

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
Patriarch Partners Agency Services, LLC		12/22/2006	LIMITED LIABILITY COMPANY: DELAWARE

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:	1662283	OPIS
Registration Number:	1653533	ACCUFLEX
Registration Number:	2199773	ADD-POWER
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:	2207401	CARE FROM OFFICEMATE
Registration Number:	2433800	DURAFLEX
Registration Number:	2649158	EXAMWRITER

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Registration Number:	2654609	EXTREME FLEX
Registration Number:	2457529	EXTREME SUNS
Registration Number:	1526874	EYE-GLASSERY
Registration Number:	2457657	FLEXCEL
Registration Number:	1747691	FLEXON
Registration Number:	2541409	FLEXON SELECT
Registration Number:	2375786	FLEXSTAR
Registration Number:	1713331	F
Registration Number:	1531740	I-F/X
Registration Number:	1363046	M
Registration Number:	1369878	MARCHON
Registration Number:	1382403	MARCHON
Registration Number:	1544397	MARCHON
Registration Number:	1922081	MARCHON
Registration Number:	1922270	MARCHON
Registration Number:	1925082	MARCHON
Registration Number:	1960568	MARCHON
Registration Number:	2144197	MARCHON
Registration Number:	1353886	MARCOFLEX
Registration Number:	2675800	MM MEMORY METAL
Registration Number:	2948734	MVP MARCHON VALUED PARTNERS
Registration Number:	1657599	NATIONAL LENS CARE
Registration Number:	2011326	OFFICEMATE
Registration Number:	2844357	OPIS
Registration Number:	1445102	OP-TOPICS
Registration Number:	1416633	ORDERMASTER
Registration Number:	2419993	SOINTU
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:	2352921	THE METAL WITH A MEMORY

Registration Number:	2474283	TIFLEX
Registration Number:	3015549	TRES JOLIE
Registration Number:	2548326	TRUFLEX
Registration Number:	2255798	ULTRAFIT
Registration Number:	1784010	VERSA-RULE
Registration Number:	2538458	X-FLEX
Registration Number:	1583418	CFG

CORRESPONDENCE DATA

Fax Number: (212)455-2502
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: (212) 455-7609
Email: ksolomon@stblaw.com
Correspondent Name: Kirstie Howard, Esq.
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Address Line 2: 425 Lexington Avenue
Address Line 4: New York, NEW YORK 10017

ATTORNEY DOCKET NUMBER:	509265/1271
NAME OF SUBMITTER:	Kirstie Howard
Signature:	/kh/
Date:	12/27/2006

Total Attachments: 4
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**TERMINATION AND RELEASE OF SECURITY INTEREST
IN TRADEMARK RIGHTS**

TERMINATION AND RELEASE dated as of December 23, 2006, from PATRIARCH PARTNERS AGENCY SERVICES, LLC, a Delaware limited liability company ("Agent"), to Marchon Eyewear, Inc., a New York corporation with its principal place of business located at 35 Hub Drive, Melville, NY 11747 ("Grantor").

WITNESSETH:

WHEREAS, pursuant to the U.S. Term Loan Agreement, dated as of December 23, 2004, 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, pursuant to that certain Notice of Trademark Collateral Security Interest dated as of February 18, 2004, among the Agent and Grantor (the "Security Agreement"), Grantor, by reference to the Collateral Agreement, reaffirmed its intent to grant a Security Interest to the Agent specifically in certain Trademark Collateral;

WHEREAS, the Security Agreement was recorded in the Trademark Division of the United States Patent and Trademark Office on March 4, 2005, at Reel 3131 and Frame 0275; and

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

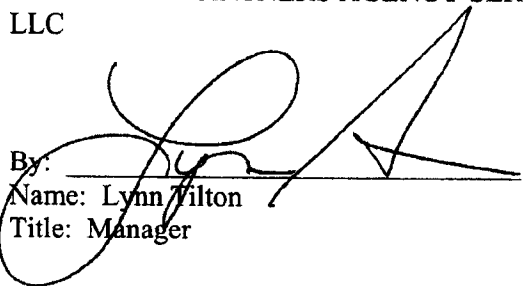
NOW, THEREFORE, for good and valuable consideration including the satisfaction of all obligations, indebtedness and liabilities secured by the Trademark Collateral pursuant to the Collateral Agreement, the receipt and adequacy of which are hereby acknowledged, and upon the terms set forth in this Termination 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 trademark applications and registrations listed on Schedule A hereto.

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.

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

PATRIARCH PARTNERS AGENCY SERVICES,
LLC

By: 
Name: Lynn Wilton
Title: Manager

Schedule A

U.S. Trademark Registrations

Title	RegistrationNumber
OPIS	1662283
ACCUFLEX	1653533
ADD-POWER	2199773
AIRLOCK	2580254
AUTOFLEX	1517846
BENDABLES	2523650
BENDABLES & DESIGN	2676669
BLUERIBBON	1989164
BORNHOT	1535392
CAMFLEX	1544219
CAREFROMOFFICEMATE	2207401
CFG	1583418 1583418
DURAFLEX	2433800
EXAMWRITER	2649158
EXTREMEFLEX	2654609
EXTREMESUNS	2457529
EYE-GLASSERY	1526874
FLEXCEL	2457657
FLEXON	1747691
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F	1713331
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MVPMARCHONVALUEDPARTNERS	2948734

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OPIS	2844357
OP-TOPICS	1445102
ORDERMASTER	1416633
SOINTU	2419993
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SUNCENTER	2776536
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SUNSTAR	1607209
SUPERTHINBYMARCHON	2042285
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TANOSTITANIUM	2376177
THEMETALWITHAMEMORY	2352921
TIFLEX	2474283
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TRUFLEX	2548326
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