

03-04-2002



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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

FTL Corp.

2-14-02

- 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:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: January 29, 2002

2. Name and address of receiving party(ies)

Name: Safilo Societa Azionaria Fabbrica Italiana Lavorazione Occhiali Address: S.p.A.

Street Address: VII Strada 15

City: Padova State: Zip: 35129 ITALY

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State ITALY 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 number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 1,652,928

Additional number(s) attached Yes No

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

Name: James R. Meyer, Esq.

Internal Address: Schnader Harrison Segal & Lewis LLP

DBYRNE 00000157 1652928 40.00 DP

Street Address: 1600 Market Street Suite 3600

City: Philadelphia State: PA Zip: 19103

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41): \$ 40.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

FEB 14 2002

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9. Signature.

James R. Meyer, Esq.

Name of Person Signing

Signature

2/1/2002

Date

4

Total number of pages including cover sheet, attachments, and document.

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

TRADEMARK REEL: 002452 FRAME: 0286

03/01/2002 DBYRNE 00000157 1652928

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BOX: RESPONSE NO FEE

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Trademark Operation

Trademark Registration No. 1,652,928
Mark: SAFILO KIDS
Registrant: Safilo Società Azionaria Fabbrica
Italiana Lavorazione Occhiali S.p.A.
Attorney Docket No. 0851534-0009/434US

**SUBSTITUTE CORRESPONDENT, POWER OF ATTORNEY AND
DESIGNATION OF DOMESTIC REPRESENTATIVE**

Commissioner for Trademarks
2900 Crystal Drive
Arlington, VA 22202-3513

Dear Sir:

Kindly address all correspondence to:

James R. Meyer
SCHNADER HARRISON SEGAL & LEWIS LLP
1600 Market Street, Suite 3600
Philadelphia, PA 19103-7286

215-751-2622 (Telephone)
215-972-7677 (Facsimile)

Applicant hereby appoints:

Gary L. Azorsky
T. Daniel Christenbury
Guy T. Donatiello
James A. Drobile
M. Roy Goldberg (DC, Maryland)
Ronald E. Karam
Joan T. Kluger
James R. Meyer
Robert A. McKinley

**TRADEMARK
REEL: 002452 FRAME: 0287**

Austin R. Miller
Michael A. Patane (New York)
Paul A. Taufer
Stewart M. Wiener
Stephenie Yeung

all members of the Bar of the Commonwealth of Pennsylvania, except as indicated above, and all with offices at Schnader Harrison Segal & Lewis LLP, 1600 Market Street, Suite 3600, Philadelphia, Pennsylvania 19103-7286, as its attorneys with full power of substitution, association and revocation, to prosecute this Application to Register, to transact all business in the Patent and Trademark Office in connection therewith, and to receive the Certificate of Registration.

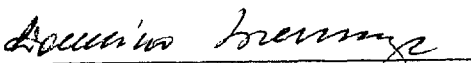
Schnader Harrison Segal & Lewis LLP is designated Registrant's Domestic Representative upon whom notice or process in proceedings affecting the mark may be served.

All previous powers of attorney and designations of domestic representative are revoked.

Respectfully submitted,

Safilo Società Azionaria Fabbrica
Italiana Lavorazione Occhiali S.p.A.

Date: 1/22/2002

By: 
Giannino Lorenzon
Managing Director

CONFIRMATORY ASSIGNMENT OF TRADEMARK

WHEREAS, FTL Corp., a corporation organized under the laws of the State of Delaware, having offices at 802 West Street, Wilmington, Delaware 19801 (hereinafter referred to as the "Assignor") was the owner of the trademark SAFILO KIDS, which is the subject of U.S. Registration No. 1,652,928 (the "Mark");

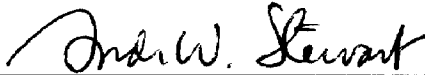
WHEREAS, Safilo Società Azionaria Fabbrica Italiana Lavorazione Occhiali S.p.A., a limited liability company organized under the laws of Italy having offices at VII Strada 15, 35129 Padova, ITALY (hereinafter referred to as the "Assignee") has acquired the entire right, title and interest in and to the Mark, including all of the goodwill of the business in connection with which the Mark is used and symbolized by the Mark.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor confirms that it assigned, transferred and set over unto Assignee, its successors, and assigns the entire right, title and interest in and to the Mark, the goodwill of the business in connection with which the Mark is used and symbolized by the Mark, and the right to recover for past infringements of the Mark, to have and to hold the same as fully and completely as the same might have been held by the Assignor had this assignment not been made.

Assignor agrees, at Assignee's expense and request, to take all lawful acts which Assignee may deem advisable or necessary in order to render this assignment fully effective and to register and enforce the rights conveyed hereby, including without limitation, execution of lawful documents, and cooperation in production of evidence and giving of testimony in connection with proceedings to enforce the rights conveyed hereby.

FTL Corp.

Date: 1/29/02

By: 
Name: Gordon W. Stewart
Title: President

**Safilo Società Azionaria Fabbrica Italiana
Lavorazione Occhiali S.p.A.**

Date: 1/22/2002

By: 
Giannino Lorenzon
Managing Director

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