

TO:THORP REED & ARMSTRONG, LLP COMPANY:ONE OXFORD CENTRE

TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.107/25/2011
900197862

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
HVHC Inc.		06/24/2011	CORPORATION: DELAWARE
Davis Vision, Inc.		06/24/2011	CORPORATION: NEW YORK
Davisvision IPA, Inc.		06/24/2011	CORPORATION: NEW YORK
Empire Vision Center, Inc.		06/24/2011	CORPORATION: NEW YORK
DVSC, Inc.		06/24/2011	CORPORATION: PENNSYLVANIA
Viva Optique, Inc.		06/24/2011	CORPORATION: NEW JERSEY
Viva IP Corp.		06/24/2011	CORPORATION: NEW JERSEY
VIVA INTERNATIONAL, INC.		06/24/2011	CORPORATION: NEW JERSEY
VIVA EUROPA, INC.		06/24/2011	CORPORATION: NEW JERSEY
MIRACLE OPTICS		06/24/2011	CORPORATION: CALIFORNIA
ECCA HOLDINGS CORPORATION		06/24/2011	CORPORATION: DELAWARE
Eye Care Centers of America, Inc.		06/24/2011	CORPORATION: TEXAS
EyeMasters, Inc.		06/24/2011	CORPORATION: DELAWARE
ECCA Enterprises, Inc.		06/24/2011	CORPORATION: DELAWARE
Eye Care Holdings, Inc.		06/24/2011	CORPORATION: DELAWARE
ECCA MANAGED VISION CARE, INC.		06/24/2011	CORPORATION: TEXAS
Stein Optical, Inc.		06/24/2011	CORPORATION: DELAWARE
Eye Drx Retail Management, Inc.		06/24/2011	CORPORATION: DELAWARE
Vision World, Inc.		06/24/2011	CORPORATION: DELAWARE
HOUR EYES, INC.		06/24/2011	CORPORATION: MARYLAND
Visionary Retail Management, Inc.		06/24/2011	CORPORATION: DELAWARE
Visionary Properties, Inc.		06/24/2011	CORPORATION: DELAWARE
Visionworks Holdings, Inc.		06/24/2011	CORPORATION: FLORIDA
Visionworks, Inc.		06/24/2011	CORPORATION: FLORIDA
ECCA Management Investments, Inc.		06/24/2011	CORPORATION: DELAWARE
ECCA Management, Inc.		06/24/2011	CORPORATION: DELAWARE
ECCA Management Services, Ltd.		06/24/2011	LIMITED PARTNERSHIP: TEXAS
EyeMasters of Texas Investments.			

CH \$2390.00 3135232

TO:THORP REED & ARMSTRONG, LLP COMPANY:ONE OXFORD CENTRE

Inc.		06/24/2011	CORPORATION: DELAWARE
EyeMasters of Texas Management, Inc.		06/24/2011	CORPORATION: DELAWARE
EyeMasters of Texas, Ltd.		06/24/2011	LIMITED PARTNERSHIP: TEXAS
ECCA Distribution Investments, Inc.		06/24/2011	CORPORATION: DELAWARE
ECCA Distribution Management, Inc.		06/24/2011	CORPORATION: DELAWARE
ECCA Distribution Services, Ltd.		06/24/2011	LIMITED PARTNERSHIP: TEXAS
Visionary Lab Investments, Inc.		06/24/2011	CORPORATION: DELAWARE
Visionary Lab Management, Inc.		06/24/2011	CORPORATION: DELAWARE
Visionary Lab Services, Ltd.		06/24/2011	LIMITED PARTNERSHIP: TEXAS

RECEIVING PARTY DATA

Name:	PNC Bank, National Association
Street Address:	One PNC Plaza
Internal Address:	249 Fifth Avenue
City:	Pittsburgh
State/Country:	PENNSYLVANIA
Postal Code:	15222
Entity Type:	UNINC. ASSOCIATION: PENNSYLVANIA

PROPERTY NUMBERS Total: 95

Property Type	Number	Word Mark
Registration Number:	3135232	CAMBRIDGE EYE DOCTORS
Registration Number:	3289247	CLAIMS PAID IN THE USA
Registration Number:	3805215	COMPUVISION
Registration Number:	3741531	COMPUVISION II
Registration Number:	2410099	DAVISVISION
Registration Number:	3776058	DAVISVISION SEE LIFE
Registration Number:	3478148	DAVISVISION THE EYECARE ADVANTAGE
Registration Number:	3877673	DAVISVISION'S EYE HEALTH & WELLNESS PROGRAM
Registration Number:	1867340	EMPIRE VISION CENTERS
Registration Number:	3502487	ENSURING AMERICA'S VISION
Registration Number:	3831802	FOCUS ON AMERICA
Registration Number:	3894924	SIGHT FROM AMERICA
Registration Number:	2744884	SUPERPAGE
Registration Number:	2609502	THE EXCEL ADVANTAGE

TO:THORP REED & ARMSTRONG, LLP COMPANY:ONE OXFORD CENTRE

Registration Number:	2612181	THE EYECARE ADVANTAGE
Registration Number:	3248152	THE EYECARE ADVANTAGE
Registration Number:	3269194	VALUE ADVANTAGE PROGRAM
Registration Number:	3762839	ALBERTO ROMANI
Registration Number:	3020260	AZTEC COLLECTION
Registration Number:	2484895	BINYON'S
Registration Number:	2074262	BLUE MOON
Registration Number:	2199419	BOARDROOM CLASSICS
Registration Number:	2158626	CHELSEA MORGAN
Registration Number:	3235280	CONTACTS MADE EASY
Registration Number:	2539553	DOCTOR'S VALU VISION
Registration Number:	2066189	DOCTOR'S VALU VISION
Registration Number:	2958895	DOCTOR'S VISIONWORKS
Registration Number:	3809599	DR. BIZER'S VALUVISION OPTOMETRISTS
Registration Number:	2773767	ECCA MANAGED VISION CARE
Registration Number:	3091552	EV
Registration Number:	3495160	EVSD
Registration Number:	3658018	EVSD SUN DEFENSE
Registration Number:	3657282	EYE CARE CENTERS OF AMERICA, INC.
Registration Number:	2544240	EYE DRX
Registration Number:	1279287	EYE MASTERS
Registration Number:	1660196	EYEMASTERS
Registration Number:	3546626	EYEMASTERS WHY PAY MORE
Registration Number:	1661198	HOUR EYES
Registration Number:	1661199	HOUR EYES
Registration Number:	2522006	MASTER EYE ASSOCIATES
Registration Number:	1655091	
Registration Number:	2983305	PROVSPORT
Registration Number:	3939474	RAYZ
Registration Number:	3939539	RAYZ
Registration Number:	2492290	ROBERT MITCHEL
Registration Number:	2173639	ROBERT MITCHEL EYEWEAR
Registration Number:	2900458	SALSA
Registration Number:	2124405	SEE BETTER LOOK BETTER
Registration Number:	2002143	SLIMLITE

TO:THORP REED & ARMSTRONG, LLP COMPANY:ONE OXFORD CENTRE

	2061919	SOUTH HAMPTON
Registration Number:	2623042	SOUTH HAMPTON
Registration Number:	2472187	SPLENDOR
Registration Number:	2453255	STEIN OPTICAL
Registration Number:	3761089	TECHNOLITE
Registration Number:	3761264	TWENTY TWENTY +
Registration Number:	1339695	VISIONWORKS
Registration Number:	3718595	VISIONWORLD
Registration Number:	3393204	CLEARSHIELD
Registration Number:	1496303	EMPIRE VISION
Registration Number:	2984646	EMPIRE VISION CENTERS FOCUSED ON YOU
Registration Number:	3876960	LENS123
Registration Number:	2514691	PINNACLE
Registration Number:	3238991	SIGHTCARE
Registration Number:	3724952	MAGIC CLIP
Registration Number:	3237957	MAGIC TWIST
Registration Number:	3146965	MAGIC TWIST
Registration Number:	3410745	CAYLA & CO
Registration Number:	3374247	CLIP 1 ON
Registration Number:	3410739	DO YOU HAVE A SCREW LOOSE AGAIN?
Registration Number:	3486378	GAME POINT
Registration Number:	3374234	HAVANA COLLECTION
Registration Number:	3030010	MAGNETIX
Registration Number:	3280384	
Registration Number:	1734451	SAVVY
Registration Number:	1522493	SAVVY EYES
Registration Number:	3374232	TUCKER EST. 1952
Registration Number:	3386785	VERONICA TAYLOR
Registration Number:	3403457	VISION LOCK
Registration Number:	1741022	VIVA
Registration Number:	1189827	VIVA
Registration Number:	3353916	V-LOCK
Registration Number:	42244	
Registration Number:	45891	
Registration Number:	43992	

