

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	AMENDMENT TO TRADEMARK SECURITY AGREEMENT		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Insight Equity A.P. X, LP		04/21/2009	LIMITED PARTNERSHIP: TEXAS
RECEIVING PARTY DATA			
Name:	Regiment Capital Special Situations Fund IV, L.P., as agent		
Street Address:	222 Berkeley Street		
Internal Address:	12th Floor		
City:	Boston		
State/Country:	MASSACHUSETTS		
Postal Code:	02116		
Entity Type:	LIMITED PARTNERSHIP: DELAWARE		
PROPERTY NUMBERS Total: 7			
Property Type	Number	Word Mark	
Serial Number:	77500887	BRINGING OUT BEAUTIFUL	
Serial Number:	77492222	TOTALRX	
Serial Number:	77485368	A MORE PROGRESSIVE SOLUTION	
Serial Number:	77420998	THINDEX	
Serial Number:	77421161	THINDEX	
Serial Number:	77421058	SUNRX HEV	
Serial Number:	77385255	LIFERX LIGHT RESPONSIVE LENSES	
CORRESPONDENCE DATA			
Fax Number:	(212)593-5955		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	212-756-2552		
Email:	marisa.kaplan@srz.com		
Correspondent Name:	Marisa Kaplan, Esq.		

CH \$190.00 77500887

Address Line 1: 919 Third Avenue
Address Line 2: 22nd Floor
Address Line 4: New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER:	059182.0025
NAME OF SUBMITTER:	Marisa Kaplan, Esq. (059182.0025)
Signature:	/kc for mk/
Date:	04/30/2009

Total Attachments: 5

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AMENDMENT TO TRADEMARK SECURITY AGREEMENT

This Amendment to Trademark Security Agreement (the "Amendment"), is made, and dated as of April 21, 2009, to the Trademark Security Agreement (the "Trademark Security Agreement"), dated March 7, 2008, by **INSIGHT EQUITY A.P. X, LP**, a Texas limited partnership (the "Grantor"), in favor of **REGIMENT CAPITAL SPECIAL SITUATIONS FUND IV, L.P.**, a Delaware limited partnership, individually and in its capacity as agent ("Agent") for the several financial institutions from time to time party to the Credit Agreement defined below (collectively, the "Lenders").

WITNESSETH

WHEREAS, Grantor is party to that certain Term Loan B Credit Agreement, dated as of December 18, 2007, by and among Grantor, Insight Equity A.P. X Company, LLC, certain of Grantor's subsidiaries, Agent and Lenders (including all annexes, exhibits and schedules thereto, as from time to time amended, restated, supplemented or otherwise modified, the "Credit Agreement");

WHEREAS, Grantor is party to a Pledge and Security Agreement, dated as of December 18, 2007 (as amended, the "Security Agreement") in favor of the Agent;

WHEREAS, pursuant to the Security Agreement, Grantor executed the Trademark Security Agreement under which Grantor granted to the Agent, for its benefit and the benefit of the Lenders, a lien on and continuing security interest in and to all of its right, title and interest in, to and under, among other things, certain Trademarks (as such term is defined in the Security Agreement);

WHEREAS, subsequent to the execution date of the Trademark Security Agreement, Grantor filed additional applications for registration with the United States Patent and Trademark Office for the Trademarks set forth on Schedule I attached hereto (the "New Trademarks");

WHEREAS, Grantor and the Agent desire to amend the Trademark Security Agreement to include the New Trademarks as Collateral (as such term is defined in the Security Agreement);

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Schedule I to the Trademark Security Agreement is hereby amended to include the New Trademarks. All of the terms and provisions of the Security Agreement and Trademark Security Agreement (including, without limitation, all conditions, representations, warranties, covenants and other agreements) shall apply to the New Trademarks as if such Trademarks had been included on Schedule I as of March 7, 2008. Without limiting the foregoing provisions, as of the date hereof, the term "Collateral" shall include, without limitation, the New Trademarks, and Grantor hereby confirms the grant to the Agent for the benefit of the Agent and the Lenders of a continuing security interest in all right, title and interest of Grantor in, to and under the New Trademarks, together with, among other things, the Goodwill (as such term is defined in the Security Agreement) associated with such

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New Trademarks and all Proceeds (as such term is defined in the Security Agreement) of any and all of the foregoing.

This Amendment may be executed in any number of counterparts, all of which shall constitute one and the same instrument, and any party hereto may execute this Amendment by signing and delivering one or more counterparts.

[signature page follows]

SRZ-10882887.3

Amendment to Trademark Security Agreement

TRADEMARK
REEL: 003979 FRAME: 0893

IN WITNESS WHEREOF, Grantor has caused this Amendment to be executed and delivered by its duly authorized officer as of the date first set forth above.

INSIGHT EQUITY A.P. X, LP

By: Insight Equity A.P. X Company, LLC
its General Partner

By: Ted W. Beneski

Name: **Ted W. Beneski**

Title: **Chairman of the Board**

By: Victor L. Vescovo

Name: **Victor L. Vescovo**

Title: **Managing Director**

ACCEPTED AND AGREED:

REGIMENT CAPITAL SPECIAL SITUATIONS FUND IV, L.P. (the "Fund"),
a Delaware limited partnership,
as Agent

By: Regiment Capital IV GP, L.P. ("GPLP"),
general partner of the Fund

By: Regiment Capital IV GP, LLC,
general partner of GPLP

By: _____

Name: Richard Miller

Title: Managing Director

SRZ-10882887.3

Amendment to Trademark Security Agreement

TRADEMARK
REEL: 003979 FRAME: 0894

IN WITNESS WHEREOF, Grantor has caused this Amendment to be executed and delivered by its duly authorized officer as of the date first set forth above.

INSIGHT EQUITY A.P. X, LP

By: Insight Equity A.P. X Company, LLC
its General Partner

By: _____
Name: _____
Title: _____


By: _____
Name: _____
Title: _____

ACCEPTED AND AGREED:

REGIMENT CAPITAL SPECIAL SITUATIONS FUND IV, L.P. (the "Fund"),
a Delaware limited partnership,
as Agent

By: Regiment Capital IV GP, L.P. ("GPLP"),
general partner of the Fund

By: Regiment Capital IV GP, LLC,
general partner of GPLP

By: 
Name: Richard Miller
Title: Managing Director

SRZ-10882887.3

Amendment to Trademark Security Agreement

SCHEDULE I TO AMENDMENT TO TRADEMARK SECURITY AGREEMENT

Mark	Country	Reg. No./App. No.
BRINGING OUT BEAUTIFUL	United States	77/500,887
TOTALRX	United States	77/492,222
A MORE PROGRESSIVE SOLUTION	United States	77/485,368
THINDEX	United States	77/420,998
THINDEX (stylized)	United States	77/421,161
SUNRX HEV	United States	77/421,058
LIFERX LIGHT RESPONSIVE LENSES & DESIGN	United States	77/385,255

SRZ-10882887.3

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