

04-12-2001

Form PTO-1594  
1-31-92



U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

To the Honorable Commis

101661591

ached original documents or copy thereof.

ness of receiving party(ies):

1. Name of conveying party(ies):  
**F.G.G. Investments, Inc.**  
**500 George Washington Highway**  
**Smithfield, Rhode Island 02917**

Individual(s)                       Association  
 General Partnership               Limited Partnership  
 Corporation-State              **DELAWARE**  
 Other: \_\_\_\_\_  
Additional name(s) of conveying party(ies)  
attached? Yes No

3. Nature of conveyance: **3-26-01**

Assignment                      Merger  
 Security Agreement              Change of Name  
 Other: \_\_\_\_\_

Execution Date: **DECEMBER 21, 2000**

Name: **AAI.FosterGrant, Inc.**

Internal Address: \_\_\_\_\_

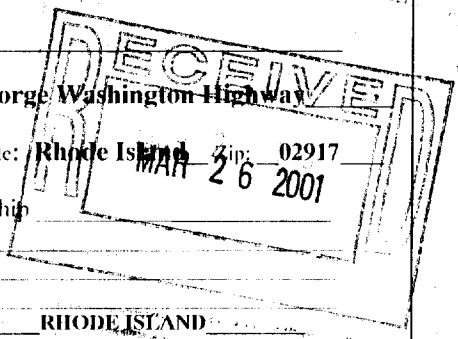
Street Address: **500 George Washington Highway**

City: **Smithfield** State: **Rhode Island** Zip: **02917**

Individual(s) citizenship  
Association \_\_\_\_\_  
General Partnership \_\_\_\_\_  
Limited Partnership \_\_\_\_\_  
 Corporation-State **RHODE ISLAND**  
 Other: \_\_\_\_\_

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



4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)  
**Serial No. 75/625,000 - FOSTERGRANT**

Additional numbers attached?  Yes  No

B. Trademark registration No.(s)  
**Registration No. 2,052,157**  
**"WHO'S THAT BEHIND THOSE FOSTER GRANTS!"**

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

Name: **DEBORAH L. BENSON**

Internal Address: \_\_\_\_\_

**HINCKLEY, ALLEN & SNYDER LLP**

Street Address: **28 STATE STREET**

City: **BOSTON** State: **MA** Zip: **02109**

6. Total number of applications and registrations involved: [ **19** ]

7. Total fee (37 CFR 3.41) \$ **490.00**

Enclosed

Authorized to be charged to deposit account

Deposit account number: **500485**

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

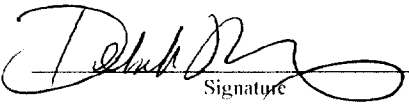
04/11/2001 BTOM11 00000179 75625000

01 FC:481 40.00 OP  
02 FC:482 450.00 OP

DO NOT USE THIS SPACE

490E

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.*

**DEBORAH L. BENSON**  **FEBRUARY 5, 2001**  
Name of Person Signing Signature Date

Total number of pages comprising cover sheet | **2** |

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

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

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

333082

TRADEMARK  
REEL: 002269 FRAME: 0565

<u>MARK</u>	<u>REGISTRATION NO.</u>	<u>REGISTRATION DATE</u>
AQUA-MATES	No. 904,720	December 22, 1970
DRIVER'S CHOICE	No. 1,462,644	October 27, 1987
FG & Design	No. 2,108,860	October 28, 1997
FG (Block letters)	No. 2,202,605	November 19, 1998
FG (Stylized)	No. 1,156,236	June 2, 1981
FGSPORT	No. 2,031,896	January 21, 1997
FOSTER GRANT	No. 703,527	August 30, 1960
FOSTER GRANT	No. 1,255,021	October 25, 1983
FOSTER GRANT NO LIMITS	No. 2,094,620	September 9, 1997
ISN'T THAT YOU BEHIND THOSE FOSTER GRANTS	No. 1,147,544	February 24, 1981
SPARE PAIR	No. 1,613,666	September 18, 1990
SPARE PAIR	No. 2,159,786	May 26, 1998
SPARE PAIR PREMIER	No. 2,133,589	February 3, 1998
SUNREADERS	No. 2,327,175	March 7, 2000
THE TRUSTED NAME IN SUNGLASSES	No. 1,962,784	March 19, 1996
VOLATILE	No. 2,134,402	February 3, 1998
WORLD TOUR	No. 2,388,089	September 19, 2000