TO:THORP REED & ARMSTRONG, LLP COMPANY:ONE OXFORD CENTRE

	7820	
Registration Number:	68879	
Serial Number:	85126591	IDEALCHOICE
Serial Number:	85132082	IDEALCHOICE
Serial Number:	85209307	LASER VISION
Serial Number:	85319335	SIGHT FROM AMERICA
Serial Number:	85312244	SIGHT FROM AMERICA DAVISVISION SEE LIFE
Serial Number:	85303796	AZTEC
Serial Number:	85311842	LOOKS THAT WORK
Serial Number:	77916187	MYFOCAL
Serial Number:	85329822	QUÉ BIEN SE VE

CORRESPONDENCE DATA

Fax Number: (412)394-2555

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

Phone: 412-394-7711

Email: traip@thorpreed.com

Correspondent Name: Thorp Reed & Armstrong, LLP

Address Line 1: One Oxford Centre

Address Line 2: 301 Grant Street, 14th Floor

Address Line 4: Pittsburgh, PENNSYLVANIA 15219-1425

NAME OF SUBMITTER: Paul D. Bangor, Jr.

Signature: /Paul D. Bangor, Jr./

Date: 07/25/2011

Total Attachments: 57

source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page1.tif

source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page2.tif

source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page3.tif

source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page4.tif

source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page5.tif

source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page6.tif

source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page7.tif

source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page8.tif

source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page9.tif

source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page10.tif

source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page11.tif

source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page12.tif

source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page13.tif

source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page14.tif

source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page15.tif

source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page16.tif

source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page17.tif

TO:THORP REED & ARMSTRONG, LLP COMPANY:ONE OXFORD CENTRE

source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page18.tif
source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page19.tif
source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page20.tif
source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page21.tif
source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page22.tif
source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page23.tif
source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page24.tif
source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page25.tif
source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page26.tif
source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page27.tif
source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page28.tif
source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page29.tif
source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page30.tif
source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page31.tif
source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page32.tif
source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page33.tif
source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page34.tif
source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page35.tif
source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page36.tif
source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page37.tif
source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page38.tif
source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page39.tif
source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page40.tif
source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page41.tif
source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page42.tif
source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page43.tif
source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page44.tif
source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page45.tif
source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page46.tif
source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page47.tif
source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page48.tif
source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page49.tif
source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page50.tif
source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page51.tif
source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page52.tif
source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page53.tif
source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page54.tif
source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page55.tif
source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page56.tif
source=PDF of Security Agreement for TM's w-PNC Bank (01260976)#page57.tif

TO:THORP REED & ARMSTRONG, LLP COMPANY:ONE OXFORD CENTRE

**FIRST AMENDED AND RESTATED NOTICE OF SECURITY INTEREST
U.S. TRADEMARKS**

THIS FIRST AMENDED AND RESTATED NOTICE OF SECURITY INTEREST – U.S. TRADEMARKS (this "Notice of Security Interest") is made by the Grantors (as defined below) as of the 24th day of June, 2011.

WHEREAS, HVHC Inc., a Delaware corporation (the "Borrower"), Davis Vision, Inc., a New York corporation ("Davis Vision"), Davisvision IPA, Inc., a New York corporation ("Davisvision IPA"), Empire Vision Center, Inc., a New York corporation ("Empire Vision"), DVSC, Inc., a Pennsylvania corporation ("DVSC"), Viva Optique, Inc., a New Jersey corporation ("Viva Optique"), Viva IP Corp., a New Jersey corporation ("Viva IP"), VIVA INTERNATIONAL, INC., a New Jersey corporation ("Viva International"), VIVA EUROPA, INC., a New Jersey corporation ("Viva Europa"), MIRACLE OPTICS, a California corporation ("Miracle Optics"), ECCA HOLDINGS CORPORATION, a Delaware corporation ("ECCA Holdings"), Eye Care Centers of America, Inc., a Texas corporation ("Eye Care Centers"), EyeMasters, Inc., a Delaware corporation ("EyeMasters"), ECCA Enterprises, Inc., a Delaware corporation ("ECCA Enterprises"), Eye Care Holdings, Inc., a Delaware corporation ("Eye Care Holdings"), ECCA MANAGED VISION CARE, INC., a Texas corporation ("ECCA Managed Vision"), Stein Optical, Inc., a Delaware corporation ("Stein Optical"), Eye Drx Retail Management, Inc., a Delaware corporation ("Eye Drx"), Vision World, Inc., a Delaware corporation ("Vision World"), HOUR EYES, INC., a Maryland corporation ("Hour Eyes"), Visionary Retail Management, Inc., a Delaware corporation ("Visionary Retail"), Visionary Properties, Inc., a Delaware corporation ("Visionary Properties"), Visionworks Holdings, Inc., a Florida corporation ("Visionworks Holdings"), Visionworks, Inc., a Florida corporation ("Visionworks"), ECCA Management Investments, Inc., a Delaware corporation ("ECCA Management Investments"), ECCA Management, Inc., a Delaware corporation ("ECCA Management"), ECCA Management Services, Ltd., a Texas limited partnership ("ECCA Management Services"), EyeMasters of Texas Investments, Inc., a Delaware corporation ("EyeMasters of Texas Investments"), EyeMasters of Texas Management, Inc., a Delaware corporation ("EyeMasters of Texas Management"), EyeMasters of Texas, Ltd., a Texas limited partnership ("EyeMasters of Texas"), ECCA Distribution Investments, Inc., a Delaware corporation ("ECCA Distribution Investments"), ECCA Distribution Management, Inc., a Delaware corporation ("ECCA Distribution Management"), ECCA Distribution Services, Ltd., a Texas limited partnership ("ECCA Distribution Services"), Visionary Lab Investments, Inc., a Delaware corporation ("Visionary Lab Investments"), Visionary Lab Management, Inc., a Delaware corporation ("Visionary Lab Management"), and Visionary Lab Services, Ltd., a Texas limited partnership ("Visionary Lab Services") (the Borrower, Davis Vision, Davisvision IPA, Empire Vision, DVSC, Viva Optique, Viva IP, Viva International, Viva Europa, Miracle Optics, ECCA Holdings, Eye Care Centers, EyeMasters, ECCA Enterprises, Eye Care Holdings, ECCA Managed Vision, Stein Optical, Eye Drx, Vision World, Hour Eyes, Visionary Retail, Visionary Properties, Visionworks Holdings, Visionworks, ECCA Management Investments, ECCA Management, ECCA Management Services, EyeMasters of Texas Investments, EyeMasters of Texas Management, EyeMasters of Texas, ECCA Distribution Investments, ECCA Distribution Management, ECCA Distribution Services, Visionary Lab Investments, Visionary Lab Management and Visionary Lab Services are each, a "Grantor" and collectively, the "Grantors"),

TO:THORP REED & ARMSTRONG, LLP COMPANY:ONE OXFORD CENTRE

have adopted, used and are using the United States trademarks listed on the annexed Schedule A, which trademarks are registered in or subject to the trademark applications filed in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, pursuant to that certain First Amended and Restated Credit Agreement, dated as of June 24, 2011 (as may be further amended, modified, supplemented or restated from time to time, the "Credit Agreement"), by and among the Borrower, the Guarantors party thereto, the Lenders party thereto and PNC Bank, National Association, as administrative agent for the Lenders (in such capacity, the "Administrative Agent"), the Grantors have entered into that certain First Amended and Restated Patent, Trademark and Copyright Security Agreement, dated of even date herewith (the "Security Agreement") in favor of the Administrative Agent;

