

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005)

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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

Tab settings

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

1. Name of conveying party(ies):

FG Premium Brands, Inc.

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

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

2. Name and address of receiving party(ies)

Name: Quantum Optics, Inc.

Internal Address:

Street Address: 500 George Washington Highway

City: Smithfield State: RI Zip: 02917

- 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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: 02/27/04

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

A. Trademark Application No.(s) See EXHIBIT B

B. Trademark Registration No.(s) See EXHIBIT A

Additional number(s) attached Yes No

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

Name: Jennifer Parkins Rabin, Esq.

Internal Address:

Akerman Senterfitt

Street Address: 222 Lakeview Avenue, 4th Floor

City: West Palm Beach State: FL Zip: 33401

6. Total number of applications and registrations involved:

30

7. Total fee (37 CFR 3.41) \$ 765.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

50-0951

DO NOT USE THIS SPACE

9. Signature.

Jennifer Parkins Rabin, Esq. Name of Person Signing

Jennifer P. Rabin Signature

4/26/04 Date

Total number of pages including cover sheet, attachments, and document: 6

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

CH \$765.00 500951 78238081

EXHIBIT A - TRADEMARK REGISTRATIONS

TRADEMARK	REG. NO. - REG. DATE
PE and Design	Reg. No. 1,412,125 Reg. Date: 10/07/86
PRIVATE EYES	Reg. No. 1,736,296 Reg. Date: 12/01/92
PRIVATE EYES	Reg. No. 1,414,574 Reg. Date: 10/21/86
PRIVATE EYES	Reg. No. 1,387,416 Reg. Date: 03/25/86
PRIVATE EYES SPORT	Reg. No. 1,507,947 Reg. Date: 10/11/88
ANARCHY EYEWEAR	Reg. No. 2,049,496 Reg. Date: 04/01/97
ANARCHY EYEWEAR and Design	Reg. No. 2,309,729 Reg. Date: 01/18/00
ANGEL EYEWEAR	Reg. No. 2,582,474 Reg. Date: 06/18/02
G Design	Reg. No. 2,143,622 Reg. Date: 03/10/98
G and Design	Reg. No. 2,050,667 Reg. Date: 04/08/97
GARGOYLES PERFORMANCE EYEWEAR	Reg. No. 2,061,448 Reg. Date: 05/13/97
GARGOYLES PERFORMANCE EYEWEAR	Reg. No. 2,159,757 Reg. Date: 05/19/98
GARGOYLES PROTECTIVE EYEWEAR	Reg. No. 2,414,240 Reg. Date: 12/19/00
GARGOYLES	Reg. No. 2,034,697 Reg. Date: 02/04/97
GARGOYLES	Reg. No. 2,060,279 Reg. Date: 05/13/97
GARGOYLES	Reg. No. 2,190,165 Reg. Date: 09/22/98
GARGOYLES	Reg. No. 1,147,103 Reg. Date: 02/17/81
GARGOYLES	Reg. No. 1,100,890 Reg. Date: 08/29/78
GARGOYLES	Reg. No. 2,056,569 Reg. Date: 04/29/97
GARGOYLES	Reg. No. 1,977,755 Reg. Date: 06/04/96
GARGOYLES	Reg. No. 2,059,327 Reg. Date: 05/06/97

TRADEMARK	REG. NO. - REG. DATE
HELIOS	Reg. No. 2,122,002 Reg. Date: 12/16/97
Miscellaneous Design (Gargoyle)	Reg. No. 1,302,458 Reg. Date: 10/30/84

EXHIBIT B - TRADEMARK APPLICATIONS

TRADEMARK	APPLICATION NO - APPLICATION DATE
WRAPBACK	App. No. 78/238,081 App. Date: 04/15/03
TORIC WRAPBACK	App. No. 78/238,089 App. Date: 04/15/03
A in an Oval Design (Anarchy Sketchy A)	App. No. 78/244589 App. Date: 05/01/03
A in an Oval Design (Anarchy Sketchy A)	App. No. 78/244587 App. Date: 05/01/03
IDOL-EYEZ	App. No. 76/110457 App. Date: 08/16/00
Miscellaneous Design (Skull)	App. No. 78/244665 App. Date: 05/01/03
GXP	App. No. 78/345244 App. Date: 12/23/03

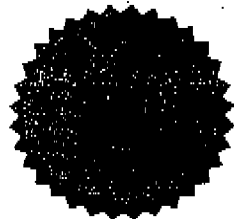
Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "FG PREMIUM BRANDS, INC.", CHANGING ITS NAME FROM "FG PREMIUM BRANDS, INC." TO "QUANTUM OPTICS, INC.", FILED IN THIS OFFICE ON THE THIRD DAY OF MARCH, A.D. 2004, AT 5:23 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2968090

DATE: 03-04-04

3743708 8100

040163398

TRADEMARK
REEL: 002841 FRAME: 0467

State of Delaware
Secretary of State
Division of Corporations
Delivered 05:36 PM 03/03/2004
FILED 05:23 PM 03/03/2004
SRV 040163398 - 3743708 FILE

CERTIFICATE OF AMENDMENT
To

CERTIFICATE OF INCORPORATION
Of

FG PREMIUM BRANDS, INC.

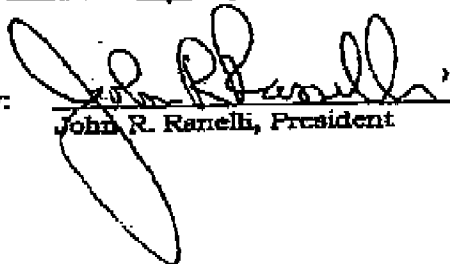
FG Premium Brands, Inc., a corporation organized and existing under the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify that:

The amendment to the Corporation's Certificate of Incorporation set forth in the following resolution approved by the Corporation's Board of Directors and stockholders was duly adopted in accordance with the provisions of the General Corporation Law of the State of Delaware:

RESOLVED: That the Certificate of Incorporation of the Corporation be amended by striking Article 1 in its entirety and substituting therefor:

- 1. The name of the corporation is Quantum Optics, Inc.

IN WITNESS WHEREOF, the undersigned, being the President of the Corporation, for the purpose of amending the Certificate of Incorporation of said Corporation pursuant to Section 242 of the Delaware Corporation Law, does make and file this Certificate, hereby declaring and certifying that the facts herein stated are true, and accordingly has hereunto set his hand this 21st day of February, 2004.

By: 
John R. Ranelli, President

#531

BOS1343839.1