

# TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
CODA-Gargoyles, LLC		12/30/2003	LIMITED LIABILITY COMPANY: DELAWARE
Gargoyles, Inc.		12/30/2003	CORPORATION: WASHINGTON
RECEIVING PARTY DATA			
Name:	FG Premium Brands, Inc.		
Street Address:	500 George Washington Highway		
City:	Smithfield		
State/Country:	RHODE ISLAND		
Postal Code:	02917		
Entity Type:	COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	2063346	OCTANE	
Registration Number:	2102013	PALADIN	
Registration Number:	1552708	SUNGLASS FACTORY	
Registration Number:	2540883	TOMICHI STUDIO	
Registration Number:	2302713	UNION EYEWARE	
CORRESPONDENCE DATA			
Fax Number:	(703)749-1301		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	(703) 749-1300		
Email:	mitchellp@gtlaw.com		
Correspondent Name:	Steven J. Wadyka, Jr.		
Address Line 1:	1750 Tysons Boulevard		
Address Line 2:	Suite 1200		
Address Line 4:	McLean, VIRGINIA 22102		

CH \$140.00 2063346

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**TRADEMARK**  
 REEL: 003312 FRAME: 0122

ATTORNEY DOCKET NUMBER:	83557.055700
NAME OF SUBMITTER:	Steven J. Wadyka, Jr.
Signature:	/steven j. wadyka, jr./
Date:	05/18/2006
<p><b>Total Attachments: 11</b></p> <p>source=Assignment of Trademarks &amp; Intent-to-Use Applications to FG Premium Brands#page1.tif</p> <p>source=Assignment of Trademarks &amp; Intent-to-Use Applications to FG Premium Brands#page2.tif</p> <p>source=Assignment of Trademarks &amp; Intent-to-Use Applications to FG Premium Brands#page3.tif</p> <p>source=Assignment of Trademarks &amp; Intent-to-Use Applications to FG Premium Brands#page4.tif</p> <p>source=Assignment of Trademarks &amp; Intent-to-Use Applications to FG Premium Brands#page5.tif</p> <p>source=Assignment of Trademarks &amp; Intent-to-Use Applications to FG Premium Brands#page6.tif</p> <p>source=Assignment of Trademarks &amp; Intent-to-Use Applications to FG Premium Brands#page7.tif</p> <p>source=Assignment of Trademarks &amp; Intent-to-Use Applications to FG Premium Brands#page8.tif</p> <p>source=Assignment of Trademarks &amp; Intent-to-Use Applications to FG Premium Brands#page9.tif</p> <p>source=Assignment of Trademarks &amp; Intent-to-Use Applications to FG Premium Brands#page10.tif</p> <p>source=Assignment of Trademarks &amp; Intent-to-Use Applications to FG Premium Brands#page11.tif</p>	

**U.S. ASSIGNMENT OF TRADEMARKS AND INTENT TO USE**  
**APPLICATIONS TO FG PREMIUM BRANDS, INC.**

This U.S. Assignment of Trademarks and Intent to Use Applications to FG Premium Brands, Inc. is made as of December 30, 2003 by and among Gargoyles, Inc., a Washington corporation ("Gargoyles"), FG Premium Brands, Inc., a Delaware company, ("Assignee") and CODA-Gargoyles, LLC, a Delaware limited liability company ("CODA", together with Gargoyles, the "Assignors" and each, individually an "Assignor").