WHEREAS, pursuant to the Security Agreement, the Grantors have granted to the Administrative Agent (for itself and for the benefit of the Lenders), a mortgage on, pledge of and security interest in, all right, title and interest of the Grantors in and to the Trademarks, together with all the goodwill of the business symbolized by the Trademarks, and the registrations or applications for registration thereof, and all proceeds thereof, including, without limitation, any royalties, claims for infringement and proceeds of sale or other disposition thereof (the "Trademark Collateral") to secure the payment and performance of the Obligations (as defined in the Credit Agreement); and

WHEREAS, pursuant to that certain Patent, Trademark and Copyright Security Agreement dated December 31, 2009 entered into by the Grantors in favor of the Administrative Agent (the "Prior Security Agreement"), which is amended and restated by the Security Agreement, the Grantors granted to the Administrative Agent (for itself and for the benefit of the Lenders), a mortgage on, pledge of and security interest in, all right, title and interest of the Grantors in and to, among other things, the Trademark Collateral, and, in connection with the Prior Security Agreement, the Grantors executed and delivered to the Administrative Agent that certain Notice of Security Interest — U.S. Trademarks dated as of December 31, 2009, and recorded in the United States Patent and Trademark Office at Reel/Frame: 004151/0124 on February 17, 2010 (the "Prior Notice of Security Interest"). This Notice of Security Interest amends and restates the Prior Notice of Security Interest in its entirety and is not a novation thereof.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and intending to be legally bound hereby, the Grantors do hereby confirm their grant to the Administrative Agent (for itself and for the benefit of the Lenders) of a mortgage on, pledge of and security interest in the Trademark Collateral to secure prompt payment and performance of the Obligations.

The Grantors do hereby further acknowledge and affirm that the rights and remedies of the Administrative Agent (for itself and for the benefit of the Lenders) with respect to the assignment of, mortgage on, pledge of and security interest in the Trademark Collateral made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth in this Notice of Security Interest.

USPTO

8/16/2011 1:22:36 PM PAGE 11/065 Fax Server

TO:THORP REED & ARMSTRONG, LLP COMPANY:ONE OXFORD CENTRE

The Agent's address is One PNC Plaza, 249 Fifth Avenue, Pittsburgh, Pennsylvania
15222.

[INTENTIONALLY LEFT BLANK]

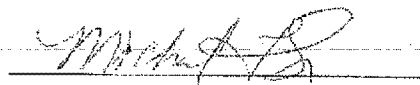
TO: THORP REED & ARMSTRONG, LLP COMPANY: ONE OXFORD CENTRE

IN WITNESS WHEREOF, and intending to be legally bound, the Grantors have executed this Notice of Security Interest on the day and year first above written, with the intention that it constitute a document under seal.

GRANTORS:

WITNESS:

HVHC Inc., a Delaware corporation

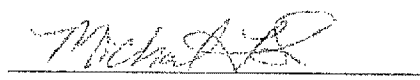
By:  (SEAL)

Name: Michael J. Kincaid

Title: Executive Vice President, Chief Financial
Officer and Treasurer

WITNESS:

Davis Vision, Inc., a New York corporation

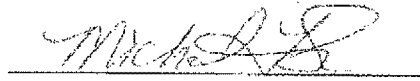
By:  (SEAL)

Name: Michael J. Kincaid

Title: Treasurer

WITNESS:

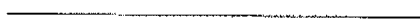
Davisvision IPA, Inc., a New York corporation

By:  (SEAL)

Name: Michael J. Kincaid

Title: Treasurer

WITNESS:

Empire Vision Center, Inc., a New York
corporation

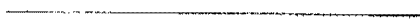
By: _____ (SEAL)

Name: Joseph Siniscalchi

Title: Treasurer

WITNESS:

DVSC, Inc., a Pennsylvania corporation



By: _____ (SEAL)

Name: Joseph Siniscalchi

Title: Treasurer

TO: THORP REED & ARMSTRONG, LLP COMPANY: ONE OXFORD CENTRE

IN WITNESS WHEREOF, and intending to be legally bound, the Grantors have executed this Notice of Security Interest on the day and year first above written, with the intention that it constitute a document under seal.

GRANTORS:

WITNESS:

HVHC Inc., a Delaware corporation

By: _____ (SEAL)
Name: Michael J. Kincaid
Title: Executive Vice President, Chief Financial
Officer and Treasurer

WITNESS:

Davis Vision, Inc., a New York corporation

By: _____ (SEAL)
Name: Michael J. Kincaid
Title: Treasurer

WITNESS:

Davisvision IPA, Inc., a New York corporation

By: _____ (SEAL)
Name: Joseph Siniscalchi
Title: Treasurer

WITNESS:

Empire Vision Center, Inc., a New York corporation

By: _____ (SEAL)
Name: Joseph Siniscalchi
Title: Treasurer

WITNESS:

DVSC, Inc., a Pennsylvania corporation

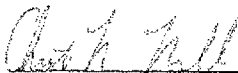
By: _____ (SEAL)
Name: Joseph Siniscalchi
Title: Treasurer

USPTO

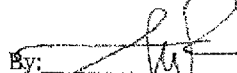
8/16/2011 1:22:36 PM PAGE 14/065 Fax Server

TO: THORP REED & ARMSTRONG, LLP COMPANY: ONE OXFORD CENTRE

WITNESS:



Viva Optique, Inc., a New Jersey corporation




By: _____ (SEAL)

Name: Salvatore Rianna

Title: CFO, CAO and Assistant Treasurer

WITNESS:



Viva IP Corp., a New Jersey corporation

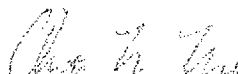


By: _____ (SEAL)

Name: Salvatore Rianna

Title: Treasurer

WITNESS:



VIVA INTERNATIONAL, INC., a New Jersey corporation



By: _____ (SEAL)

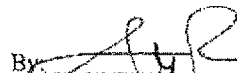
Name: Salvatore Rianna

Title: Treasurer

WITNESS:



VIVA EUROPA, INC., a New Jersey corporation



By: _____ (SEAL)

Name: Salvatore Rianna

Title: Treasurer

WITNESS:



MIRACLE OPTICS, a California corporation



By: _____ (SEAL)

Name: Salvatore Rianna

Title: Treasurer

WITNESS:



ECCA HOLDINGS CORPORATION, a Delaware corporation



By: _____ (SEAL)

Name: Jennifer L. Taylor

Title: Assistant Secretary and Treasurer

{01242907}

USPTO

8/16/2011 1:22:36 PM PAGE 15/065 Fax Server

TO: THORP REED & ARMSTRONG, LLP COMPANY: ONE OXFORD CENTRE

WITNESS: Viva Optique, Inc., a New Jersey corporation

By: _____ (SEAL)

Name: Salvatore Rianna

Title: CFO, CAO and Assistant Treasurer

WITNESS: Viva IP Corp., a New Jersey corporation

By: _____ (SEAL)

Name: Salvatore Rianna

Title: Treasurer

WITNESS: VIVA INTERNATIONAL, INC., a New Jersey corporation

By: _____ (SEAL)

Name: Salvatore Rianna

Title: Treasurer

WITNESS: VIVA EUROPA, INC., a New Jersey corporation

By: _____ (SEAL)

Name: Salvatore Rianna

Title: Treasurer

WITNESS: MIRACLE OPTICS, a California corporation

By: _____ (SEAL)

Name: Salvatore Rianna

Title: Treasurer

WITNESS: ECCA HOLDINGS CORPORATION, a Delaware corporation

By:  _____ (SEAL)

Name: Jennifer L. Taylor

Title: Assistant Secretary and Treasurer

(01242907)

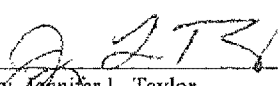
USPTO

8/16/2011 1:22:36 PM PAGE 16/065 Fax Server

TO: THORP REED & ARMSTRONG, LLP COMPANY: ONE OXFORD CENTRE

WITNESS:

Eye Care Centers of America, Inc., a Texas corporation

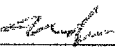
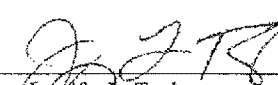
By:  (SEAL)

