25/98
PURECOTE	75-559,600	9/25/98
DESIGN ONLY	75-532,887	8/7/98
PHOTOLITE	75-443,530	3/3/98
SOLAONE6	75-393,856	11/21/97
EXPLORE	75-391,079	11/17/97
OPTITHIN	75-390,914	11/17/97
LUMINEX	75-355,414	9/11/97
ZONE CONGRUENCE	75-221,086	1/3/97
EYEPATH ALIGNMENT	75-194,463	11/7/96
NEAR EQUALIZATION	75-194,059	11/6/96
FIELD EQUALIZATION	75-194,056	11/6/96
PROSOURCE	75-194,053	11/6/96
DISTANCE EQUALIZATION	75-194,016	11/6/96
OPTIMUM VISUAL FIELDS	75-193,972	11/6/96
DESIGN BY PRESCRIPTION	75-193,782	11/6/96

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