

## TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:

NEW ASSIGNMENT

NATURE OF CONVEYANCE:

Termination and Release of Security Interest in Trademark Rights

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
The CIT Group/Business Credit, Inc.		12/22/2006	CORPORATION: NEW YORK

## RECEIVING PARTY DATA

Name:	Rothandberg, Inc.
Street Address:	35 Hub Drive
City:	Melville
State/Country:	NEW YORK
Postal Code:	11747
Entity Type:	CORPORATION: NEW YORK

Name:	Marchon Eyewear, Inc.
Street Address:	35 Hub Drive
City:	Melville
State/Country:	NEW YORK
Postal Code:	10017
Entity Type:	CORPORATION: NEW YORK

Name:	Marchon International, Ltd.
Street Address:	35 Hub Drive
City:	Melville
State/Country:	NEW YORK
Postal Code:	11747
Entity Type:	CORPORATION: NEW YORK

Name:	Officemate Software Solutions, Inc.
Street Address:	35 Hub Drive
City:	Melville
State/Country:	NEW YORK

OP \$1415.00 1662283

900065554

TRADEMARK  
REEL: 003451 FRAME: 0070

Postal Code:	11747
Entity Type:	CORPORATION: NEW YORK

Name:	Delta Add-Power Systems, Inc.
Street Address:	35 Hub Drive
City:	Melville
State/Country:	NEW YORK
Postal Code:	11747
Entity Type:	CORPORATION: NEW YORK

Name:	R.B. Mexico, Inc.
Street Address:	35 Hub Drive
City:	Melville
State/Country:	NEW YORK
Postal Code:	11747
Entity Type:	CORPORATION: NEW YORK

PROPERTY NUMBERS Total: 56

Property Type	Number	Word Mark
Registration Number:	1662283	OPIS
Registration Number:	1348740	THE MARCHON EYES HAVE IT
Registration Number:	1653533	ACCUFLEX
Registration Number:	2199773	ADD-POWER
Registration Number:	2580254	AIRLOCK
Registration Number:	2523650	BENDABLES
Registration Number:	1989164	BLUE RIBBON
Registration Number:	1535392	BORN HOT
Registration Number:	1544219	CAMFLEX
Registration Number:	2207401	CARE FROM OFFICEMATE
Registration Number:	1583418	CFG
Registration Number:	2433800	DURAFLEX
Registration Number:	2649158	EXAMWRITER
Registration Number:	2654609	EXTREME FLEX
Registration Number:	2457529	EXTREME SUNS
Registration Number:	1526874	EYE-GLASSERY
Registration Number:	2457657	FLEXCEL
Registration Number:	1747691	FLEXON

Registration Number:	2541409	FLEXON SELECT
Registration Number:	2375786	FLEXSTAR
Registration Number:	1713331	F
Registration Number:	1531740	I-F/X
Registration Number:	1363046	M
Registration Number:	1369878	MARCHON
Registration Number:	1382403	MARCHON
Registration Number:	1544397	MARCHON
Registration Number:	1922081	MARCHON
Registration Number:	1922270	MARCHON
Registration Number:	1925082	MARCHON
Registration Number:	1960568	MARCHON
Registration Number:	2144197	MARCHON
Registration Number:	1353886	MARCOFLEX
Registration Number:	2675800	MM MEMORY METAL
Registration Number:	2948734	MVP MARCHON VALUED PARTNERS
Registration Number:	1657599	NATIONAL LENS CARE
Registration Number:	2011326	OFFICEMATE
Registration Number:	2844357	OPIS
Registration Number:	1445102	OP-TOPICS
Registration Number:	1416633	ORDERMASTER
Registration Number:	2419993	SOINTU
Registration Number:	2769945	SUNCENTER
Registration Number:	2776536	SUNCENTER
Registration Number:	1588592	SUNMIRRORS
Registration Number:	1607209	SUNSTAR
Registration Number:	2042285	SUPERTHIN BY MARCHON
Registration Number:	2376178	TANOS
Registration Number:	2376177	TANOS TITANIUM
Registration Number:	2352921	THE METAL WITH A MEMORY
Registration Number:	2474283	TIFLEX
Registration Number:	3015549	TRES JOLIE
Registration Number:	2548326	TRUFLEX
Registration Number:	2255798	ULTRAFIT
Registration Number:	1784010	VERSA-RULE

Registration Number:	2538458	X-FLEX
Registration Number:	2974508	STAINLESS +
Registration Number:	2955609	TI-LIGHT

# **CORRESPONDENCE DATA**

Fax Number: (212)455-2502

*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

Phone: (212) 455-7609

Email: ksolomon@stblaw.com

Correspondent Name: Kirstie Howard, Esq.

Address Line 1: Simpson Thacher & Bartlett LLP

Address Line 2: 425 Lexington Avenue

Address Line 4: New York, NEW YORK 10017

ATTORNEY DOCKET NUMBER:	509265/1271
NAME OF SUBMITTER:	Kirstie Howard
Signature:	/kh/
Date:	12/27/2006

## **Total Attachments: 4**

source=MarCITTR#page1.tif

source=MarCITTR#page2.tif

source=MarCITTR#page3.tif

source=MarCITTR#page4.tif

**TERMINATION AND RELEASE OF SECURITY INTEREST  
IN TRADEMARK RIGHTS**

TERMINATION AND RELEASE dated as of December 22, 2006, from THE CIT GROUP/BUSINESS CREDIT, INC., a New York corporation (the "Lender"), to ROTHANDBERG, INC., MARCHON EYEWEAR, INC., MARCHON INTERNATIONAL, LTD., OFFICEMATE SOFTWARE SOLUTIONS, INC., DELTA ADD-POWER SYSTEMS, INC., and R.B. MEXICO, INC., each a New York corporation with its principal place of business located at 35 Hub Drive, Melville, NY 11747 (the "Grantors").

