

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
StyleMark, Inc.		05/24/2007	CORPORATION: FLORIDA

RECEIVING PARTY DATA

Name:	Bank of America, N.A., as Administrative Agent
Street Address:	231 S. LaSalle Street
Internal Address:	IL1-231-10-41
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60604
Entity Type:	national banking association: UNITED STATES

PROPERTY NUMBERS Total: 78

Property Type	Number	Word Mark
Registration Number:	3178601	STYLE EQUIPMENT
Registration Number:	3134385	STYLESCIENCE SOLUTIONS
Registration Number:	3105273	BLACK THUNDER
Registration Number:	3113092	STYLESCIENCE DISENO
Registration Number:	3115291	STYLESCIENCE SURGE
Registration Number:	3134210	STYLESCIENCE LUX
Registration Number:	3146671	STYLEMARK
Registration Number:	3163739	STYLESCIENCE HYPE
Registration Number:	3169648	STYLESCIENCE F.A.S.T.
Registration Number:	2997959	EYEFIRE
Registration Number:	2963548	STYLESCENE
Registration Number:	2981839	CONTOUR
Registration Number:	2929743	VARSITY

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Registration Number:	2872991	GRIP TIP
Registration Number:	2929719	DR 445
Registration Number:	3071414	STYLESCIENCE
Registration Number:	3068599	OPTI-CRYLIC
Registration Number:	2824519	SUN COVERS
Registration Number:	2976877	EYEFIRE
Registration Number:	2769693	KIDS TREAZURES
Registration Number:	2648311	REALLY COOL STUFF
Registration Number:	2450147	POLAR VISION
Registration Number:	2420097	CLIP-ITS
Registration Number:	2686907	PACIFIC TRADERS
Registration Number:	2488570	RIVGIRL
Registration Number:	2446873	WEE ONES
Registration Number:	2444869	FRESH COLORS
Registration Number:	2735008	FUNDAMENTALS
Registration Number:	2371701	CARIBBEAN TRADERS
Registration Number:	2411754	STREET SMART
Registration Number:	2365153	CARIBBEAN TRADERS
Registration Number:	2248276	X-SPECS
Registration Number:	2073541	DV8
Registration Number:	1956885	INSIGHTS
Registration Number:	1941542	EXTREME OPTIKS
Registration Number:	1906385	RIVIERA CLASSIX
Registration Number:	1946018	RIVIERA OPTIX
Registration Number:	1881303	CAPO
Registration Number:	1826228	EXOS
Registration Number:	2504806	RIVIERA
Registration Number:	2507276	RIVIERA KIDS
Registration Number:	1633776	ANGLER EYES
Registration Number:	1578716	SOLAR TECH DRIVERS
Registration Number:	1517865	R
Registration Number:	1527899	SHADOWS
Registration Number:	1512454	EYEPROFILE
Registration Number:	1513422	EYETEMPO
Registration Number:	1513421	EYE ENERGY

Registration Number:	1512453	EYECLASS
Registration Number:	1513420	EYEWARE FOR EVERYWEAR
Registration Number:	1515205	EYESOCIETY
Registration Number:	1492031	SUN STOPPERS
Registration Number:	1501087	CRYSTAL VISION
Registration Number:	1506876	SKI OPTIKS
Registration Number:	1517806	ROYAL
Registration Number:	1475762	EYE PROTECH
Registration Number:	1487993	TITANIUM
Registration Number:	1475759	C-E-Z
Registration Number:	1474024	ULTRASAFE
Registration Number:	1414834	HOT SPECS
Registration Number:	1399650	HAIR TREASURES
Registration Number:	1360288	SOLAR TECH
Registration Number:	1311184	LE CLIP BY RIVIERA
Registration Number:	1238231	YOUNG WORLD
Registration Number:	1144023	CROWN
Registration Number:	942743	MONTE CARLO
Registration Number:	657116	RIVIERA
Registration Number:	651457	
Serial Number:	78956289	TRENDCAST
Serial Number:	78879877	STYLESCIENCE TIMBER RIDGE EXPEDITION COMPANY
Serial Number:	78879844	STYLESCIENCE SUN-STEP
Serial Number:	78879806	STYLESCIENCE SUN-SCAN
Serial Number:	78818711	S2
Serial Number:	78810946	STYLESCIENCE R.E.A.L.
Serial Number:	78810786	STYLESCIENCE EARTH FIRST
Serial Number:	78520258	C3
Serial Number:	78503794	C3LIFESTYLE
Serial Number:	77132688	HYPERVISION

CORRESPONDENCE DATA

Fax Number: (919)416-8363

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

Phone: 9192868041

Email: pto_tmconfirmation@mvalaw.com

Correspondent Name: Moore & Van Allen PLLC
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Address Line 2: Suite 500
Address Line 4: Morrisville, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER:	17625.4057NTSTYLEMARKEAR
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NAME OF SUBMITTER:	Ellen A. Rubel
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Signature:	/Ellen A. Rubel/
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Date:	06/14/2007
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Total Attachments: 5

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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of May 24, 2007 (as the same may be amended, modified, restated or supplemented from time to time, the "Security Agreement") by and among the Grantors from time to time party thereto (each an "Grantor" and collectively, the "Grantors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the Secured Parties referenced therein, the undersigned Grantor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications set forth on Schedule 1 attached hereto to the Administrative Agent for the ratable benefit of the Secured Parties.