Name: Jennifer L. Taylor

Title: Executive Vice President, Chief Financial
Officer, Assistant Secretary and Treasurer

WITNESS:

EyeMasters, Inc., a Delaware corporation

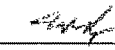
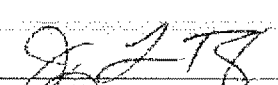
By:  (SEAL)

Name: Jennifer L. Taylor

Title: Executive Vice President, Chief Financial
Officer, Assistant Secretary and Treasurer

WITNESS:

ECCA Enterprises, Inc., a Delaware corporation

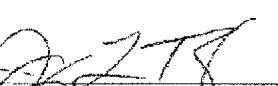
By:  (SEAL)

Name: Jennifer L. Taylor

Title: Executive Vice President, Chief Financial
Officer, Assistant Secretary and Treasurer

WITNESS:

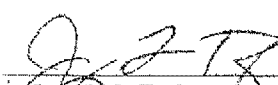
Eye Care Holdings, Inc., a Delaware corporation

By:  (SEAL)

Name: Jennifer L. Taylor

Title: Executive Vice President, Chief Financial
Officer, Assistant Secretary and Treasurer

WITNESS:

ECCA MANAGED VISION CARE, INC., a
Texas corporationBy:  (SEAL)

Name: Jennifer L. Taylor

Title: Executive Vice President, Chief Financial
Officer, Assistant Secretary and Treasurer

USPTO

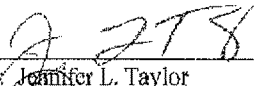
8/16/2011 1:22:36 PM PAGE 17/065 Fax Server

TO:THORP REED & ARMSTRONG, LLP COMPANY:ONE OXFORD CENTRE

WITNESS:

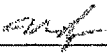
Stein Optical, Inc., a Delaware corporation




By:  (SEAL)
Name: Jennifer L. Taylor
Title: Executive Vice President, Chief Financial
Officer, Assistant Secretary and Treasurer

WITNESS:

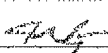
Eye Drx Retail Management, Inc., a Delaware corporation




By:  (SEAL)
Name: Jennifer L. Taylor
Title: Executive Vice President, Chief Financial
Officer, Assistant Secretary and Treasurer

WITNESS:

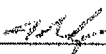
Vision World, Inc., a Delaware corporation

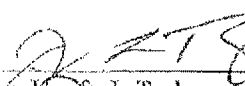


By:  (SEAL)
Name: Jennifer L. Taylor
Title: Executive Vice President, Chief Financial
Officer, Assistant Secretary and Treasurer

WITNESS:

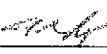
HOUR EYES, INC., a Maryland corporation

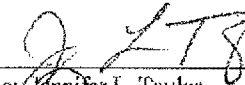


By:  (SEAL)
Name: Jennifer L. Taylor
Title: Executive Vice President, Chief Financial
Officer, Assistant Secretary and Treasurer

WITNESS:

Visionary Retail Management, Inc., a Delaware corporation



By:  (SEAL)
Name: Jennifer L. Taylor
Title: Executive Vice President, Chief Financial
Officer, Assistant Secretary and Treasurer

USPTO

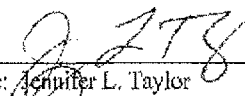
8/16/2011 1:22:36 PM PAGE 18/065 Fax Server

TO:THORP REED & ARMSTRONG, LLP COMPANY:ONE OXFORD CENTRE

WITNESS:

Visionary Properties, Inc., a Delaware corporation




By:  (SEAL)
Name: Jennifer L. Taylor
Title: Executive Vice President, Chief Financial
Officer, Assistant Secretary and Treasurer

WITNESS:


Visionworks Holdings, Inc., a Florida corporation

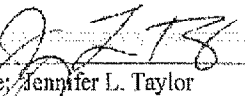


By:  (SEAL)
Name: Jennifer L. Taylor
Title: Executive Vice President, Chief Financial
Officer, Assistant Secretary and Treasurer

WITNESS:

Visionworks, Inc., a Florida corporation




By:  (SEAL)
Name: Jennifer L. Taylor
Title: Executive Vice President, Chief Financial
Officer, Assistant Secretary and Treasurer

WITNESS:


ECCA Management Investments, Inc., a Delaware corporation

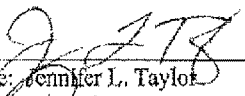


By:  (SEAL)
Name: Jennifer L. Taylor
Title: Executive Vice President, Chief Financial
Officer, Assistant Secretary and Treasurer

WITNESS:

ECCA Management, Inc., a Delaware corporation



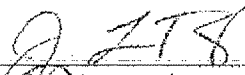
By:  (SEAL)
Name: Jennifer L. Taylor
Title: Executive Vice President, Chief Financial
Officer, Assistant Secretary and Treasurer

USPTO

8/16/2011 1:22:36 PM PAGE 19/065 Fax Server

TO: THORP REED & ARMSTRONG, LLP COMPANY: ONE OXFORD CENTRE


WITNESS:

ECCA Management Services, Ltd., a Texas
limited partnershipBy: ECCA Management, Inc., its general
partnerBy:  (SEAL)

Name: Jennifer L. Taylor

Title: Executive Vice President, Chief Financial
Officer, Assistant Secretary and Treasurer

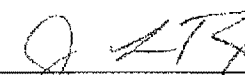
WITNESS:

EyeMasters of Texas Investments, Inc., a
Delaware corporationBy:  (SEAL)

Name: Jennifer L. Taylor

Title: Executive Vice President, Chief Financial
Officer, Assistant Secretary and Treasurer


WITNESS:

EyeMasters of Texas Management, Inc., a
Delaware corporationBy:  (SEAL)

Name: Jennifer L. Taylor

Title: Executive Vice President, Chief Financial
Officer, Assistant Secretary and Treasurer

WITNESS:

EyeMasters of Texas, Ltd., a Texas limited
partnershipBy: EyeMasters of Texas Management,
Inc., its general partnerBy:  (SEAL)

Name: Jennifer L. Taylor

Title: Executive Vice President, Chief Financial
Officer, Assistant Secretary and Treasurer

(01242907)

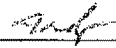

USPTO

8/16/2011 1:22:36 PM PAGE 20/065 Fax Server

TO: THORP REED & ARMSTRONG, LLP COMPANY: ONE OXFORD CENTRE

WITNESS:

ECCA Distribution Investments, Inc., a Delaware corporation

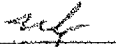
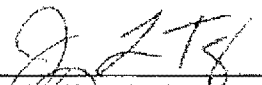
By:  (SEAL)

Name: Jennifer L. Taylor

Title: Executive Vice President, Chief Financial Officer, Assistant Secretary and Treasurer

WITNESS:

ECCA Distribution Management, Inc., a Delaware corporation

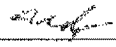
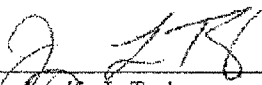
By:  (SEAL)

Name: Jennifer L. Taylor

Title: Executive Vice President, Chief Financial Officer, Assistant Secretary and Treasurer

WITNESS:

ECCA Distribution Services, Ltd., a Texas limited partnership

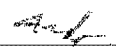
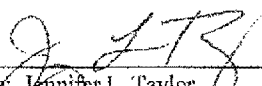
By: ECCA Distribution Management, Inc.,
its general partnerBy:  (SEAL)

Name: Jennifer L. Taylor

Title: Executive Vice President, Chief Financial Officer, Assistant Secretary and Treasurer

WITNESS:

Visionary Lab Investments, Inc., a Delaware corporation

By:  (SEAL)

Name: Jennifer L. Taylor

Title: Executive Vice President, Chief Financial Officer, Assistant Secretary and Treasurer

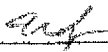
USPTO

8/16/2011 1:22:38 PM PAGE 21/065 Fax Server

TO: THORP REED & ARMSTRONG, LLP COMPANY: ONE OXFORD CENTRE

WITNESS:

Visionary Lab Management, Inc., a Delaware corporation

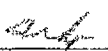

By:  (SEAL)

