FORM PTO-1618A
Expires 06/30/99
OMB0651-0027

2.7.01

02-15-2001

101615213

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

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

Submission Type

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

Conveyance Type

- [ ] Assignment
- [ ] License
- [ ] Security
- [ ] Nunc Pro Tunc Assignment
- [ ] Merger
- [ ] Change of Name
- [x] Other Notice of Grant of Security Interest

FEB - 7 2001

Effective Date Month Day Year 01/31/01

Conveying Party [ ] **Mark if additional names of conveying parties attached**

Name: Sola International, Inc.

Execution Date Month Day Year 01/31/01

Formerly:

- [ ] Individual
- [ ] General Partnership
- [ ] Limited Parnership
- [x] Corporation
- [ ] Association
- [ ] Other
- [x] Citizenship/State of Incorporation/Organization: Delaware

Receiving Party [ ] **Mark if additional names of receiving parties attached**

Name: Bank of America, N.A., as Collateral Agent

DBA/AKA/TA:

Composed of:

Address (line 1): 231 S. LaSalle Street

Address (line 2):

Address (line 3): Chicago (City) IL (State/Country) 60604 (Zip Code)

- [ ] Individual
- [ ] General Partnership
- [ ] Limited Partnership
- [ ] Corporation
- [ ] Association
- [x] Other A National Banking Association
- [ ] 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.)

FOR OFFICE USE ONLY

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40.00 OP
2525.00 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 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

02/15/2001 01 FC:481
02 FC:482

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Domestic Representative Name and Address

Enter for the first Receiving Party Only.

Name: N/A

Address (line 1):

Address (line 2):

Address (line 3):

Address (line 4):

Correspondent Name and Address

Area Code and Telephone Number: (919) 286-8000

Name: Steven D. Thomas

Address (line 1): Moore & Van Allen PLLC

Address (line 2): 2200 West Main Street

Address (line 3): Suite 800

Address (line 4): Durham, North Carolina 27705

Pages Enter the total number of pages of the attached conveyance document including any attachments. # 6

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)		
76-138,717	76-118,296	76-107,765	2,398,611	2,286,541	2,298,764
76-088,415	76-083,478	76-068,920	2,231,766	2,317,067	2,182,249
76-068,881	76-068,877	76-059,656	2,383,550	2,193,165	2,092,267

Number of Properties Enter the total number of properties involved. # 102

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): $ 2,565.00

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: # 13-4365
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.

Steven D. Thomas
Name of Person Signing

Signature

February 5, 2001
Date Signed

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Patent and Trademark Office
TRADEMARK

RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

Conveying Party ☐ **Mark if additional names of conveying parties attached**
Enter Additional Conveying Party

Execution Date
Month Day Year

Name

Formerly

☐ Individual ☐ General Partnership ☐ Limited Parnership ☐ Corporation ☐ Association

☐ Other

☐ Citizenship/State of Incorporation/Organizaiton

Receiving Party ☐ Mark if additional names of receiving parties attached
Enter Additional Receiving Party

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

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Trademark Application Number(s)			Registration Number(s)		
76-059,655	76-040,965	75-870,949	2,059,153	2,272,541	2,171,607
75-771,760	75-771,034	75-742,265	2,006,084	2,056,764	2,136,512
75-703,697	75-650,136	75-643,646	2,292,957	2,027,748	2,086,269
75-637,470	75-624,170	75-573,702	1,990,379	1,898,051	1,896,858
75-573,267	75-573,263	75-573,097	1,874,590	1,893,959	1,861,376
75-573,096	75-573,095	75-573,091	1,854,503	1,920,698	1,886,541

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Trademark Application Number(s)			Registration Number(s)		
75-572,875	75-571,052	75-559,790	1,799,007	1,719,403	1,709,246
75-559,600	75-532,887	75-443,530	1,702,925	1,736,147	1,714,628
75-393,856	75-391,079	75-390,914	1,660,573	1,628,073	1,607,295
75-355,414	75-221,086	75-194,463	1,513,484	1,481,488	1,337,427
75-194,059	75-194,056	75-194,053	1,323,039	1,315,571	1,302,467
75-194,016	75-193,972	75-193,782	928,259	913,147	860,224

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City State/Country Zip Code

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☐ Corporation ☐ Association

☐ Other

☐ Citizenship/State of Incorporation/Organization

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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)		
			831,780	763,908	667,088
			639,632	631,417	611,420
			409,752	268,217	268,220
			227,193	130,610	

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NOTICE

OF

GRANT OF SECURITY INTEREST

IN

TRADEMARKS

United States Patent and Trademark Office

Please be advised that pursuant to the Security Agreement dated as of January 31, 2001 (the "Security Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Bank of America, N.A., as Collateral Agent (the "Collateral Agent") for the Banks referenced therein (the "Banks"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Collateral Agent for the ratable benefit of the Banks:

TRADEMARKS

Trademark Registration No.	Description of Trademark Item	Date of Trademark

See the attached Exhibit A

Trademark Applications

Trademark Applications No.	Description of Trademark Applied For	Date of Trademark Applications

See the attached Exhibit A

CHAR1\578896_1

The Obligors and the Collateral Agent, on behalf of the Banks, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

SOLA INTERNATIONAL INC.

By: Steven M Neil
Name: Steven M Neil
Title: CFO

Acknowledged and Accepted:

BANK OF AMERICA, N.A.,
as Collateral Agent

By:_____
Name:_____
Title:_____

CHAR1\578896_1

The Obligors and the Collateral Agent, on behalf of the Banks, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

SOLA INTERNATIONAL INC.

