

07-07-2003



Form PTO-1594

(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

Tab settings

RECORD

TRADEMARKS ONLY

102489622

DEPARTMENT OF COMMERCE

U.S. Patent and Trademark Office

6-30-03

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

1. Name of conveying party(ies):

SIRROM CAPITAL CORP

- Individual(s)
- General Partnership
- Corporation-State
- Other
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other RELEASE SECURITY AGREEMENT
- Merger
- Change of Name

Execution Date: JUNE 28, 2002

2. Name and address of receiving party(ies)

Name: VISION 2000 HOLDINGS LLC

Internal

Address:

Street Address: 3209-128 GRESHAM LAKE RD

City: RALEIGH State: NC Zip: 27615

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State DELAWARE
- 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)

2,031,704

Additional number(s) attached Yes No

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

Name: THOMAS F. DUNN

Internal Address:

MORSE, BARNES - BROWN & PENNINGTON PC

Street Address: 1601 TRAPELO RD.

City: WALTHAM State: MA Zip: 02451

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$ 40.5

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

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

DO NOT USE THIS SPACE

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.

THOMAS F. DUNN
Name of Person Signing

Thomas F. Dunn
Signature

JUNE 23, 2003
Date

Total number of pages including cover sheet, attachments, and document: 7

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

07/02/2003 6TOM11

00000104 2031704

01 FC:6521

40.00 DP

TRADEMARK REEL: 002771 FRAME: 0620

Exhibit A

ASSIGNMENT OF TRADEMARK

This Assignment of Trademark ("Assignment") is executed as of June __, 2002, by NovaVision, Inc., a North Carolina corporation ("Assignor"), in favor of Vision 2000 Holdings, LLC, a North Carolina limited liability company ("Assignee").

Assignor hereby assigns, quitclaims and conveys to Assignee all of Assignor's right, title and interest in and to that U.S. Trademark Registration No. 2,240,087 for "NOVAVISION" and the goodwill associated therewith (the "Mark"). Assignor represents and warrants that to its knowledge it has committed, and has caused to be committed, no act or omission that has impaired or will impair the validity or effectiveness of the Mark. Except for the foregoing, this Assignment is made without any warranty, express or implied.

This Assignment is executed by FINOVA Mezzanine Capital Inc., formerly known as Sirrom Capital Corporation, which is the corporate successor of Sirrom Investments, Inc., as attorney-in-fact pursuant to certain security agreements executed by Assignor in favor of Sirrom Investments, Inc. This Assignment shall inure to the benefit of the heirs, successors and assigns of Assignee.

IN WITNESS WHEREOF, Assignor has executed this instrument as of the ____ day of June, 2002.

NOVAVISION, INC.

By: FINOVA MEZZANINE CAPITAL, INC.
formerly known as SIRROM CAPITAL
CORPORATION and corporate successor to
SIRROM INVESTMENTS, INC., as Attorney-
in-Fact

By: Lynald J. Jellinekman
Title: VICE PRESIDENT

Exhibit B

CONSENT AND WAIVER

June 28, 2002

FINOVA Mezzanine Capital Inc. ("FINOVA") hereby consents to the voluntary surrender by Vision 2000 Holdings, LLC of its right, title and interest in and to the following trademarks:

U.S. Registration No. 2,031,704 of "NOVAVISION"

U.S. Registration No. 2,240,087 of "NOVAVISION"

FINOVA further hereby waives and releases any interest in the foregoing trademarks.

FINOVA MEZZANINE CAPITAL INC.

By: Lynald J. Dalkin

Title: VICE PRESIDENT

VISION 2000 HOLDINGS LLC

By: _____

Title: _____

Exhibit C

Affidavit of ^{Vision}Nova 2000 Holdings LLC

Vision 2000 Holdings LLC is the successor in interest to Nova Vision, Inc., the current record owner of U.S. Reg. No. 2,031,704 for the NOVAVISION mark for use with "custom manufacture of contact lenses."

Signed under the penalty of perjury this _____ day of June, 2002.

VISION 2000 HOLDINGS LLC

BY: _____
Allen Touch, President

expenses). The Agent may consult with counsel, which may be members of his firm, and shall be fully protected with respect to any action taken or suffered hereunder in good faith by the Agent in accordance with the opinion of such counsel. The Agent shall not be bound or in any way affected by any notice of any modification, cancellation, abrogation or rescission hereof, or of any fact or circumstances affecting or alleged to affect the rights and liabilities of the Parties hereto other than as expressly set forth herein, unless such modification, cancellation, abrogation, rescission, fact or circumstance is communicated to the Agent in writing; and not, in the case of any modification hereto, unless such modification shall be satisfactory to the Agent and assented to in writing by the Agent. The Agent may resign effective upon notice to the Parties.

Please sign this Letter Agreement if you agree to the terms above, and return both a fax copy and the originals to the Agent at the number and address provided herein.

AGREED TO AND ACCEPTED:

VISION 2000 HOLDINGS LLC

By: _____
Allen Touch, President

NOVAVISION, INC

By: _____
Bernhard Sabel, President

FINOVA MEZZANINE CAPITAL, INC.

By: Lynald J. Jollickman
John Murdock, Esq. DONALD F. BARACKMAN
Counsel for Finova VICE PRESIDENT

MORSE, BARNES-BROWN & PENDLETON, P.C.

By: _____
Thomas F. Dunn
Attorney