

01-13-1999

3 SHEET ONLY

U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

FORM PTO-1594



100944123

Tab settings

To the Honorable Commissioner

the attached original documents or copy thereof.

1. Name of conveying party(ies):
Lens First, Inc.

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

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

2. Name and address of receiving party(ies):
Name: K&D Distributors, Etc.

Internal Address: _____

Street Address: 2740. Navarre Avenue

City: Oregon State: OH ZIP: 43611

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State _____
 Other Ohio limited liability company _____

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: January 7, 1999

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)

Additional numbers attached? Yes No

B. Trademark registration No.(s)

U.S. Reg. No. 1,765,384
 U.S. Reg. No. 1,777,455

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Scott P. Gyorke

Internal Address: Bodman, Longley & Dahling LLP

Street Address: 100 Renaissance Center,
34th Floor

City: Detroit State: MI ZIP: 48243

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41): \$ 65.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____

(Attach duplicate copy of this page if paying by deposit account)

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DO NOT USE THIS SPACE

01 FC:481 40.00 OP
02 FC:482 25.00 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.

Scott P. Gyorke Scott P. Gyorke January 7, 1999
 Name of Person Signing Signature Date

Total number of pages comprising cover sheet: 1

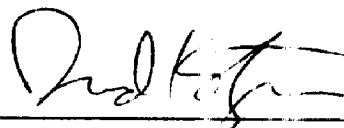
TRADEMARK ASSIGNMENT

WHEREAS, Lens First, Inc., a corporation of Michigan, located at 400 Galleria Officentre, Suite 400, Southfield, Michigan, 48034, has adopted, used and is using the marks listed on Appendix A, attached hereto, which are registered in the United States Patent and Trademark Office; and

WHEREAS, K&D Distributors, Ltd., an Ohio Limited Liability Company of Ohio, located at 2740 Navarre Avenue, Oregon, Ohio, 43616, is desirous of acquiring said marks and the registrations thereof.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said Lens First, Inc., does hereby sell, assign and set unto said K&D Distributors, Ltd., all right, title and interest in and to said marks, together with the goodwill of the business symbolized by the marks and the registrations thereof.

Lens First, Inc.



By: David Katzman
President

STATE OF MICHIGAN :
COUNTY OF OAKLAND :

Sworn and subscribed to before me this 7 day of January, 1999.



Notary Public

TUANDA D. WARD
Notary Public, Wayne County, Mi
My Commission Expires 12/31/2000

(SEAL)

APPENDIX A

U.S. Reg. No. 1,765,384
Reg. Date April 13, 1993
**YOUR FIRST SOURCE FOR
LENS REPLACEMENT**

U.S. Reg. No. 1,777,455
Reg. Date June 15, 1993
LENS FIRST