Name: Jennifer L. Taylor

Title: Executive Vice President, Chief Financial Officer, Assistant Secretary and Treasurer

WITNESS:

Visionary Lab Services, Ltd., a Texas limited partnership

By: Visionary Lab Management, Inc.,
its general partnerBy:  (SEAL)

Name: Jennifer L. Taylor

Title: Executive Vice President, Chief Financial Officer, Assistant Secretary and Treasurer

USPTO

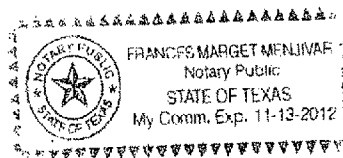
8/16/2011 1:22:36 PM PAGE 22/065 Fax Server

TO: THORP REED & ARMSTRONG, LLP COMPANY: ONE OXFORD CENTRE

ACKNOWLEDGMENT

STATE/Commonwealth of TEXAS)
COUNTY OF HEXAR)

SS:



On this, the 22 day of June, 2011, before me, a Notary Public, the undersigned officer, personally appeared Michael J. Kincaid, who acknowledged himself to be the Executive Vice President, Chief Financial Officer and Treasurer of HVHC Inc., a Delaware corporation (the "Company"), and that he as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing his name on behalf of the Company.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Francis Marget Menjivar
Notary Public

My Commission Expires: 11-13-2012

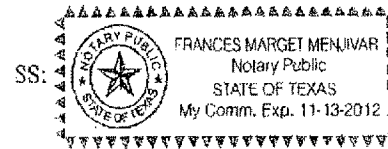
USPTO

8/16/2011 1:22:36 PM PAGE 23/065 Fax Server

TO: THORP REED & ARMSTRONG, LLP COMPANY: ONE OXFORD CENTRE

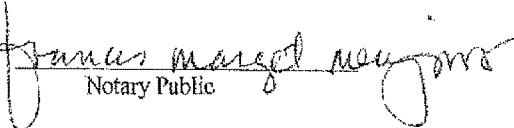
ACKNOWLEDGMENT

STATE/Commonwealth of TEXAS)
COUNTY OF MEXAR)



On this, the 22 day of June, 2011, before me, a Notary Public, the undersigned officer, personally appeared Michael J. Kincaid, who acknowledged himself to be the Treasurer of Davis Vision, Inc., a New York corporation (the "Company"), and that he as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing his name on behalf of the Company.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.


Notary Public

My Commission Expires: 11-13-2012

USPTO

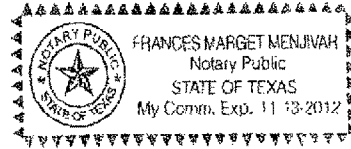
8/16/2011 1:22:36 PM PAGE 24/065 Fax Server

TO: THORP REED & ARMSTRONG, LLP COMPANY: ONE OXFORD CENTRE

ACKNOWLEDGMENT

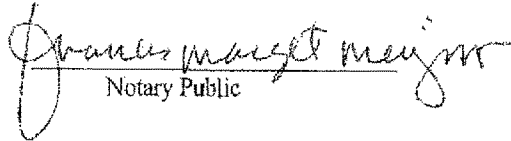
STATE/Commonwealth of TEXAS)
COUNTY OF BEXAR)

SS:



On this, the 24 day of June, 2011, before me, a Notary Public, the undersigned officer, personally appeared Michael J. Kincaid, who acknowledged himself to be the Treasurer of Davisvision IPA, Inc., a New York corporation (the "Company"), and that he as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing his name on behalf of the Company.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.


Notary Public

My Commission Expires: 11-13-2012

USPTO

8/16/2011 1:22:36 PM PAGE 25/065 Fax Server

TO: THORP REED & ARMSTRONG, LLP COMPANY: ONE OXFORD CENTRE

ACKNOWLEDGMENT

STATE/Commonwealth of New York)
)
COUNTY OF Nassau)

SS:

On this, the 22nd day of June, 2011, before me, a Notary Public, the undersigned officer, personally appeared Joseph Siniscalchi, who acknowledged himself to be the Treasurer of Empire Vision Center, Inc., a New York corporation (the "Company"), and that he as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing his name on behalf of the Company.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Lauren Godoy
Notary Public, State of New York
No. 01GO6214131
Qualified in Nassau County
Commission Expires Nov. 30, 2013

Lauren Godoy
Notary Public

My Commission Expires: November 30, 2013

USPTO

8/16/2011 1:22:36 PM PAGE 26/065 Fax Server

TO: THORP REED & ARMSTRONG, LLP COMPANY: ONE OXFORD CENTRE

ACKNOWLEDGMENT

STATE/Commonwealth of New York)
)
COUNTY OF Nassau) SS:

On this, the 22nd day of June, 2011, before me, a Notary Public, the undersigned officer, personally appeared Joseph Siniscalchi, who acknowledged himself to be the Treasurer of DVSC, Inc., a Pennsylvania corporation (the "Company"), and that she as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing her name on behalf of the Company.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Lauren Godoy
Notary Public, State of New York
No. 01G06214131
Qualified in Nassau County
Commission Expires Nov. 30, 2013

Lauren Godoy
Notary Public

My Commission Expires: November 30, 2013

USPTO

8/18/2011 1:22:36 PM PAGE 27/065 Fax Server

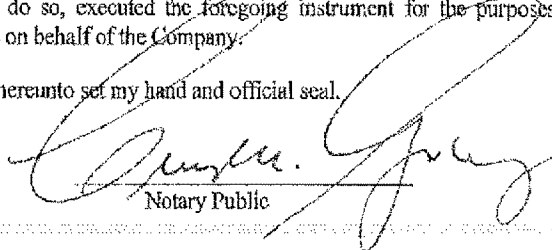
TO:THORP REED & ARMSTRONG, LLP COMPANY:ONE OXFORD CENTRE

ACKNOWLEDGMENTSTATE/Commonwealth of NEW JERSEY)
COUNTY OF SOMERSET)

SS:

On this, the 22nd day of June, 2011, before me, a Notary Public, the undersigned officer, personally appeared Salvatore Rianna, who acknowledged himself to be the CFO, CAO and Assistant Treasurer of Viva Optique, Inc., a New Jersey corporation (the "Company"), and that he as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing his name on behalf of the Company.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.


Notary Public

My Commission Expires:

CHERYL M. GROBELNY
NOTARY PUBLIC
NEW JERSEY
COMMISSION EXPIRES 02/08/2012

USPTO

8/16/2011 1:22:36 PM PAGE 28/065 Fax Server

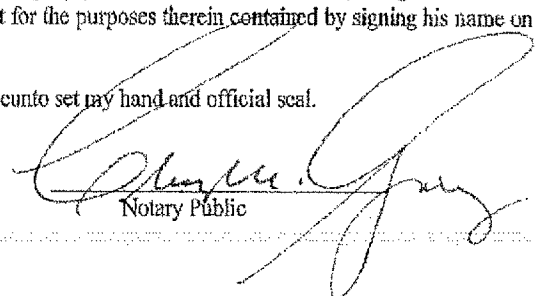
TO: THORP REED & ARMSTRONG, LLP COMPANY: ONE OXFORD CENTRE

ACKNOWLEDGMENTSTATE/Commonwealth of NEW JERSEY)
COUNTY OF SOMERSET)

SS:

On this, the 22nd day of June, 2011, before me, a Notary Public, the undersigned officer, personally appeared Salvatore Rianna, who acknowledged himself to be the Treasurer of Viva IP Corp., a New Jersey corporation (the "Company"), and that he as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing his name on behalf of the Company.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.


