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TRADEMARK
REEL: 002109 FRAME: 0063

ASSIGNMENT OF TRADEMARKS

MARK:

Boarders Eye Wear Snow Surf Skate Wake

REGISTRATION NO:

2179991

DATE OF REGISTRATION:

August 11, 1998

CLASS No:

9, 25

MARK:

Microlites

REGISTRATION NO:

1590588

DATE OF REGISTRATION:

April 10, 1990

CLASS NO:

MARK:

Pro

REGISTRATION NO:

1861690

DATE OF REGISTRATION:

November 8, 1994

CLASS No:

9

MARK:

Pro Rose

REGISTRATION NO:

1347401

DATE OF REGISTRATION:

July 9, 1985

CLASS NO:

9

MARK:

Stix

REGISTRATION NO:

Application for Registration Pending

SERIAL NO:

75/782366

DATE OF FILING FOR

REGISTRATION:

August 23, 1999

CLASS No:

9, 25

ASSIGNOR:

ANTI-RAY, INC

23 Corporate Plaza, Suite 135 Newport Beach, CA 92660

ASSIGNEE:

STYLE EYES, INC.

23 Corporate Plaza, Suite 135 Newport Beach, CA 92660

This Assignment of Trademarks for the marks listed above is made this 9th day of December, 1999 by and between ANTI-RAY, INC., a California corporation (hereinafter

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TRADEMARK REEL: 002109 FRAME: 0064 "Assignor") and STYLE EYES, INC., a California corporation (hereinafter "Assignee").

Assignor is and has been, the owner of the trademarks listed above as follows:

Boarders Eye Wear Snow Surf Skate Wake: Since October 17, 1996

Microlites: Since December 31, 1996

Pro: Since December 31, 1996

Pro Rose: Since December 31, 1996

Style Eyes of California: Since December 31, 1996

Stix: March 1, 1998

For valuable consideration received, Assignor hereby grants and assigns to STYLE EYES, INC. (hereinafter "Assignee") Assignor's entire interest in the above referenced trademarks and their registrations, together with that part of the goodwill of Assignor's business connected with the use of and symbolized by each of the marks.

ASSIGNOR: ANTI-RAY, INC.

By: They Hall

ASSIGNEE: STYLE EYES, INC.

By: Pholys Kah

RECORDED: 03/27/2000