The undersigned Grantor and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the trademarks and trademark applications set forth on Schedule 1 attached hereto (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

[signature pages follow]

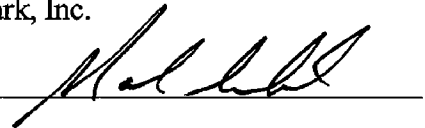
Very truly yours,

StyleMark, Inc.

By: _____

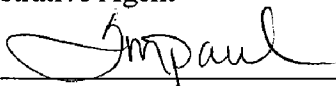
Name:

Title:

A handwritten signature in black ink, appearing to be "M. L. L.", written over a horizontal line.

Acknowledged and Accepted:

BANK OF AMERICA, N.A.,
as Administrative Agent

By: 

Name: SUZANNE M. PAUL
Title: VICE PRESIDENT

StyleMark, Inc.

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
STYLE EQUIPMENT	3178601	11/28/06
STYLESCIENCE SOLUTIONS	3134385	8/22/06
BLACK THUNDER	3105273	6/13/06
STYLESCIENCE DISENO	3113092	7/4/06
STYLESCIENCE SURGE	3115291	7/11/06
STYLESCIENCE LUX	3134210	8/22/06
STYLEMARK	3146671	9/19/06
STYLESCIENCE HYPE	3163739	10/24/06
STYLESCIENCE F.A.S.T.	3169648	11/7/06
EYEFIRE	2997959	9/20/05
STYLESCENE	2963548	6/21/05
CONTOUR	2981839	8/2/05
VARSITY	2929743	3/1/05
GRIP TIP	2872991	8/10/04
DR445	2929719	3/1/05
STYLESCIENCE	3071414	3/21/06
OPTI-CRYLIC	3068599	3/14/06
SUN COVERS	2824519	3/23/04
EYEFIRE	2976877	7/26/05
KIDS TREAZURES	2769693	9/30/03
REALLY COOL STUFF	2648311	11/12/02
POLAR VISION	2450147	5/8/01
CLIP-ITS	2420097	1/9/01
PACIFIC TRADERS	2686907	2/11/03
RIVGIRL	2488570	9/11/01
WEE ONES	2446873	4/24/01
FRESH COLORS	2444869	4/17/01
FUNDAMENTALS	2735008	7/8/03
CARIBBEAN TRADERS	2371701	7/25/00
STREET SMART	2411754	12/12/00
CARIBBEAN TRADERS	2365153	7/4/00
X-SPECS	2248276	5/25/99
DV8	2073541	6/24/97
INSIGHTS	1956885	2/13/96
EXTREME OPTIKS	1941542	12/12/95
RIVIERA CLASSIX	1906385	7/18/95
RIVIERA OPTIX	1946018	1/2/96
CAPO	1881303	2/28/95
EXOS	1826228	3/15/94

Mark	Registration No.	Registration Date
RIVIERA	2504806	11/6/01
RIVIERA KIDS	2507276	11/13/01
ANGLER EYES	1633776	2/5/91
SOLAR TECH DRIVERS	1578716	1/23/90
R	1517865	12/27/88
SHADOWS	1527899	3/7/89
EYEPROFILE	1512454	11/15/88
EYETEMPO	1513422	11/22/88
EYE ENERGY	1513421	11/22/88
EYECLASS	1512453	11/15/88
EYEWEAR FOR EVERYWEAR	1513420	11/22/88
EYESOCIETY	1515205	12/6/88
SUNSTOPPERS	1492031	6/14/88
CRYSTAL VISION	1501087	8/23/88
SKI OPTIKS	1506876	10/4/88
ROYAL	1517806	12/27/88
EYE PROTECH	1475762	2/9/88
TITANIUM	1487993	5/10/88
C-E-Z	1475759	2/9/88
ULTRASAFE	1474024	1/26/88
HOT SPECS	1414834	10/28/86
HAIR TREASURES	1399650	7/1/86
SOLAR TECH	1360288	9/17/85
LE CLIP RIVIERA	1311184	12/25/84
YOUNG WORLD	1238231	5/17/83
CROWN	1144023	12/23/80
MONTE CARLO	942743	9/12/72
RIVIERA	657116	1/14/58
RIVIERA	651457	2/12/57

Pending Applications

Mark	Application No.	Filing Date
TRENDCAST	78956289	8/21/06
STYLESCIENCE TIMBER RIDGE EXPEDITION COMPANY	78879877	5/9/06
STYLESCIENCE SUN-STEP	78879844	5/9/06
STYLESCIENCE SUN-SCAN	78879806	5/9/06
S2	78818711	2/20/06
STYLESCIENCE R.E.A.L.	78810946	2/9/06
STYLESCIENCE EARTH FIRST	78810786	2/9/06
C3	78520258	11/19/04
C3LIFETYLE	78503794	10/21/04
HYPERVISION	77132688	3/16/07

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