Notary Public

My Commission Expires:

CHERYL M. GROBELNY
NOTARY PUBLIC
NEW JERSEY
COMMISSION EXPIRES 02/05/2012

{01242807}

USPTO

8/16/2011 1:22:36 PM PAGE 29/065 Fax Server

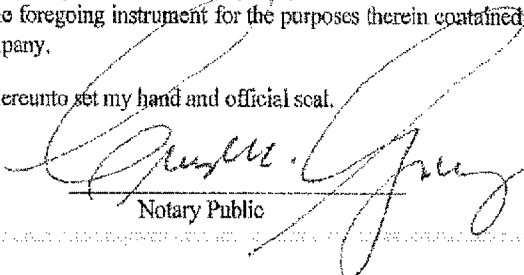
TO: THORP REED & ARMSTRONG, LLP COMPANY: ONE OXFORD CENTRE

ACKNOWLEDGMENTSTATE/Commonwealth of NEW JERSEY)
COUNTY OF SOMERSET)

SS:

On this, the 2nd day of June, 2011, before me, a Notary Public, the undersigned officer, personally appeared Salvatore Rianna, who acknowledged himself to be the Treasurer of VIVA INTERNATIONAL, INC., a New Jersey corporation (the "Company"), and that he as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing his name on behalf of the Company.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.


Notary Public

My Commission Expires:

CHERYL M. GROBELNY
NOTARY PUBLIC
NEW JERSEY
COMMISSION EXPIRES 02/08/2012

{01242907}

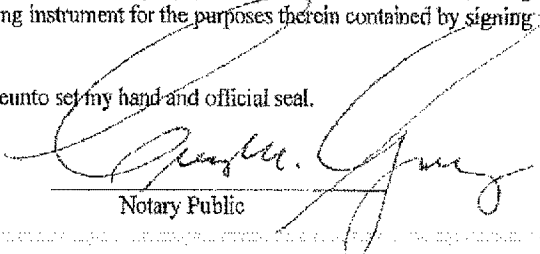
TO: THORP REED & ARMSTRONG, LLP COMPANY: ONE OXFORD CENTRE

ACKNOWLEDGMENTSTATE/Commonwealth of NEW JERSEY)
COUNTY OF SOMERSET)

SS:

On this, the 22nd day of June, 2011, before me, a Notary Public, the undersigned officer, personally appeared Salvatore Rianna, who acknowledged himself to be the Treasurer of VIVA EUROPA, INC., a New Jersey corporation (the "Company"), and that he as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing his name on behalf of the Company.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.


Notary Public

My Commission Expires:

CHERYL M. GHORSELY
NOTARY PUBLIC
NEW JERSEY
COMMISSION EXPIRES 02/08/2012

USPTO

8/16/2011 1:22:36 PM PAGE 31/065 Fax Server

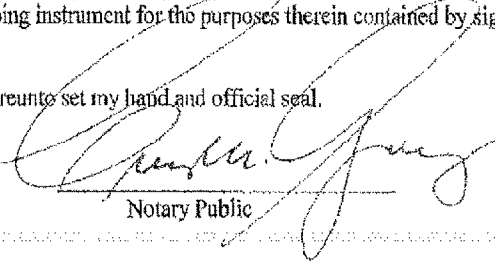
TO: THORP REED & ARMSTRONG, LLP COMPANY: ONE OXFORD CENTRE

ACKNOWLEDGMENTSTATE/Commonwealth of NEW JERSEY)
COUNTY OF SOMERSET)

SS:

On this, the 2nd day of June, 2011, before me, a Notary Public, the undersigned officer, personally appeared Salvatore Rianna, who acknowledged himself to be the Treasurer of MIRACLE OPTICS, a California corporation (the "Company"), and that he as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing his name on behalf of the Company.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.


Notary Public

My Commission Expires:

CHERYL M. GROBELNY
NOTARY PUBLIC
NEW JERSEY
COMMISSION EXPIRES 02/08/2012

USPTO

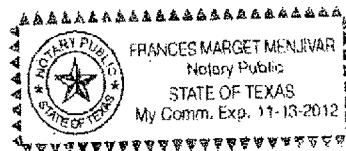
8/16/2011 1:22:36 PM PAGE 32/065 Fax Server

TO: THORP REED & ARMSTRONG, LLP COMPANY: ONE OXFORD CENTRE

ACKNOWLEDGMENT

STATE/Commonwealth of TEXAS)
COUNTY OF HAYS)

SS:



On this, the 22 day of June, 2011, before me, a Notary Public, the undersigned officer, personally appeared Jennifer L. Taylor, who acknowledged herself to be the Assistant Secretary and Treasurer of ECCA HOLDINGS CORPORATION, a Delaware corporation (the "Company"), and that she as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing her name on behalf of the Company.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.


Notary Public

My Commission Expires: 11-13-2012

{01242807}

USPTO

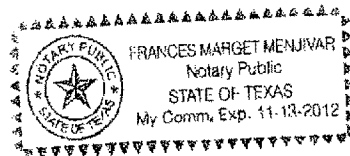
8/16/2011 1:22:36 PM PAGE 33/065 Fax Server

TO: THORP REED & ARMSTRONG, LLP COMPANY: ONE OXFORD CENTRE

ACKNOWLEDGMENT

STATE/Commonwealth of TEXAS)
COUNTY OF DALLAS)

SS:



On this, the 22 day of June, 2011, before me, a Notary Public, the undersigned officer, personally appeared Jennifer L. Taylor, who acknowledged herself to be the Executive Vice President, Chief Financial Officer, Assistant Secretary and Treasurer of Eye Care Centers of America, Inc., a Texas corporation (the "Company"), and that she as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing her name on behalf of the Company.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

frances marget menjivar
Notary Public

My Commission Expires: 11-13-2012

USPTO

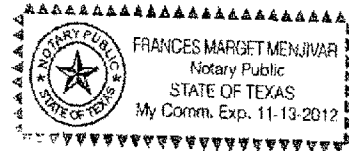
8/16/2011 1:22:36 PM PAGE 34/065 Fax Server

TO: THORP REED & ARMSTRONG, LLP COMPANY: ONE OXFORD CENTRE

ACKNOWLEDGMENT

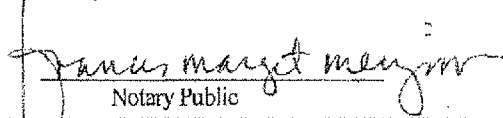
STATE/Commonwealth of TEXAS)
COUNTY OF BEXAR)

SS:



On this, the 22 day of June, 2011, before me, a Notary Public, the undersigned officer, personally appeared Jennifer L. Taylor, who acknowledged herself to be the Executive Vice President, Chief Financial Officer, Assistant Secretary and Treasurer of EyeMasters, Inc., a Delaware corporation (the "Company"), and that she as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing her name on behalf of the Company.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.


Notary Public

My Commission Expires: 11-13-2012

(01242507)

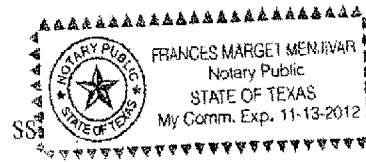
USPTO

8/16/2011 1:22:36 PM PAGE 35/065 Fax Server

TO: THORP REED & ARMSTRONG, LLP COMPANY: ONE OXFORD CENTRE

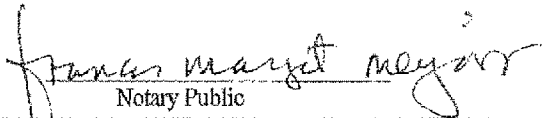
ACKNOWLEDGMENT

STATE/Commonwealth of TEXAS)
COUNTY OF DENVER)



On this, the 22 day of June, 2011, before me, a Notary Public, the undersigned officer, personally appeared Jennifer L. Taylor, who acknowledged herself to be the Executive Vice President, Chief Financial Officer, Assistant Secretary and Treasurer of ECCA Enterprises, Inc., a Delaware corporation (the "Company"), and that she as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing her name on behalf of the Company.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.


