TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Security Agreement

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Bausch & Lomb Incorporated		03/20/2008	CORPORATION: NEW YORK
WP Prism Inc.		03/20/2008	CORPORATION: DELAWARE
B&L CRL Inc.		03/20/2008	CORPORATION: DELAWARE
B&L CRL Partners L.P.		03/20/2008	LIMITED PARTNERSHIP: DELAWARE
B & L Domestic Holdings Corp.		03/20/2008	CORPORATION: DELAWARE
B&L Financial Holdings Corp.		03/20/2008	CORPORATION: DELAWARE
B&L SPAF Inc.		03/20/2008	CORPORATION: DELAWARE
B&L VPlex Holdings, Inc.		03/20/2008	CORPORATION: CALIFORNIA
Bausch & Lomb China, Inc.		03/20/2008	CORPORATION: DELAWARE
Bausch & Lomb International Inc.		03/20/2008	CORPORATION: NEW YORK
Bausch & Lomb Realty Corporation		03/20/2008	CORPORATION: NEW YORK
Bausch & Lomb South Asia, Inc.		03/20/2008	CORPORATION: DELAWARE
Bausch & Lomb Technology Corporation		03/20/2008	CORPORATION: DELAWARE
Iolab Corporation		03/20/2008	CORPORATION: CALIFORNIA
RHC Holdings, Inc.		03/20/2008	CORPORATION: DELAWARE
Sight Savers, Inc.		03/20/2008	CORPORATION: DELAWARE
Wilmington Management Corp.		03/20/2008	CORPORATION: DELAWARE
Wilmington Partners L.P.		03/20/2008	LIMITED PARTNERSHIP: DELAWARE
B&L Minority Dutch Holdings LLC		03/20/2008	LIMITED LIABILITY COMPANY: DELAWARE

OP $240.00 3327551

RECEIVING PARTY DATA

Name:	Credit Suisse
Street Address:	11 Madison Avenue
City:	New York
State/Country:	NEW YORK
Postal Code:	10010

Entity Type:	Bank:

PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
Registration Number:	3327551	
Registration Number:	3357750	HEALTHY START
Registration Number:	3376617	TRULINK
Registration Number:	3380415	SOOTHE
Registration Number:	3386560	STELLARIS
Registration Number:	3393316	ALAWAY
Registration Number:	3389648	BAUSCH & LOMB MILLENNIUM
Serial Number:	77328877	OPTURA
Serial Number:	77328895	VELIRIS

CORRESPONDENCE DATA

Fax Number: (866)826-5420

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

Phone: 3016380511

Email: ipresearchplus@comcast.net

Correspondent Name: IP Research Plus, Inc.

Address Line 1: 21 Tadcaster Circle

Address Line 2: Attn: Penelope J.A. Agodoa

Address Line 4: Waldorf, MARYLAND 20602

ATTORNEY DOCKET NUMBER:	33091
NAME OF SUBMITTER:	Penelope J.A. Agodoa
Signature:	/pja/
Date:	03/25/2008

Total Attachments: 7

source=33091#page1.tif

source=33091#page2.tif

source=33091#page3.tif

source=33091#page4.tif

source=33091#page5.tif

source=33091#page6.tif

source=33091#page7.tif

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):
Bausch & Lomb Incorporated - NY
WP Prism Inc.
Please see attached Schedule 1

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

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

2. Name and address of receiving party(ies)
Name: Credit Suisse
Internal Address:
Street Address: 11 Madison Avenue
City: New York State: NY Zip: 10010

- [ ] Individual(s) citizenship
- [ ] Association
- [ ] General Partnership
- [ ] Limited Partnership
- [ ] Corporation-State
- [x] Other Bank

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 [x] No

3. Nature of conveyance:

- [ ] Assignment
- [ ] Merger
- [x] Security Agreement
- [ ] Change of Name
- [ ] Other

Execution Date: March 20, 2008

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

A. Trademark Application No.(s)
PLEASE SEE ATTACHED

B. Trademark Registration No.(s)
PLEASE SEE ATTACHED

Additional number(s) attached [x] Yes [ ] No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Penelope J.A. Agodoa
Internal Address: IP Research Plus, Inc.
Street Address: 21 Tadcaster Circle
City: Waldorf State: MD Zip: 20602

6. Total number of applications and registrations involved: 2

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

- [ ] Enclosed
- [ ] Authorized to be charged to deposit account

8. Deposit account number:

(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.

Jeffrey Lauis
Name of Person Signing

Signature

3/25/08
Date

Total number of pages including cover sheet, attachments, and document: 7

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

SUPPLEMENTAL TRADEMARK SECURITY AGREEMENT

This SUPPLEMENTAL TRADEMARK SECURITY AGREEMENT, dated as of March 20, 2008 (the "Supplement") is by and between WP PRISM INC. ("Holdings"), BAUSCH & LOMB INCORPORATED (the "Parent Borrower"), certain Subsidiaries of the Parent Borrower from time to time party hereto (together with Holdings and the Parent Borrower, the "Grantors") and Credit Suisse, as Administrative Agent for the Secured Parties.