WHEREAS, CODA is the obligee of secured obligations of Gargoyles, which obligations are presently outstanding pursuant to a Securities Purchase Agreement dated January 24, 2003 by and among Gargoyles and U.S. Bank, National Association and CODA and a Second Amended and Restated Credit Agreement dated May 28, 1999 by and between CODA (as successor to the interests of U.S. Bank, National Association) and Gargoyles, as amended;

WHEREAS, Gargoyles has defaulted and CODA has accelerated the principal balance and interest due in accordance with the secured obligations;

WHEREAS, Gargoyles has agreed to waive its rights, if any, to object to or cure the default and to cooperate with CODA and enter into a non-judicial foreclosure with CODA;

WHEREAS, Assignee has agreed to purchase Gargoyles' assets, pursuant to an Agreement to Purchase Assets At A Private Foreclosure Sale dated December 24, 2003 by and between CODA and Assignee, which assets include the trademarks identified on **Exhibit A** hereto and the applications and resulting registrations therefor and any logos, designs, graphics or other marks or indicators of origin used by Gargoyles in connection with the operation of its business (hereinafter referred to as the "Trademarks").

WHEREAS, the Trademarks are the subject of trademark registration applications in the United States Patent and Trademark Office as more specifically identified on **Exhibit A** hereto, but no allegation or statement of use under Section 1(c) or 1(d) of the Trademark Act has yet been filed in connection therewith;

WHEREAS, Assignee is desirous of acquiring said Trademarks and Gargoyles and CODA have agreed to assign to Assignee their entire respective right, title and interest in and to the Trademarks together with the portion of the business to which the Trademarks pertain.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, each Assignor sells, assigns and transfers to Assignee their entire respective right, title, and interest in, to and under the Trademarks, and any associated applications and the resulting registrations therefor, together with that portion of the business to which the marks pertain, which business is existing and ongoing, and the goodwill connected therewith and symbolized by the Trademarks in accordance with 15 U.S.C. §1060, and all rights and causes of action to recover past, present or future damages, royalties, fees, profits or other relief, including equitable and injunctive relief ensuing from infringement of the Trademarks.

Each Assignor further represents and warrants that that they have not transferred, assigned, hypothecated or granted a security interest in the Trademarks to any third party.

FURTHER, Gargoyles and CODA agree to execute and provide promptly after their execution hereof, such further instruments, documents or assignments as may be reasonably necessary to effectuate the purposes of this transaction and to consolidate, vest and record in Assignee their respective rights in and to the Trademarks.

CODA - GARGOYLES, LLC

By: [Signature]  
Name: Michael B. Cohen  
Title: Managing Member

STATE OF \_\_\_\_\_ )  
 ) ss:  
COUNTY OF \_\_\_\_\_ )

The foregoing instrument was sworn to and subscribed before me this \_\_\_\_ day of \_\_\_\_\_, 2003, by \_\_\_\_\_ of CODA-Gargoyles, LLC, a Delaware limited liability company, on behalf of the Company. He/she is personally known to me or has produced \_\_\_\_\_ (type of identification) as identification.

[Signature]  
NOTARY PUBLIC STATE OF New York  
XHEVRIE SHALA  
NOTARY PUBLIC, State of New York  
No. 01SH4933632  
Qualified in New York County  
(Print, Copy or Stamp Commission Expires August 15, 2006) Commissioned Name of Notary Public)

Exhibit 8.2(xvii)

GARGOYLES, INC.

By: [Signature]  
Name: Michael B. Cohen  
Title: Chairman

FG PREMIUM BRANDS, INC.

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_


STATE OF \_\_\_\_\_ )  
COUNTY OF \_\_\_\_\_ ) ss:

The foregoing instrument was sworn to and subscribed before me this \_\_\_\_\_ day of \_\_\_\_\_, 2003, by \_\_\_\_\_ of FG Premium Brands, Inc., a Delaware corporation, on behalf of the corporation. He/she is personally known to me or has produced \_\_\_\_\_ (type of identification) as identification.

\_\_\_\_\_  
NOTARY PUBLIC STATE OF \_\_\_\_\_

(Print, Type or Stamp Commissioned Name of Notary Public)

FG PREMIUM BRANDS, INC.