Notary Public

My Commission Expires: 11-13-2012

USPTO

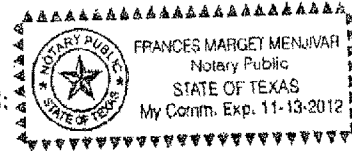
8/16/2011 1:22:36 PM PAGE 36/065 Fax Server

TO: THORP REED & ARMSTRONG, LLP COMPANY: ONE OXFORD CENTRE

ACKNOWLEDGMENT

STATE/Commonwealth of TEXAS)
COUNTY OF DALLAS)

SS:



On this, the 22 day of June, 2011, before me, a Notary Public, the undersigned officer, personally appeared Jennifer L. Taylor, who acknowledged herself to be the Executive Vice President, Chief Financial Officer, Assistant Secretary and Treasurer of Eye Care Holdings, Inc., a Delaware corporation (the "Company"), and that she as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing her name on behalf of the Company.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

frances margey menjivar
Notary Public

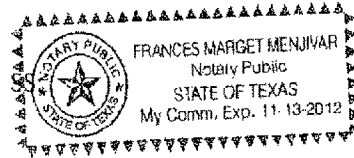
My Commission Expires: 11-13-2012

(01242607)

TO: THORP REED & ARMSTRONG, LLP COMPANY: ONE OXFORD CENTRE

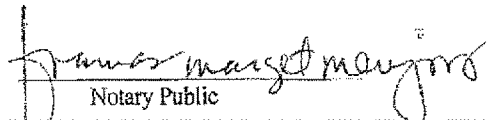
ACKNOWLEDGMENT

STATE/Commonwealth of TEXAS)
COUNTY OF HENRI)



On this, the 22 day of June, 2011, before me, a Notary Public, the undersigned officer, personally appeared Jennifer L. Taylor, who acknowledged herself to be the Executive Vice President, Chief Financial Officer, Assistant Secretary and Treasurer of ECCA MANAGED VISION CARE, INC., a Texas corporation (the "Company"), and that she as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing her name on behalf of the Company.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

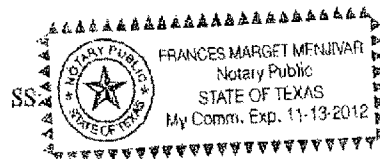

Notary Public

My Commission Expires: 11-13-2012

TO: THORP REED & ARMSTRONG, LLP COMPANY: ONE OXFORD CENTRE

ACKNOWLEDGMENT

STATE/Commonwealth of TEXAS)
COUNTY OF HIOXAL)



On this, the 22 day of June, 2011, before me, a Notary Public, the undersigned officer, personally appeared Jennifer L. Taylor, who acknowledged herself to be the Executive Vice President, Chief Financial Officer, Assistant Secretary and Treasurer of Stein Optical, Inc., a Delaware corporation (the "Company"), and that she as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing her name on behalf of the Company.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

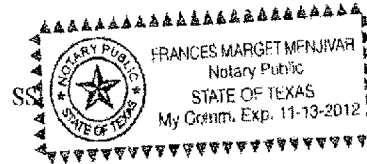
Frances Marget Menjivar
Notary Public

My Commission Expires: 11-13-2012

TO: THORP REED & ARMSTRONG, LLP COMPANY: ONE OXFORD CENTRE

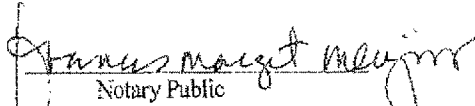
ACKNOWLEDGMENT

STATE/Commonwealth of TEXAS)
COUNTY OF Harris)



On this, the 22 day of June, 2011, before me, a Notary Public, the undersigned officer, personally appeared Jennifer L. Taylor, who acknowledged herself to be the Executive Vice President, Chief Financial Officer, Assistant Secretary and Treasurer of Eye Drix Retail Management, Inc., a Delaware corporation (the "Company"), and that she as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing her name on behalf of the Company.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.


Notary Public

My Commission Expires: 11-13-2012

USPTO

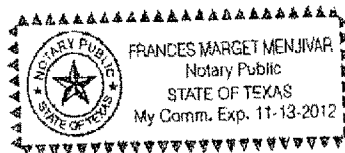
8/16/2011 1:22:36 PM PAGE 40/065 Fax Server

TO: THORP REED & ARMSTRONG, LLP COMPANY: ONE OXFORD CENTRE

ACKNOWLEDGMENT

STATE/Commonwealth of TEXAS)
COUNTY OF MEXAR)

SS:



On this, the 22 day of June, 2011, before me, a Notary Public, the undersigned officer, personally appeared Jennifer L. Taylor, who acknowledged herself to be the Executive Vice President, Chief Financial Officer, Assistant Secretary and Treasurer of Vision World, Inc., a Delaware corporation (the "Company"), and that she as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing her name on behalf of the Company.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Frances Marget Menjivar
Notary Public

My Commission Expires: 11-13-2012

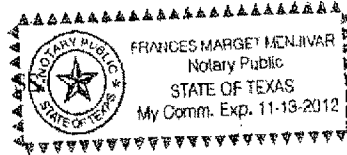
USPTO

8/16/2011 1:22:36 PM PAGE 41/065 Fax Server

TO: THORP REED & ARMSTRONG, LLP COMPANY: ONE OXFORD CENTRE

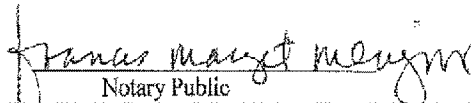
ACKNOWLEDGMENT

STATE/Commonwealth of TEXAS)
COUNTY OF DALLAS)



On this, the 22 day of June, 2011, before me, a Notary Public, the undersigned officer, personally appeared Jennifer L. Taylor, who acknowledged herself to be the Executive Vice President, Chief Financial Officer, Assistant Secretary and Treasurer of HOUR EYES, INC., a Maryland corporation (the "Company"), and that she as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing her name on behalf of the Company.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.


Notary Public

My Commission Expires: 11-13-2012

{01242307}

USPTO

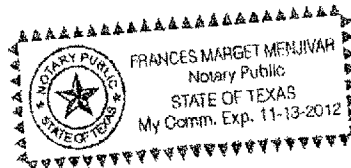
8/16/2011 1:22:36 PM PAGE 42/065 Fax Server

TO: THORP REED & ARMSTRONG, LLP COMPANY: ONE OXFORD CENTRE

ACKNOWLEDGMENT

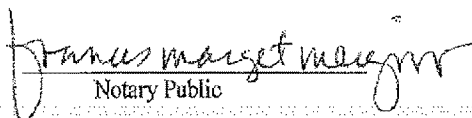
STATE/Commonwealth of TEXAS)
COUNTY OF MEXAR)

SS:



On this, the 22 day of June, 2011, before me, a Notary Public, the undersigned officer, personally appeared Jennifer L. Taylor, who acknowledged herself to be the Executive Vice President, Chief Financial Officer, Assistant Secretary and Treasurer of Visionary Retail Management, Inc., a Delaware corporation (the "Company"), and that she as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing her name on behalf of the Company.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.


Notary Public

My Commission Expires: 11-13-2012

{01242861}

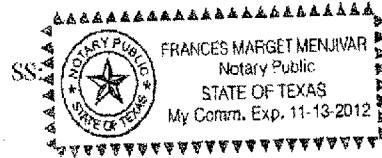
USPTO

8/16/2011 1:22:36 PM PAGE 43/065 Fax Server

TO:THORP REED & ARMSTRONG, LLP COMPANY:ONE OXFORD CENTRE

ACKNOWLEDGMENT

STATE/Commonwealth of TEXAS)
COUNTY OF MEXAR)



On this, the 22 day of June, 2011, before me, a Notary Public, the undersigned officer, personally appeared Jennifer L. Taylor, who acknowledged herself to be the Executive Vice President, Chief Financial Officer, Assistant Secretary and Treasurer of Visionary Properties, Inc., a Delaware corporation (the "Company"), and that she as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing her name on behalf of the Company.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

A handwritten signature in cursive script, reading "Frances Marget Menuivar". Below the signature, the words "Notary Public" are printed.

Notary Public

My Commission Expires: 11-13-2012

USPTO

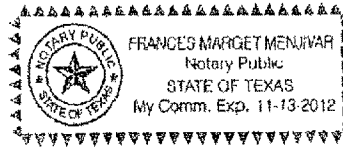
8/16/2011 1:22:36 PM PAGE 44/065 Fax Server

TO: THORP REED & ARMSTRONG, LLP COMPANY: ONE OXFORD CENTRE

ACKNOWLEDGMENT

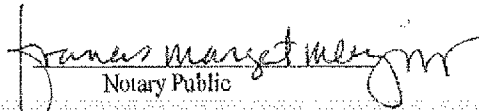
STATE/Commonwealth of TEXAS)
COUNTY OF TEXAS)

SS:



On this, the 22 day of June, 2011, before me, a Notary Public, the undersigned officer, personally appeared Jennifer L. Taylor, who acknowledged herself to be the Executive Vice President, Chief Financial Officer, Assistant Secretary and Treasurer of Visionworks Holdings, Inc., a Florida corporation (the "Company"), and that she as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing her name on behalf of the Company.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.


