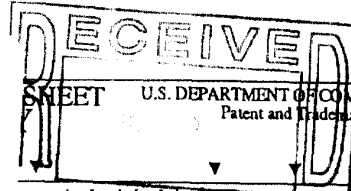


07-09-1998



FORM PTO-1594
1-31-92



Tab settings

100758959

To the Honorable Commissioner of Patents and Trademarks: [] Attached original documents or copy thereof.

1. Name of conveying party(ies): NRD
6-29-98
VIS-ORC, INC.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other _____

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

2. Name and address of receiving party(ies):
Name: Vision-Ease Lens Azusa, Inc.
Internal Address: Suite 312
Street Address: 7100 Northland Circle
City: Brooklyn Park State: MN ZIP: 55428

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Minnesota
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designations must be a separate document from Assignment)
 Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: April 22, 1998

4. Application number(s) or registration number(s):
See Schedule A
 A. Trademark Application No.(s)
75/285,764 et al.
 Additional numbers attached? Yes No

B. Trademark Registration No.(s)
1290257
 Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Schwegman, Lundberg, Woessner, Klu
 Internal Address: P.O. Box 2938
Minneapolis, MN 55
 Street Address: _____
 City: Mpls. State: MN ZIP: 55402

6. Total number of applications and registrations involved: 10

7. Total fee (37 CFR 3.41): \$ 265.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
19-0743
 (Attach duplicate copy of this page if paying by deposit account)

07/08/1998 INHUYEN 00000342 1290857
 01 FC:461
 02 FC:462

DO NOT USE THIS SPACE

40.00 OP
225.00 OP

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.
Caroline Gougeon Caroline Gougeon 6/26/98
 Name of Person Signing Signature Date

Total number of pages comprising cover sheet: 2

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Schedule A

<u>Trademark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>	<u>Appl. No.</u>	<u>Filing Date</u>
*ARC-901	1290857	8/21/84	440235	8/22/83
FOCALITE	1741085	12/22/92	74/272704	5/4/92
LINEFREE PROGRESSIVE LENSES	1624495	11/27/90	73/677061	8/6/87
LITEWEIGHTS	1739526	12/15/92	74/129504	1/11/91
ORCOLITE	1192739	3/30/82	312675	6/1/81
POLAR POLY	2084545	7/29/97	74/686001	6/8/95
POLY TX3	1648031	6/18/91	74/079441	6/20/90
POLY TX3 (STYLIZED)	1634713	2/12/91	74/043263	3/23/90
TST			75/285764	5/2/97
TUFF STUFF	2137721	2/17/98	75/023163	11/22/95



10B-598

#4/23

2/98

MINNESOTA SECRETARY OF STATE
AMENDMENT OF ARTICLES OF INCORPORATION

BEFORE COMPLETING THIS FORM, PLEASE READ INSTRUCTIONS LISTED BELOW.

CORPORATE NAME:(List the name of the company prior to any desired name change)

VIS-ORC, INC.

This amendment is effective on the day it is filed with the Secretary of State, unless you indicate another date, no later than 30 days after filing with the Secretary of State.

The following amendment(s) of articles regulating the above corporation were adopted: (Insert full text of newly amended article(s) indicating which article(s) is (are) being amended or added.) If the full text of the amendment will not fit in the space provided, attach additional numbered pages. (Total number of pages including this form ____)

ARTICLE I

The name of this Corporation shall be Vision-Ease
Lens Azusa, Inc.

This amendment has been approved pursuant to ~~Minnesota Statutes chapter 302A or 317A~~. I certify that I am authorized to execute this amendment and I further certify that I understand that by signing this amendment, I am subject to the penalties of perjury as set forth in section 609.48 as if I had signed this amendment under oath.

[Signature]
(Signature of Authorized Person)
Jon A. Dobson, Secretary

INSTRUCTIONS

1. Type or print with black ink.
2. A Filing Fee of: \$35.00, made payable to the Secretary of State.
3. Return completed forms to:

Secretary of State
180 State Office Building
100 Constitution Ave.
St. Paul, MN 55155-1299
(612)296-2803

FOR OFFICE USE ONLY

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

APR 22 1998

[Signature]
Secretary of State

08921340 Rev. 2/95

074695

SCHWEGMAN, LUNDBERG, WOESSNER & KLUTH, P.A.
PATENT • TRADEMARK • COPYRIGHT • ATTORNEYS

1600 FCF Tower
121 South Eighth Street
Minneapolis, Minnesota 55402

Telephone 612•373•6900

Facsimile 612•339•3061

June 26, 1998

U.S. Patent and Trademark Office
Office of Public Records
Crystal Gateway 4
Room 335
Washington, D.C. 20231

Re: File No: 589.000001
Record Corporate Name Change
U.S. Trademark Registrations 1290857, 1741085, 1624495, 1739526, 1192739,
2084545, 1648031, 1634713, 2137721, and Application Serial No. 75/285764

Sir or Madam:

Enclosed is a certified copy of Amendment of Articles of Incorporation showing the corporate name change which was filed April 22, 1998.

Also enclosed is our firm's check in the amount of \$ 265.00 as payment of the required fee.

Please record the name change and return the certified copy of the Amendment to the Articles of Incorporation to the undersigned. The Commissioner is hereby authorized to charge any additional fees paid, to Schwegman, Lundberg, Woessner, and Kluth, P.A. Deposit Account No. 19-0743.

Very truly yours,



Caroline Gougeon, Esq.

Enclosures

Patent Protection
for High Technology



RECORDED: 06/29/1998

TRADEMARK
REEL: 1749 FRAME: 0804