

RECORDATION FORM COVER TRADEMARKS ONLY

04-14-2004

MMERCE



To the Honorable Commissioner of Patents and Trademarks, Please recd

102721327

ref.

1. Name of conveying party(ies):
Eyeglass Service Industries, Inc.
4.12.04

2004 APR 12 AM 9:56
FINANCE SECTION

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____
Execution Date: March 30, 2004

2. Name and address of receiving party(ies):
Name: Vision World, LLC
Internal Address: _____
Street Address: 266 West 37th Street, Suite 900,
City: New York State: N.Y. Zip: 10018
 Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Liability Company _____
 Corporation-State _____
 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 patent number(s):
A. Trademark Application No.(s)

I hereby certify that this correspondence is being deposited with the United States Postal Services as First Class Mail in an envelope addressed to: Commissioner Of Patents and Trademarks, Washington, D.C. 20231, on April 8, 2004
Dated: April 8, 2004
C. Bruce Hamburg
Reg. No. 22,389

B. Trademark Registration No.(s)
2,657,552

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: C. Bruce Hamburg
Internal Address: Jordan and Hamburg LLP
Chanin Building
Suite 4000
Street Address: 122 East 42nd Street
City: New York State: New York Zip: 10168

6. Total number of applications and patents involved: 1
7. Total fee (37 CFR 3.41):.....\$ _____
 Enclosed
 Authorized to be charged to deposit account
8. Deposit account number:
10-1250
(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.
C. Bruce Hamburg April 8, 2004
Name of Person Signing Signature Date

OMB No. 0651-011 (exp.4/94) Total number of pages including cover sheet, attachments, and document: 3

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

04/14/2004 6TDM11 00000002 101250 2657552
01 FC:8521 40.00 DA

ASSIGNMENT

WHEREAS, Eyeglass Service Industries, Inc., a corporation organized and existing under the laws of New York, having a place of business at 469 Sunrise Highway, Lynbrook, New York 11563 (hereinafter "Assignor") has used the trademark VISION WORLD, U.S. Trademark Registration No. 2,687,552 (hereinafter referred to as "the said mark"); and

WHEREAS, Vision World, LLC, a limited liability company organized and existing under the laws of New York, having a place of business at 266 West 37th Street, Suite 900, New York, New York 10018 (hereinafter "Assignee") is desirous of acquiring any and all rights that Assignor may have in and to the said mark and the registration therefor, together with the goodwill of the business in connection with which the said mark is used and which is symbolized by the said mark;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign unto Assignee as of *October 1, 2003* all right, title and interest in and to the said mark and the registration therefor for the United States together with the goodwill of the business in connection with which the said mark is used and which is symbolized by the said mark;

Assignor agrees to execute and deliver at the request of the Assignee, all papers, instruments, and assignments, and to perform any other reasonable acts the Assignee may require in order to vest all Assignor's rights, title and interest in and to the said mark in the

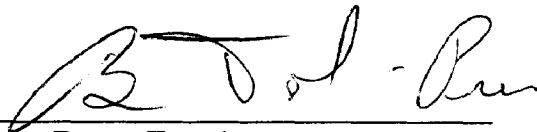
Assignee and/or to provide evidence to support any of the foregoing in the event such evidence is deemed necessary by the Assignee, to the extent such evidence is in the possession or control of Assignor.

Eyeglass Services Industries, Inc.

Date

3/30/04

By

A handwritten signature in black ink, appearing to read "Bruce Topol", written over a horizontal line.

Bruce Topol
President