By:   
Name: JOHN RANELLI  
Title: CEO

**SCHEDULE/EXHIBIT "A"**  
**GARGOYLES, INC. U.S. TRADEMARK PORTFOLIO (ACTIVE)**

TRADEMARK	CLASS	OWNER	STATUS
PE and Design Reg. No. 1,412,125	9	Private Eyes Sunglass Corporation assigned to U.S. Bank of Washington, N.A. (signed 01/15/98)	Registered; Renewal due 10/07/06
PRIVATE EYES Reg. No. 1,736,296	9	Private Eyes Sunglass Corporation assigned to U.S. Bank of Washington, N.A. (signed 01/15/98)	Registered; Renewal due 12/01/12
PRIVATE EYES Reg. No. 1,414,574	42	Private Eyes Sunglass Corporation assigned to U.S. Bank of Washington, N.A. (signed 01/15/98)	Registered; Renewal due 10/21/06
PRIVATE EYES Reg. No. 1,387,416	9	Private Eyes Sunglass Corporation assigned to U.S. Bank of Washington, N.A. (signed 01/15/98)	Registered; Renewal due 03/25/06
PRIVATE EYES SPORT Reg. No. 1,507,947	9	Private Eyes Sunglass Corporation assigned to U.S. Bank of Washington, N.A. (signed 01/15/98)	Registered; Renewal due 10/11/08
ANARCHY EYEWEAR Reg. No. 2,049,496	9	Sungold Eyewear, Inc. assigned to U.S. Bank of Washington, N.A. (signed 01/15/98)	Registered; 8&15 Declarations due 04/01/02-04/01/03
ANARCHY EYEWEAR and Design Reg. No. 2,309,729	9	Sungold Eyewear, Inc. assigned to U.S. Bank of Washington, N.A. (signed 01/15/98)	Registered; 8&15 Declarations due 01/18/05-01/18/06
ANGEL EYEWEAR Reg. No. 2,582,474	9	Sungold Eyewear, Inc. assigned to U.S. Bank of Washington, N.A. (signed 01/15/98)	Registered; 8&15 Declarations due 06/18/07-06/18/08
SNAKE-EYES Reg. No. 1,551,676	9	U.S. Bank of Washington, N.A. assigned to Snake Eyes, L.C. (signed 9/29/98)	Registered; Renewal due 08/15/09
THWAK Reg. No. 2,296,338	9	Sungold Eyewear, Inc. assigned to U.S. Bank of Washington, N.A. (signed 01/15/98)	Registered; 8&15 Declarations due 11/30/04-11/30/05

TRADEMARK	CLASS	OWNER	STATUS
SUNGLASS FACTORY Reg. No. 1,552,708	9	Sungold Eyewear, Inc. assigned to U.S. Bank of Washington, N.A. (signed 01/15/98)	Registered; Renewal due 08/22/09
UNION EYEWARE Reg. No. 2,302,713	9	Sungold Eyewear, Inc. assigned to U.S. Bank of Washington, N.A. (signed 01/15/98)	Registered; 8&15 Declarations due 12/21/04-12/21/05
A in an Oval Design (Anarchy Sketchy A) App. No. 78/244589	9	Gargoyles, Inc.	Pending, ITU; 11/10/03
A in an Oval Design (Anarchy Sketchy A) App. No. 78/244587	25	Gargoyles, Inc.	Office Action dated 09/30/03; response due 03/30/04
G Design Reg. No. 2,143,622	25	Gargoyles, Inc.	Registered; 8&15 Declarations due 03/10/03-03/10/04
G and Design Reg. No. 2,050,667	9	Gargoyles, Inc. assigned to U.S. Bank of Washington, N.A. (signed 01/15/98)	Registered; Renewal due 04/08/07
GXP App. No. 78/146159	9	Gargoyles, Inc.	Allowed; Notice of Allowance dated 06/17/03; Use Declaration due 12/17/03
GARGOYLES PERFORMANCE EYEWEAR Reg. No. 2,061,448	9	Gargoyles, Inc. assigned to U.S. Bank of Washington, N.A. (signed 01/15/98)	Registered; Renewal due 05/13/07
GARGOYLES PERFORMANCE EYEWEAR Reg. No. 2,159,757	25	Gargoyles, Inc.	Registered; 8&15 Declarations due 05/19/03-05/19/04
GARGOYLES PROTECTIVE EYEWEAR Reg. No. 2,414,240	9	Gargoyles, Inc. assigned to U.S. Bank of Washington, N.A. (signed 01/15/98)	Registered; 8&15 Declarations due 12/19/05-12/19/06
GARGOYLES Reg. No. 2,034,697	41	Gargoyles, Inc. assigned to U.S. Bank of Washington, N.A. (signed 01/15/98)	Registered; Renewal due 02/04/07
GARGOYLES Reg. No. 2,060,279	25	Gargoyles, Inc. assigned to U.S. Bank of Washington, N.A. (signed 01/15/98)	Registered; Renewal due 05/13/07
GARGOYLES Reg. No. 2,190,165	28	Gargoyles, Inc. assigned to U.S. Bank of	Registered; 8&15 Declarations due 09/22/03-09/22/04