By:_____
Name: _____
Title: _____

Acknowledged and Accepted:

BANK OF AMERICA, N.A.,
as Collateral Agent

By: Paula Z. Kramp
Name:
Title: Paula Z. Kramp
Principal

CHAR1\578896_1

Sola International, Inc.
(Delaware Corporation)

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
RUGGED FASHIONWEAR	2,398,611	10/24/00
FINALITE 1.6	2,286,541	10/12/99
VISUALITY	2,298,764	12/7/99
PERMA-GARD	2,231,766	3/16/99
VIZIO	2,317,067	2/8/00
PERCEPTA and Design	2,182,249	8/18/98
CONTINUUM	2,383,550	9/5/00
EXECUTIVE	2,193,165	10/6/98
PERCEPTA	2,092,267	8/26/97
AO PRO	2,059,153	4/23/96
ULTRA-TOUGH	2,272,541	8/24/99
PERMA-TOUGH	2,171,607	7/7/98
YANKEE WALLPAPER & BLIND MART and Design	2,006,084	10/8/96
S SOLA and Design	2,056,764	4/29/97
S SOLA <ALONE> and Design	2,136,512	2/17/98
SOLA RX	2,292,957	11/16/99
ACCESS	2,027,748	12/31/96
ACTIV	2,086,269	8/5/97
ACTIV	1,990,379	7/30/96
UTMC	1,898,051	6/6/95
FINALE	1,896,858	5/30/95
AOSR99	1,874,590	1/17/95
SAVILE ROW	1,893,959	5/16/95
AO-XT	1,861,376	11/1/94
SPECTRALITE SHOW AND SELL KIT	1,854,503	9/20/94
MATRIX	1,920,698	9/19/95
MATRIX	1,886,541	3/28/95
AO INK REMOVER	1,799,007	10/19/93
ASPHERLITE	1,719,403	9/22/92
SPECTRALITE	1,709,246	8/18/92
TRUVISION	1,702,925	7/28/92
ASL	1,736,147	12/1/92
VIP GOLD	1,714,628	9/8/92
BI-LINE	1,660,573	10/15/91
TRUVISION TECHNICA	1,628,073	12/18/90
PERMALITE	1,607,295	7/24/90
SMARTSEG	1,513,484	11/22/88
TRUVISION OMNI	1,481,488	3/22/88

3d

Mark	Registration No.	Registration Date
TRUVISION and Design	1,337,427	5/21/85
NOVIOL	1,323,039	3/5/85
AMERICAN OPTICAL	1,315,571	1/22/85
AO and Design	1,302,467	10/30/84
TRUE-COLOR	928,259	2/1/72
AO Stylized Letters	913,147	6/8/71
MONOPLEX	860,224	11/12/68
ARCOTE	831,780	7/11/67
MASTERPIECE	763,908	1/28/64
AOLITE	667,088	9/16/58
EXECUTIVE	639,632	1/8/57
AO and Design	631,417	7/24/56
COSMETAN	611,420	8/30/55
CALOBAR Stylized Letters	409,752	10/17/44
AO Stylized Letters	268,217	3/11/30
AO Stylized Letters	268,220	3/11/30
CALOBAR Stylized Letters	227,193	5/3/27
CRUXITE	130,610	5/4/20

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Pending Applications

SPECTRALITE VELOCITY	76-138,717	9/30/00
Q	76-118,296	7/7/00
RESIST	76-107,765	8/10/00
UV GARD	76-088,415	7/13/00
FOG-OUT	76-083,478	7/5/00
INSTINCT	76-068,920	6/12/00
INTELLA	76-068,881	6/12/00
SYMPHONY	76-068,877	6/12/00
BE ACTIVE	76-059,656	5/30/00
B' ACTIVE	76-059,655	5/30/00
LENSES TO LIVE IN	76-040,965	5/1/00
SOLA MAX <ALONE, SOLE OF EXCHANGE>	75-870,949	12/13/99
S OPTICS BY SOLA and Design	75-771,760	8/9/99
OPTICS BY SOLA and Design	75-771,034	8/9/99
SKYE	75-742,265	7/2/99
PERFECT READ R	75-703,697	5/12/99
PANORAMA	75-650,136	2/26/99
LEARNING STATION	75-643,646	2/19/99
LENSES FOR LIFE	75-637,470	2/10/99
FOREVER YOUNG	75-624,170	1/20/99
GLARE OUT	75-573,702	10/20/98
SUN SMART	75-573,267	10/19/98
WIDE EYES	75-573,263	10/19/98
UV-MX+	75-573,097	10/19/98
MOTOR EYES	75-573,096	10/19/98
SLICK SKIN	75-573,095	10/19/98

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TOUGH EYES	75-573,091	10/19/98
OUTSIDE IN	75-572,875	10/19/98
ROCK HARD	75-571,052	10/19/98
INTERIOR	75-559,790	9/25/98
PURECOTE	75-559,600	9/25/98
DESIGN ONLY	75-532,887	8/7/98
PHOTOLITE	75-443,530	3/3/98
SOLAONE6	75-393,856	11/21/97
EXPLORE	75-391,079	11/17/97
OPTITHIN	75-390,914	11/17/97
LUMINEX	75-355,414	9/11/97
ZONE CONGRUENCE	75-221,086	1/3/97
EYEPATH ALIGNMENT	75-194,463	11/7/96
NEAR EQUALIZATION	75-194,059	11/6/96
FIELD EQUALIZATION	75-194,056	11/6/96
PROSOURCE	75-194,053	11/6/96
DISTANCE EQUALIZATION	75-194,016	11/6/96
OPTIMUM VISUAL FIELDS	75-193,972	11/6/96
DESIGN BY PRESCRIPTION	75-193,782	11/6/96

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