



DRINKER BIDDLE & REATH LLP
 1500 K Street, N.W., Suite 1100
 Washington, D.C. 20005-1209
 (202) 842-8800

12-18-2002



102314205

1. NAME OF CONVEYING PARTY: Nassau Lens Co., Inc. A New York corporation <i>12-11-02</i>	2. NAME AND ADDRESS OF RECEIVING PARTY: AVALON EYEWEAR, INC. A New Jersey corporation, 170 LeGrand Avenue Northvale, New Jersey 07647
3. NATURE OF CONVEYANCE: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other 3A. EXECUTION DATE: December 6, 2002 3B. EFFECTIVE DATE: December 6, 2002	2A. ASSIGNEE A FOREIGN ENTITY: Yes: <input type="checkbox"/> No: <input checked="" type="checkbox"/> 2B. DOMESTIC REPRESENTATIVE DESIGNATED: Yes: <input type="checkbox"/> No: <input checked="" type="checkbox"/>
4A. TRADEMARK APPLICATION NOS.: Additional numbers attached? NO	4B. TRADEMARK REGISTRATION NO(S): 1,175,888 – THE ELAN COLLECTION 1,714,629 – DÉJÀ VU 1,911,206 – PARADE 2,324,224 – AVALON 2,396,651 - WIRED Additional numbers attached? NO
Jennifer L. Dean, Esq. Drinker Biddle & Reath LLP 1500 K Street, N.W., Suite 1100 Washington, D.C. 20005-1209 (202) 842-8882; Fax: (202) 842-8465	
6. TOTAL NUMBER OF TITLES: 5 7. TOTAL FEE: \$140.00 8. CHARGE FEES TO: DEPOSIT ACCT. NO. 50-0573 Our Ref: 31071.305/181127	9. The undersigned declares to the best of her knowledge and belief that the information on this cover sheet is true and correct and any copy submitted is a true copy of the original document. <i>Jennifer L. Dean</i> Jennifer L. Dean Date: December <u>11</u> , 2002 Page 1 of 3

12/17/2002 LMJELLER 00000267 500573 1175888

01 FC:8521 40.00 CH
 02 FC:8522 100.00 CH

31071.305/181127
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Jennifer L. Dean
 FILED BY COURIER
 December 11, 2002

TRADEMARK
REEL: 2635 FRAME: 0352

ASSIGNMENT

WHEREAS, Nassau Lens Co., Inc., a New York corporation, having a principal place of business at 140 LeGrand Avenue, Northvale, New Jersey 07647 ("Assignor"), is the owner of the trademarks shown on the attached Schedule A, including the registrations therefor; and

WHEREAS, Avalon Eyewear, Inc. a New Jersey corporation, having a principal place of business at 170 LeGrand Avenue, Northvale, New Jersey 07647 ("Assignee"), is desirous of acquiring all rights, title and interest in and to the marks shown on the attached Schedule A, the goodwill of the business symbolized thereby, and the registrations therefor.

NOW, THEREFORE, good and valuable consideration being extant, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns to Assignee all of its rights, title and interest in and to the marks listed on Schedule A, the goodwill of the business symbolized thereby and the registrations therefor.

Assignor further assigns to Assignee all right to sue for, to receive and to hold damages and profits accruing from past infringement of the marks listed in Schedule A.

Assignor further warrants that there are no licenses, encumbrances or other agreements, either written, oral or implied, relating to the marks listed on Schedule A of which Assignee is not aware, and that it believes it has good and valid title to the marks to assign to Assignee.

ASSIGNOR
NASSAU LENS CO., INC.

Date: 12/6/02

By: *Michael I. Pildes*
Michael I. Pildes, President

STATE OF NEW JERSEY)

COUNTY OF Bergen)

ss.

On this 6th day of Dec 2002, personally appeared Michael I. Pildes, to me known and known to me to be the President of Nassau Lens Co., Inc., and acknowledged that he executed the foregoing Assignment as his free act and deed and as the free act and deed of said corporation.

(Seal)

Barbara A. Affronti
My commission expires: _____
BARBARA A. AFFRONTI
NOTARY PUBLIC OF NEW JERSEY
MY COMMISSION EXPIRES APRIL 24, 2007

31071 305
DC3681011

SCHEDULE A

<u>Reg. No.</u>	<u>Mark</u>
1,175,888	THE ELAN COLLECTION
1,714,629	DÉJÀ VU
1,911,206	PARADE
2,324,224	AVALON
2,396,651	WIRED