333082

**ASSIGNMENT**

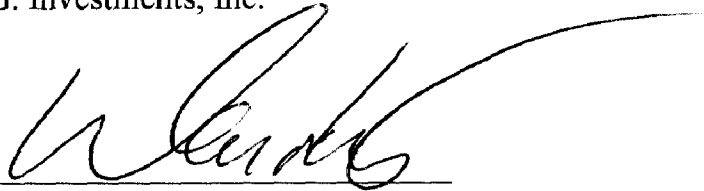
**THIS ASSIGNMENT** is made as of December 21, 2000, between F.G.G. Investments, Inc., a company of Delaware, having an address of 500 George Washington Highway, Smithfield, Rhode Island 02917, (the "Assignor") and AAi.FosterGrant, Inc., a Corporation of Rhode Island, having an address of 500 George Washington Highway, Smithfield, Rhode Island 02917, (the "Assignee").

**WHEREAS**, the Assignor is the proprietor in the United States of the Trademark registrations and applications listed in the Schedule "A" hereto (the "Trademarks").

**WHEREAS**, the Assignor has agreed to assign the Trademarks to the Assignee, and the Assignee has agreed to accept said assignment.

**NOW THEREFORE**, for good and valuable consideration, the Assignor hereby assigns to the Assignee full right to and title in the Trademarks, together with the goodwill of the business in the goods for which the Trademarks are registered, including the right to bring action for past infringement.

F.G.G. Investments, Inc.

By: 

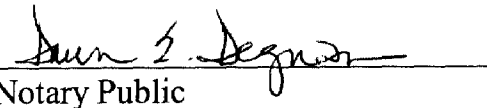
Name: Mark Kost  
Title: Chief Financial Officer

State of: Rhode Island )

County of: Providence )

Before me personally appeared MARK KOST, personally known to me, who signed the instrument in my presence as his free act and deed.

Dated: 12/21/00

  
Notary Public

My commission expires: 2/17/02

**TRADEMARK SCHEDULE "A"**

<b><u>MARK</u></b>	<b><u>REGISTRATION NO.</u></b>	<b><u>REGISTRATION DATE</u></b>	<b><u>CLASS</u></b>
"WHO'S THAT BEHIND THOSE FOSTER GRANTS!"	No. 2,052,157	April 15, 1997	Cl. 9
AQUA-MATES	No. 904,720	December 22, 1970	Cl. 9
DRIVER'S CHOICE	No. 1,462,644	October 27, 1987	Cl. 9
FG & Design	No. 2,108,860	October 28, 1997	Cl. 9
FG (Block letters)	No. 2,202,605	November 19, 1998	Cl. 9
FG (Stylized)	No. 1,156,236	June 2, 1981	Cl. 9
FGSPORT	No. 2,031,896	January 21, 1997	Cl. 9
FOSTER GRANT	No. 703,527	August 30, 1960	Cl. 26
FOSTER GRANT	No. 1,255,021	October 25, 1983	Cls. 3, 8, 9, 21
FOSTER GRANT NO LIMITS	No. 2,094,620	September 9, 1997	Cl. 9
ISN'T THAT YOU BEHIND THOSE FOSTER GRANTS	No. 1,147,544	February 24, 1981	Cl. 9
SPARE PAIR	No. 1,613,666	September 18, 1990	Cl. 9
SPARE PAIR	No. 2,159,786	May 26, 1998	Cl. 9
SPARE PAIR PREMIER	No. 2,133,589	February 3, 1998	Cl. 9
SUNREADERS	No. 2,327,175	March 7, 2000	Cl. 9
THE TRUSTED NAME IN SUNGLASSES	No. 1,962,784	March 19, 1996	Cl. 9
VOLATILE	No. 2,134,402	February 3, 1998	Cl. 9
WORLD TOUR	No. 2,388,089	September 19, 2000	Cl. 9
	<b><u>APPLICATION NO.</u></b>	<b><u>APPLICATION DATE</u></b>	
FOSTER GRANT	No. 75/625,000	January 22, 1999	Cl. 14