

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
The CIT Group/Business Credit, Inc.		10/30/2008	CORPORATION: NEW YORK
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: 4			
Property Type	Number	Word Mark	
Registration Number:	1517846	AUTOFLEX	
Registration Number:	2676669	BENDABLES	
Registration Number:	1928776	MARCHON	
Registration Number:	2239881	TRES JOLI	
CORRESPONDENCE DATA			
Fax Number:	(212)521-5450		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	212-521-5400		
Email:	mpikser@reedsmith.com		
Correspondent Name:	Meredith D. Pikser		
Address Line 1:	599 Lexington Avenue		
Address Line 4:	New York, NEW YORK 10022		
ATTORNEY DOCKET NUMBER:	503893		
NAME OF SUBMITTER:	Meredith D. Pikser		

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Signature:

/Meredith D. Pikser/

Date:

11/11/2008

Total Attachments: 3

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**TERMINATION AND RELEASE OF SECURITY INTEREST
IN TRADEMARKS**

TERMINATION AND RELEASE dated as of October 30, 2008, from THE CIT GROUP/BUSINESS CREDIT, INC., a New York corporation (the "Lender") 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 Financing Agreement, dated as of December 23, 2004, made by the Grantors (as defined therein) in favor of the Lender (the "Collateral Agreement"), a security interest (the "Security Interest") was granted by the Grantor to the Lender in certain collateral, including the Trademark Collateral (as hereinafter defined);

WHEREAS, pursuant to that certain Memorandum of Trademark and Service Mark Security Interest dated as of December 23, 2004, among the Lender and Grantors (the "Security Agreement"), Grantor, by reference to the Collateral Agreement, reaffirmed its intent to grant a Security Interest to the Lender specifically in certain Trademark Collateral;

WHEREAS, the Security Agreement was recorded in the Trademark Division of the United States Patent and Trademark Office on January 11, 2005 at Reel 3011 and Frame 0940; and

WHEREAS, the Lender 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 Lender 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 Lender hereby terminates, releases and discharges its Security Interest in the Trademark Collateral, and any right, title or interest of the Lender in such Trademark Collateral shall hereby cease and become void.

3. Further Assurances: The Lender 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.

THE CIT GROUP/BUSINESS CREDIT, INC.

By: 
Name: Renee M. Singer
Title: Senior Vice President

Schedule A

U.S. Trademarks

Trademarks	Registration Number
AUTOFLEX	1,517,846
BENDABLES AND DESIGN	2,676,669
MARCHON	1,928,776
TRES JOLI	2,239,881

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RECORDED: 11/11/2008

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