TRADEMARK	CLASS	OWNER	STATUS
		Washington, N.A. (signed 01/15/98)	
GARGOYLES Reg. No. 1,147,103	9	Gargoyles, Inc. assigned to U.S. Bank of Washington, N.A. (signed 01/15/98)	Registered; Renewal due 02/17/11
GARGOYLES Reg. No. 1,100,890	28	Gargoyles, Inc. assigned to U.S. Bank of Washington, N.A. (signed 01/15/98)	Registered; Renewal due 08/29/08
GARGOYLES Reg. No. 2,056,569	21	Gargoyles, Inc. assigned to U.S. Bank of Washington, N.A. (signed 01/15/98)	Registered; Renewal due 04/29/07
GARGOYLES Reg. No. 1,977,755	18	Gargoyles, Inc. assigned to U.S. Bank of Washington, N.A. (signed 01/15/98)	Registered; Renewal due 06/04/06
GARGOYLES Reg. No. 2,059,327	16	Gargoyles, Inc. assigned to U.S. Bank of Washington, N.A. (signed 01/15/98)	Registered; Renewal due 05/06/07
HELIOS Reg. No. 2,122,002	9	Gargoyles, Inc. assigned to U.S. Bank of Washington, N.A. (signed 01/15/98)	Registered; 8&15 Declarations due 12/16/02-12/16/03
IDOL-EYEZ App. No. 76/110457	9	Gargoyles, Inc.	Notice of Allowance dated 07/08/03; Use Declaration due 01/08/04
Miscellaneous Design (Skull) App. No. 78/244665	25	Gargoyles, Inc.	Publication/Registration Review Complete
Miscellaneous Design (Gargoyle) Reg. No. 1,302,458	9	Gargoyles, Inc. assigned to U.S. Bank of Washington, N.A. (signed 01/15/98)	Registered; Renewal due 10/30/04
TOMICHI STUDIO Reg. No. 2,540,883	9	Gargoyles, Inc.	Registered; 8&15 Declarations due 02/19/07-02/19/08
OCTANE Reg. No. 2,063,346	9	Gargoyles, Inc. assigned to U.S. Bank of Washington, N.A. (signed 01/15/98)	Registered; Renewal due 05/20/07
PALADIN Reg. No. 2,102,013	9	Gargoyles, Inc. assigned to U.S. Bank of Washington, N.A. (signed	Registered; Renewal due 09/30/07

TRADEMARK	CLASS	OWNER	STATUS
		01/15/98)	
TORIC WRAPBACK App. No. 78/238,089	9	Gargoyles, Inc.	Published, ITU; 12/02/03
TORIC WRAPBACK Reg. No. 2,055,453	9	Gargoyles, Inc. assigned to U.S. Bank of Washington, N.A. (signed 01/15/98)	Registered; 8&15 Declarations due 04/22/02-04/22/03
WRAPBACK Reg. No. 2,055,456	9	Gargoyles, Inc. assigned to U.S. Bank of Washington, N.A. (signed 01/15/98)	Registered; 8&15 Declarations due 04/22/02-04/22/03
WRAPBACK App. No. 78/238,081	9	Gargoyles, Inc.	Published 12/09/03