WHEREAS, the parties hereto, have executed the Trademark Security Agreement dated as of October 26, 2007 (the "Trademark Security Agreement"), pursuant to which each Grantor grants to the Administrative Agent a security interest in certain Trademark Collateral (as defined therein), including those Trademarks set forth in Schedule I to the Trademark Security Agreement;

WHEREAS, the Grantors now wish to add to and supplement Schedule I of Trademarks to the Trademark Security Agreement; and

WHEREAS, capitalized terms used in this Supplement have the meanings specified or referenced in the Trademark Security Agreement;

NOW THEREFORE; for good and valuable consideration the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

Section 1. Grant of Security Interest.

(a) As security for the payment in full of the Obligations, each Grantor, pursuant to and in accordance with the Trademark Security Agreement and the Security Agreement referenced therein, did and hereby does grant to the Administrative Agent, its successors and assigns, for the benefit of the Secured Parties, a security interest in, all right, title and interest in or to any and all of the Trademarks set forth in Exhibit A hereto (the "Additional Trademark Collateral"), which shall be deemed incorporated into and part of Schedule I of the Trademark Security Agreement.

(b) The security interests granted to the Administrative Agent herein are granted in furtherance, and not in limitation of, the security interests granted to the Administrative Agent pursuant to the Security Agreement and the Trademark Security Agreement. Each Grantor hereby acknowledges and affirms that the rights and remedies of the Administrative Agent with respect to the Additional Trademark Collateral are more fully set forth in the Security Agreement. In the event of any conflict between the terms of this Supplement and the Security Agreement, the terms of the Security Agreement shall govern.

(c) Each of the Grantors authorizes and requests the filing and recordation of the security interest in the Trademarks listed in Exhibit A hereto with the United States Patent and Trademark Office.

Section 2. Termination. This Supplement and the security interest granted hereby shall terminate in accordance with the terms of the Trademark Security Agreement.

Section 3. Incorporation by Reference. The provisions of the Trademark Security Agreement are hereby incorporated by reference, and shall remain in full force and effect.

[Signatures on following page]

TRADEMARK
REEL: 003746 FRAME: 0356

IN WITNESS WHEREOF, the parties hereto have duly executed this Agreement as of the day and year first above written.

WP PRISM INC.,
as Holdings

By: _____
Name:
Title:

BAUSCH & LOMB INCORPORATED,
as the Parent Borrower,

By: _____
Name:
Title:

EACH OF THE GRANTORS LISTED ON ANNEX A HERETO,

By: _____
Name:
Title:

TRADEMARK
REEL: 003746 FRAME: 0357

CREDIT SUISSE, CAYMAN ISLANDS BRANCH,
as Administrative Agent

By: _____
Name: DENISE L. ALVAREZ
Title: VICE PRESIDENT

By: _____
Name: JAMES NEIRA
Title: ASSOCIATE

Annex A

List of Parent Borrower Subsidiaries that are Grantors

1. B&L CRL Inc.
2. B&L CRL Partners L.P.
3. B & L Domestic Holdings Corp.
4. B&L Financial Holdings Corp.
5. B&L SPAF Inc.
6. B&L VPlex Holdings, Inc.
7. Bausch & Lomb China, Inc.
8. Bausch & Lomb International Inc.
9. Bausch & Lomb Realty Corporation
10. Bausch & Lomb South Asia, Inc.
11. Bausch & Lomb Technology Corporation
12. Iolab Corporation
13. RHC Holdings, Inc.
14. Sight Savers, Inc.
15. Wilmington Management Corp.
16. Wilmington Partners L.P.
17. B&L Minority Dutch Holdings LLC

TRADEMARK
REEL: 003746 FRAME: 0359

EXHIBIT A

UNITED STATES Trademarks, Service Marks, Trademark Applications and Trademark Licenses

(see attached page)

[New York #1867413 v3]

I. Trademarks Registered or Acquired Since October 27, 2007*

Mark (Profile Name)	Country Name	TM status	Application #	App. Date	Registration #	Reg. Date
RENU MULTIPLUS-CIRCL	United States	Registered	78844615	3/23/2006	3327551	October 30, 2007
HEALTHY START	United States	Registered	864884/78	4/19/2006	3357750	December 18, 2007
TRULINK	United States	Registered	959615/78	8/24/2006	3376617	January 29, 2008
SOOTHE	United States	Registered	102918/77	2/8/2007	3380415	February 12, 2008
STELLARIS	United States	Registered	781107/78	12/27/2005	3386560	February 19, 2008
ALAWAY	United States	Registered	78890154	5/23/2006	3393316	March 4, 2008
BAUSCH & LOMB MILLENNIUM	United States	Registered			3389648	February 26, 2008

II. Trademark Applications Filed or Acquired Since October 27, 2007*

Mark (Profile Name)	Country Name	TM status	Application #	App. Date	Registration #	Reg. Date
OPTURA	United States	Application	77/328877	11/14/07		
VELIRIS	United States	Application	77/328895	11/14/07		

* All trademarks and trademark applications listed are held by Bausch & Lomb Incorporated.