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

02-26-2001

101620018

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

EET

2-13-01

**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

**Effective Date Month Day Year**: 01/31/01

RECEIVED FEB 13 2001

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

Name: American Optical Lens Company

**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: 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**

**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**

DUR1\279283_1

**Domestic Representative Name and Address**

Enter for the first Receiving Party Only.

Name: N/A

Address (line 1):

Address (line 2): FEB 13 2001

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. # 5

**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) | | |
|---|---|---|---|---|---|
| 75/856,520 | 75/519,016 | | 2,365,029 | 2,072,810 | 1,929,678 |
| 75/603,405 | | | 2,204,335 | 2,078,477 | 1,725,248 |
| 75/601,911 | | | 2,025,684 | 1,944,134 | 1,702,918 |

**Number of Properties** Enter the total number of properties involved. # 32

**Fee Amount** Fee Amount for Properties Listed (37 CFR 3.41): $ 815.00

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 | Steven D. Thomas | February 5, 2001 |
|---|---|---|
| Name of Person Signing | Signature | Date Signed |

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

U.S. Department of Commerce
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

FEB 13 2001

**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

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.)

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) | | |
|---|---|---|---|---|---|
| | | | 1,661,554 | 1,295,886 | 914,384 |
| | | | 1,675,732 | 1,191,754 | 860,224 |
| | | | 1,585,446 | 1,129,498 | 831,780 |
| | | | 1,388,188 | 928,259 | 763,908 |
| | | | 1,363,945 | 913,147 | 667,088 |
| | | | 1,370,838 | 922,512 | 1,141,147 |

DUR1\279283_1

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

U.S. Department of Commerce
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

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.)

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) | | |
|---|---|---|---|---|---|
| | | | 1,141,146 | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |

DUR1\279283_1

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,

**AMERICAN OPTICAL LENS COMPANY**

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,

**AMERICAN OPTICAL LENS COMPANY**

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

**American Optical Lens Company**
**(Delaware Corporation)**

## U.S. Trademarks

### Registered Marks

| Mark | Registration No. | Registration Date |
|---|---|---|
| AO COMPACT | 2,365,029 | 7/4/00 |
| AO 55 | 2,204,335 | 11/17/98 |
| AOSAFETY | 2,025,684 | 12/24/96 |
| AO FORCE 55 | 2,072,810 | 6/17/97 |
| ORIGINAL PILOT SUNGLASS | 2,078,477 | 7/15/97 |
| AOTEC | 1,944,134 | 12/26/95 |
| AO7 STAR | 1,929,678 | 10/24/95 |
| AOSAFETY | 1,725,248 | 10/20/92 |
| OMNI STAR | 1,702,918 | 7/28/92 |
| AO TUFFMASTER | 1,661,554 | 10/22/91 |
| AOPLANO | 1,675,732 | 2/18/92 |
| AO5 STAR | 1,585,446 | 3/6/90 |
| SKYMASTER | 1,388,188 | 4/1/86 |
| AODISC | 1,363,945 | 10/8/85 |
| AOSEPT | 1,370,838 | 11/19/85 |
| AOSOFT | 1,295,886 | 9/18/84 |
| FASHION STAR | 1,191,754 | 3/9/82 |
| TECHSIGHT and Design | 1,129,498 | 1/22/80 |
| TRUE-COLOR | 928,259 | 2/1/72 |
| AO Stylized Letters | 913,147 | 6/8/71 |
| SPRAY KLEEN | 922,512 | 10/19/71 |
| SUPER-CLEAR | 914,384 | 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 |
| T and Design | 1,141,147 | 11/4/80 |
| TECHSIGHT | 1,141,146 | 11/4/80 |

### Pending Applications

| | | |
|---|---|---|
| AO SURFER | 75-856,520 | 11/23/99 |
| AO CONNECT | 75-603,405 | 12/9/98 |
| AO DIRECT | 75-601,911 | 12/9/98 |
| AOGUARD | 75-519,016 | 9/7/98 |

DUR1\278666_2