**GARGOYLES, INC. U.S. TRADEMARK PORTFOLIO (INACTIVE)**

TRADEMARK	CLASS	OWNER	STATUS
PRIVATE EYES and Design Reg. No. 1,118,123	9	Gargoyles Acquisition Corporation II assigned to U.S. Bank of Washington, N.A. (signed 5/9/97); Private Eyes Sunglass Corporation assigned to U.S. Bank of Washington, N.A. (signed 01/15/98)	Expired 12/15/00
PRIVATE EYES Reg. No. 1,774,553	42	Private Eyes Sunglass Corporation assigned to U.S. Bank of Washington, N.A. (signed 01/15/98)	Cancelled – Section 8; 07/03/00
SUNWAVES Stylized* Reg. No. 1,458,123	9	Private Eyes Sunglass Corporation	Cancelled – Section 8; 03/28/94
ACCENTS & ESSENTIALS* Reg. No. 1,253,767	18; 25	Private Eyes Sunglass Corporation, d/b/a Accents & Essentials	Cancelled – Section 8; 02/16/90
GUIDELINES Reg. No. 1,227,899	42	Private Eyes Sunglass Corporation assigned to U.S. Bank of Washington, N.A. (signed 01/15/98)	Cancelled – Section 8; 11/22/03
IN FLIGHT Reg. No. 1,749,314	9	Sungold Eyewear, Inc. assigned to U.S. Bank of Washington, N.A. (signed	Cancelled – Section 8; 08/02/99

TRADEMARK	CLASS	OWNER	STATUS
		01/15/98)	
OLD SKOOL App. No. 75/483668	9	Sungold Eyewear, Inc.	Abandoned; 08/27/99
EYEKING CO. Reg. No. 1,898,014	9	Sungold Eyewear, Inc. assigned to U.S. Bank of Washington, N.A. (signed 01/15/98)	Cancelled – Section 8; 06/15/02
UNION EYEGEAR Reg. No. 2,032,993	9	Sungold Eyewear, Inc. assigned to U.S. Bank of Washington, N.A. (signed 01/15/98)	Cancelled - Section 8; 10/25/03
PALM BEACH CLUB Reg. No. 1,628,959	9	Sungold Eyewear, Inc. assigned to U.S. Bank of Washington, N.A. (signed 01/15/98)	Cancelled – Section 8; 01/05/02
GROM App. No. 75/049434	9	Sungold Eyewear, Inc. assigned to U.S. Bank of Washington, N.A. (signed 01/15/98)	Abandoned; 08/27/00
NOSTALGIA EYEWEAR Reg. No. 2,032,765	9	Sungold Eyewear, Inc. assigned to U.S. Bank of Washington, N.A. (signed 01/15/98)	Cancelled – Section 8; 10/25/03
VINTAGE EYEWEAR Reg. No. 1,833,248	9	Sungold Eyewear, Inc. assigned to U.S. Bank of Washington, N.A. (signed 01/15/98)	Cancelled – Section 8; 05/09/01
BIG STAR Reg. No. 2,229,227	9	Sungold Eyewear, Inc. assigned to U.S. Bank of Washington, N.A. (signed 01/15/98)	Cancelled – Section 18; 08/31/00
REDEYE App. No. 74/568972	9	Gargoyles Acquisition Corporation assigned to U.S. Bank of Washington, N.A. (signed 04/07/97); Gargoyles Acquisition Corporation assigned to Sungold Eyewear, Inc. (signed 04/24/97) change of name	Abandoned; 09/24/97
GARGOYLES WRAPBACK TORIC CURVE App. No. 75/125199	9	Gargoyles, Inc. assigned to U.S. Bank of Washington, N.A. (signed 01/15/98)	Abandoned; 05/07/98
GARGOYLES	25	Gargoyles, Inc. assigned	Abandoned; 05/07/98

