



11-23-1999

07-01-1999
U.S. Patent & TMOc/TM Mail Rcpt Dt. #10

FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027



101172072

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
Effective Date
Month Day Year
- Merger
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership

- Corporation Association

Other

- Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

07/19/1999 DNGUYEN 00000340 1857087

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01 FC:481
02 FC:482

40.00 DP
25.00 DP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 001964 FRAME: 0982

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1857087"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.)

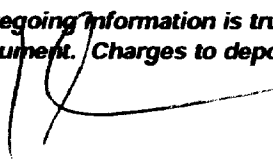
Deposit Account Number: #

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

MITCHELL GOODMAN
VICE PRESIDENT



6/24/99

Name of Person Signing

Signature

Date Signed

1592520

FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027

05-25-1999



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

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- New
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Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
Effective Date
Month Day Year _____
- Merger
- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year
02261999

Name NEW WEST EYEWORKS, INC.

Formerly WESTERN STATES OPTICAL, INC.

- Individual General Partnership Limited Partnership Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization Delaware

Receiving Party

Mark if additional names of receiving parties attached

Name VISTA EYECARE, INC.

DBA/AKA/TA NATIONAL VISION ASSOCIATES, LTD.

Composed of _____

Address (line 1) 296 GRAYSON HIGHWAY

Address (line 2) _____

Address (line 3) LAWRENCEVILLE
City

GEORGIA
State/Country

30045-5793
Zip Code

- Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization GEORGIA

03/16/1999 DNGUYEN 00000077 1592520

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01 FC: \$81 40.00 OP
02 FC: \$82 75.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practices. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
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FORM PTO-1618B
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OMB DES 1-0077

Page 2
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U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1592520"/>	<input type="text" value="1591819"/>	<input type="text" value="1857087"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2057099"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

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. Charges to deposit account are authorized, as indicated herein.

MITCHELL GOODMAN

VICE PRESIDENT, GENERAL COUNSEL & SECRETARY

2/26/99

Name of Person Signing

Signature

Date Signed

TRADEMARK ASSIGNMENT

This assignment ("the Assignment") is made effective as of the 23rd day of October 1998, by and between New West Eyeworks, Inc., a Delaware corporation ("Assignor") and Vista Eyecare, Inc. (f/k/a National Vision Associates, Ltd.), a Georgia corporation ("Assignee").

Recitals

- A. Whereas Assignor has adopted and used the service mark ALEXIS VISION, which is registered in the United States Patent and Trademark Office, Registration No. 2,057,099, registered April 29, 1997 (the "Mark"); and
- B. Assignee wishes to acquire the Mark, its registrations, and all rights thereto;

The parties agree as follows:

Now, therefore, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign to the Assignee all rights, title, and interest in and to the Mark, together with any good will of the business symbolized by the Mark, and the Mark's above identified registration, as well as its state registrations, if any.

NEW WEST EYEWORKS, INC.

By: Mitchell Goodman

Title: Vice President, General Counsel and Secretary

Date: March 11, 1999

VISTA EYECARE, INC.

By: Mitchell Goodman

Title: Senior Vice President, General Counsel and Secretary

Date: March 11, 1999

Charles R. Mingle
Notary Public

Notary Public, DeKalb County, Georgia
My Commission Expires July 16, 2002

Charles R. Mingle
Notary Public

Notary Public, DeKalb County, Georgia
My Commission Expires July 16, 2002

[trademarkassignAlexisV.doc]
CRM

DELETED MC

6/24/99

TRADEMARK ASSIGNMENT

This assignment ("the Assignment") is made effective as of the 23rd day of October 1998, by and between New West Eyeworks, Inc., a Delaware corporation (f/k/a Western States Optical, Inc., an Arizona corporation) ("Assignor") and Vista Eyecare, Inc. (f/k/a National Vision Associates, Ltd.), a Georgia corporation ("Assignee").

Recitals

- A. Whereas Assignor has adopted and used the mark VISTA OPTICAL CENTERS, which is registered in the United States Patent and Trademark Office, as Registration No. 1,591,819 as a trademark (International Class 9), registered April 17, 1990, and as Registration No. 1,592,520 as a service mark (International Class 42), registered April 17, 1990, and also is registered at the state level, *inter alia* with the Colorado Secretary of State, File No. 19891089139 (the "Mark"); and
- B. Assignee wishes to acquire the Mark, its registrations, and all rights thereto;

The parties agree as follows:

Now, therefore, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign to the Assignee all rights, title, and interest in and to the Mark, together with any good will of the business symbolized by the Mark, and the Mark's above identified registrations as well as its other state registrations, if any.

NEW WEST EYEWORKS, INC.

By: Mitchell Goodman
 Title: Vice President, General Counsel and Secretary
 Date: March 11, 1999

Charles R. Mingle
 Notary Public

Notary Public, DeKalb County, Georgia
 My Commission Expires July 16, 2002

VISTA EYECARE, INC.

By: Mitchell Goodman
 Title: Senior Vice President, General Counsel and Secretary
 Date: March 11, 1999

Charles R. Mingle
 Notary Public

Notary Public, DeKalb County, Georgia
 My Commission Expires July 16, 2002

[trademar\assignVistaOp.doc]

CRM



March 8, 1999

Commissioner of Patents & Trademarks
Box Assignments
U.S. Patent and Trademark Office
2900 Crystal Drive
Washington, DC 20231
(703) 308-9723

RE: Correction of Assignment Cover Sheet which assigned New West Eyeworks, Inc. marks to Vista Eyecare, Inc.

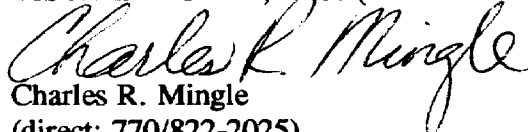
Dear Sir or Madam:

Enclosed please find the Recordation Form Cover Sheet now revised to delete the mark VISTA EYECARE CENTERS (serial #1591819 and #1592520) which was previously recorded at Reel #1867 Frame #0515. Also please find a check in the amount of \$65 for recordation of these two marks.

Please direct correspondence regarding this matter to my attention. Please feel free to call me if you have further questions about this matter.

Sincerely,

VISTA EYECARE, INC. (f/k/a NATIONAL VISION ASSOCIATES, LTD.)


Charles R. Mingle
(direct: 770/822-2025)
Senior Paralegal, Legal Department

Enclosures

By Federal Express

c: Mitchell Goodman, Esq.

[...\\trademar\RecissAssign.doc]

296 Grayson Highway • Lawrenceville, GA 30045 • (770) 822-3600 • Fax (770) 822-3601

P.O. Box 1000 • Lawrenceville, GA 30046

RECORDED: 07/01/1999

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