**WITNESSETH:**

WHEREAS, pursuant to the Financing Agreement, dated as of December 23, 2004, made by the Grantors in favor of the Lender (the "Collateral Agreement"), a security interest (the "Security Interest") was granted by the Grantors to the Lender in certain collateral, including the Trademark Collateral (as hereinafter defined);

WHEREAS, pursuant to that certain Memorandum of Trademark and Service Mark Security Interest, dated as of December 23, 2004, among the Lender and Grantors, (the "Security Agreement"), Grantors, by reference to the Collateral Agreement, each reaffirmed its intent to grant a Security Interest to the Lender specifically in certain Trademark Collateral;

WHEREAS, the Security Agreement was recorded in the Trademark Division of the United States Patent and Trademark Office on January 11, 2005, at Reel 3011 and Frame 0940; and

WHEREAS, the Lender now desires to terminate and release the entirety of its Security Interest in the Trademark Collateral;

NOW, THEREFORE, for good and valuable consideration including the satisfaction of all obligations, indebtedness and liabilities secured by the Trademark Collateral pursuant to the Collateral Agreement, the receipt and adequacy of which are hereby acknowledged, and upon the terms set forth in this Termination and Release, the Lender hereby states as follows:

1. **Definitions.** The term "Trademark Collateral," as used herein, shall mean all of the Grantors' right, title and interest of every kind and nature as of the date hereof in the trademark applications and registrations listed on Schedule A hereto.

2. **Release of Security Interest.** The Lender hereby terminates, releases and discharges its Security Interest in the Trademark Collateral, and any right, title or interest of the Lender in such Trademark Collateral shall hereby cease and become void.

3. Further Assurances. The Lender hereby agrees to duly execute, acknowledge, procure and deliver any further documents and to do such other acts as may be reasonably necessary to effect the release of the Security Interest contemplated hereby.

IN WITNESS WHEREOF, the undersigned has executed this Termination and Release by its duly authorized officer as of the date first above written.

THE CIT GROUP/BUSINESS CREDIT, INC.

By: Kenneth B. Butler  
Name: Kenneth B. Butler  
Title: Vice President

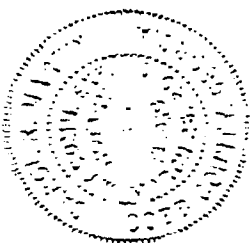
STATE OF Georgia )  
COUNTY OF Cobb )

ss.:

On this 21<sup>st</sup> day of Dec, 2006, before me personally appeared Kenneth B. Butler to me known who, being by me duly sworn, did depose and say that he/she is Vice President of THE CIT GROUP/BUSINESS CREDIT, INC., described herein and which executed the foregoing instrument, and that he/she signed his/her name thereto pursuant to the authority granted by THE CIT GROUP/BUSINESS CREDIT, INC.

Carol R. Martin  
Notary Public

(Affix Seal Below)



Page 2

**Schedule A**

**U.S. Trademark Registrations**

<b>Title</b>	<b>Registration Number</b>
OPIS	1662283
THE MARCHON EYES HAVE IT	1348740
ACCUFLEX	1653533
ADD-POWER	2199773
AIRLOCK	2580254
BENDABLES	2523650
BLUE RIBBON	1989164
BORN HOT	1535392
CAMFLEX	1544219
CARE FROM OFFICEMATE	2207401
CFG	1583418
DURAFLEX	2433800
EXAMWRITER	2649158
EXTREME FLEX	2654609
EXTREME SUNS	2457529
EYE-GLASSERY	1526874
FLEXCEL	2457657
FLEXON	1747691
FLEXON SELECT	2541409
FLEXSTAR	2375786
F	1713331
I-F/X	1531740
M	1363046
MARCHON	1369878
MARCHON	1382403
MARCHON	1544397
MARCHON	1922081
MARCHON	1922270
MARCHON	1925082
MARCHON	1960568
MARCHON	2144197
MARCOFLEX	1353886
MM MEMORY METAL	2675800
MVP MARCHON VALUED PARTNERS	2948734
NATIONAL LENS CARE	1657599

<b>Title</b>	<b>Registration Number</b>
OFFICEMATE	2011326
OPIS	2844357
OP-TOPICS	1445102
ORDERMASTER	1416633
SOINTU	2419993
SUNCENTER	2769945
SUNCENTER	2776536
SUNMIRRORS	1588592
SUNSTAR	1607209
SUPERTHIN BY MARCHON	2042285
TANOS	2376178
TANOS TITANIUM	2376177
THE METAL WITH A MEMORY	2352921
TIFLEX	2474283
TRES JOLIE	3015549
TRUFLEX	2548326
ULTRAFIT	2255798
VERSA-RULE	1784010
X-FLEX	2538458
STAINLESS +	2974508
TI-LIGHT	2955609