TRADEMARK	CLASS	OWNER	STATUS
WRAPBACK TORIC CURVE App. No. 75/125190		to U.S. Bank of Washington, N.A. (signed 01/15/98)	
GARGOYLES PERFORMANCE EYE WEAR App. No. 75/125197	25	Gargoyles, Inc. assigned to U.S. Bank of Washington, N.A. (signed 01/15/98)	Abandoned; 05/14/98
GARGOYLES PROTECTIVE EYEWEAR App. No. 75/125191	25	Gargoyles, Inc. assigned to U.S. Bank of Washington, N.A. (signed 01/15/98)	Abandoned; 05/07/98
GARGOYLES App. No. 74/590929	14	Gargoyles, Inc. assigned to U.S. Bank of Washington National Association (signed 12/01/96)	Abandoned; 06/06/96
CLEARTECH App. No. 75/273048	21	Gargoyles, Inc. assigned to U.S. Bank of Washington, N.A. (signed 01/15/98)	Abandoned; 11/13/98
G Design App. No. 75/125188	25	Gargoyles, Inc. assigned to U.S. Bank of Washington, N.A. (signed 01/15/98)	Abandoned; 05/07/98
STATIC App. No. 76/091087	9	Gargoyles, Inc.	Abandoned; 03/26/02
KEY WEST App. No. 75/483667	9	Gargoyles, Inc.	Abandoned; 10/25/99
VORTEX Reg. No. 2,059,402	9	Gargoyles, Inc. assigned to U.S. Bank of Washington, N.A. (signed 01/15/98)	Cancelled – Section 8; 11/20/03
VORTEX App. No. 75/125193	25	Gargoyles, Inc. assigned to U.S. Bank of Washington, N.A. (signed 04/07/97)	Abandoned; 07/09/97
WRAPBACK App. No. 75/125196	25	Gargoyles, Inc. assigned to U.S. Bank of Washington, N.A. (signed 01/15/98)	Abandoned; 04/23/98
TORIC WRAPBACK App. No. 75/125195	25	Gargoyles, Inc. assigned to U.S. Bank of Washington, N.A. (signed 01/15/98)	Abandoned; 04/23/98

TRADEMARK	CLASS	OWNER	STATUS
OCTANE App. No. 75/125194	25	Gargoyles, Inc. assigned to U.S. Bank of Washington, N.A. (signed 04/07/97)	Abandoned; 07/09/97
LEGENDS App. No. 75/125184	9	Gargoyles, Inc. assigned to U.S. Bank of Washington, N.A. (signed 01/15/98)	Abandoned; 07/23/97
LEGENDS App. No. 75/125192	25	Gargoyles, Inc. assigned to U.S. Bank of Washington, N.A. (signed 04/07/97)	Abandoned; 07/09/97
THE NOMONATOR App. No. 74/734513	28	Gargoyles, Inc.	Abandoned; 07/29/97
THE NOMONATOR App. No. 74/734511	9	Gargoyles, Inc.	Abandoned; 03/25/97
THE NOMONATOR App. No. 74/734512	25	Gargoyles, Inc.	Abandoned; 02/28/97
CALYPSO App. No. 78/046801	9	Gargoyles, Inc.	Abandoned; 12/19/02
XPE App. No. 78/063982	9	Gargoyles, Inc.	Abandoned; 07/09/02
BEAT THE STREETS Reg. No. 1,667,888	41	Gargoyles, Inc. assigned to U.S. Bank of Washington, N.A. (signed 04/07/97)	Cancelled – Section 8; 06/15/98
ANARCHY and Design App. No. 75/104364	14	Gargoyles, Inc.	Abandoned; 06/23/97