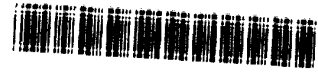


RECORDATION FORM COVER SHEET
 U.S. Dept. of Commerce, Patent and Trademark Office
TRADEMARKS ONLY

08-24-1998



100798984

To the Honorable Commissioner of Patents and Trademarks:
 Please record the attached original documents or copy thereof.

<p>1. Name of Conveying Party(ies): Carolina Contact Lens, Inc.</p> <p> <input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State <input type="checkbox"/> Other <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? Yes <input type="checkbox"/> No <input checked="" type="checkbox"/></p>	<p>2. Name and address of Receiving Party(ies)</p> <p>Name: <u>Vision 2000, Inc.</u> Internal Address _____ _____ Street Address <u>500 Church Street, Suite 200</u> _____ City: <u>Nashville</u> State: <u>TN</u> ZIP: <u>37219</u></p> <p> <input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State <u>TN</u> <u>AUG 17</u> <input type="checkbox"/> Other _____</p> <p><i>8/17/98</i></p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(Designation must be a separate document from Assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Additional names and address attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance:</p> <p><input checked="" type="checkbox"/> Assignment _____ Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: As of August <u>14</u>, 1998</p>	<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s) _____</p> <p>B. Trademark registration No.(s) <u>1,740,958</u></p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Mary Ward</u> Internal Address: _____ _____ Street Address: <u>414 Union Street, Suite 1600</u> _____ City: <u>Nashville</u> State: <u>TN</u> ZIP: <u>37219</u></p>	<p>6. Total number of applications and registrations involved? 1</p> <p>7. Total fee (37 CFR 3.41) \$40.00 <input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit Account Number: _____</p> <p><small>(Attach duplicate copy of this page if paying by deposit account)</small></p>
<p>08/24/1998 00000047 1740958 (DO NOT USE THIS SPACE)</p>	
<p>9. Statement and Signature 40.00 DP</p> <p><i>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.</i></p> <p><u>Mary C. Ward</u> <u><i>Mary C Ward</i></u> <u>8/14/98</u> Name of person signing Signature Date</p> <p align="right"><small>Total number of pages comprising cover sheet: 1</small></p>	

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ASSIGNMENT

This Assignment ("Assignment") is executed as of August 14, 1998, by Carolina Contact Lens, Inc., a North Carolina corporation ("Assignor"), in favor of Vision 2000, Inc., a Tennessee corporation ("Assignee").

Assignor hereby assigns, quitclaims and conveys to Assignee all of Assignor's right, title and interest in and to all "Trademarks," as hereinafter defined. This Assignment is made without any warranty, express or implied.

The term "Trademarks," as used herein, means (a) all trademarks, trade names, corporate names, company names, business names, fictitious business names, trade styles, service marks, logos and other source of business identifiers used in any country in the world, whether registered or unregistered, and the goodwill associated therewith, and (b) all registrations, recordings and renewals thereof, and all applications in connection therewith, issued by or filed in a national, state or local governmental authority of any country, including, without limitation, all such rights referred to in Schedule A hereto.

This Assignment is executed by Sirrom Investments, Inc. as attorney-in-fact pursuant to certain security agreements executed by Assignor in favor of Sirrom Investments, Inc. This Assignment shall inure to the benefit of the heirs, successors and assigns of Assignee.

IN WITNESS WHEREOF, Assignor have executed this instrument as of the 14th day of August, 1998.

CAROLINA CONTACT LENS, INC.

By: SIRROM INVESTMENTS, INC.,
Attorney-in-Fact

By: 

Title: Assistant Vice President

SCHEDULE A

U.S. Registration No. 1,740,958 of "ACCUFORM"

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RECORDED: 08/17/1998

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