Notary Public

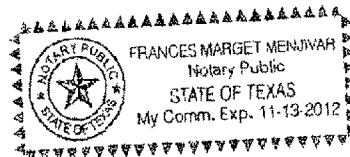
My Commission Expires: 11-13-2012

TO:THORP REED & ARMSTRONG, LLP COMPANY:ONE OXFORD CENTRE

ACKNOWLEDGMENT

STATE/Commonwealth of TEXAS)
COUNTY OF MEXAR)

SS:



On this, the 22 day of June, 2011, before me, a Notary Public, the undersigned officer, personally appeared Jennifer L. Taylor, who acknowledged herself to be the Executive Vice President, Chief Financial Officer, Assistant Secretary and Treasurer of Visionworks, Inc., a Florida corporation (the "Company"), and that she as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing her name on behalf of the Company.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Frances Marget Menjivar
Notary Public

My Commission Expires: 11-13-2012

USPTO

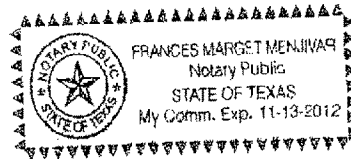
8/16/2011 1:22:36 PM PAGE 46/065 Fax Server

TO: THORP REED & ARMSTRONG, LLP COMPANY: ONE OXFORD CENTRE

ACKNOWLEDGMENT

STATE/Commonwealth of TEXAS)
)
COUNTY OF TEXAS)

SS:



On this, the 22 day of June, 2011, before me, a Notary Public, the undersigned officer, personally appeared Jennifer L. Taylor, who acknowledged herself to be the Executive Vice President, Chief Financial Officer, Assistant Secretary and Treasurer of ECCA Management Investments, Inc., a Delaware corporation (the "Company"), and that she as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing her name on behalf of the Company.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

frances marget menjivar
Notary Public

My Commission Expires: 11-13-2012

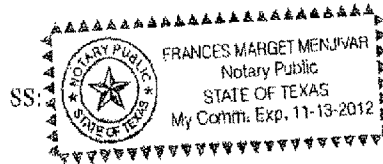
USPTO

8/16/2011 1:22:36 PM PAGE 47/065 Fax Server

TO: THORP REED & ARMSTRONG, LLP COMPANY: ONE OXFORD CENTRE

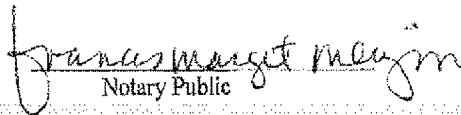
ACKNOWLEDGMENT

STATE/Commonwealth of TEXAS)
)
COUNTY OF BEXAR)



On this, the 12 day of June, 2011, before me, a Notary Public, the undersigned officer, personally appeared Jennifer L. Taylor, who acknowledged herself to be the Executive Vice President, Chief Financial Officer, Assistant Secretary and Treasurer of ECCA Management, Inc., a Delaware corporation (the "Company"), and that she as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing her name on behalf of the Company.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.


Notary Public

My Commission Expires: 11-13-2012

{01242907}

USPTO

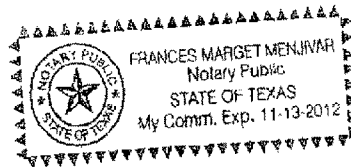
8/16/2011 1:22:36 PM PAGE 48/065 Fax Server

TO:THORP REED & ARMSTRONG, LLP COMPANY:ONE OXFORD CENTRE

ACKNOWLEDGMENT

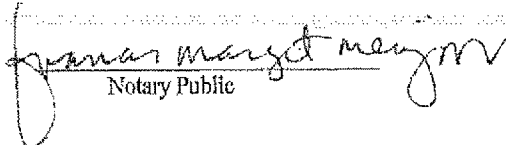
STATE/Commonwealth of TEXAS)
COUNTY OF BEXAR)

SS:



On this, the 12 day of June, 2011, before me, a Notary Public, the undersigned officer, personally appeared Jennifer L. Taylor, who acknowledged herself to be the Executive Vice President, Chief Financial Officer, Assistant Secretary and Treasurer of ECCA Management, Inc., a Delaware corporation (the "General Partner"), which is the general partner of ECCA Management Services, Ltd., a Texas limited partnership (the "Partnership"), and that she, as such officer of the General Partner, executed the foregoing instrument for the purposes therein contained by signing her name on behalf of the General Partner in its capacity as the general partner of the Partnership.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.


Notary Public

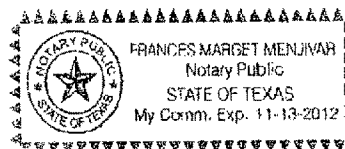
My Commission Expires: 11-13-2012

{01242807}

TO:THORP REED & ARMSTRONG, LLP COMPANY:ONE OXFORD CENTRE

ACKNOWLEDGMENTSTATE/Commonwealth of TEXAS)
COUNTY OF MEXAL)

SS:



On this, the 22 day of June, 2011, before me, a Notary Public, the undersigned officer, personally appeared Jennifer L. Taylor, who acknowledged herself to be the Executive Vice President, Chief Financial Officer, Assistant Secretary and Treasurer of EyeMasters of Texas Investments, Inc., a Delaware corporation (the "Company"), and that she as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing her name on behalf of the Company.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Frances Marget Menjivar
Notary Public

My Commission Expires: 11-13-2012

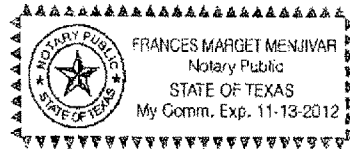
USPTO

8/16/2011 1:22:36 PM PAGE 50/065 Fax Server

TO: THORP REED & ARMSTRONG, LLP COMPANY: ONE OXFORD CENTRE

ACKNOWLEDGMENTSTATE/Commonwealth of TEXAS)
COUNTY OF WEBER)

SS:



On this, the 22 day of June, 2011, before me, a Notary Public, the undersigned officer, personally appeared Jennifer L. Taylor, who acknowledged herself to be the Executive Vice President, Chief Financial Officer, Assistant Secretary and Treasurer of EyeMasters of Texas Management, Inc., a Delaware corporation (the "Company"), and that she as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing her name on behalf of the Company.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Frances Marget Menjivar
Notary Public

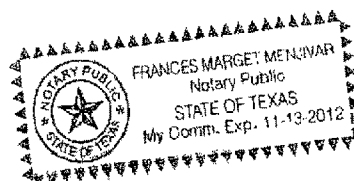
My Commission Expires: 11-13-2012

TO: THORP REED & ARMSTRONG, LLP COMPANY: ONE OXFORD CENTRE

ACKNOWLEDGMENT

STATE/Commonwealth of TEXAS)
COUNTY OF BEXAR)

SS:



On this, the 12 day of June, 2011, before me, a Notary Public, the undersigned officer, personally appeared Jennifer L. Taylor, who acknowledged herself to be the Executive Vice President, Chief Financial Officer, Assistant Secretary and Treasurer of EyeMasters of Texas Management, Inc., a Delaware corporation (the "General Partner"), which is the general partner of EyeMasters of Texas, Ltd., a Texas limited partnership (the "Partnership"), and that she, as such officer of the General Partner, executed the foregoing instrument for the purposes therein contained by signing her name on behalf of the General Partner in its capacity as the general partner of the Partnership.

IN WITNESS WHEREOF, I hereunto set my hand and official seal,

Frances Marget Menivar
Notary Public

My Commission Expires: 11-13-2012

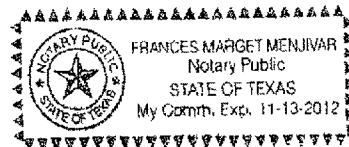
USPTO

8/16/2011 1:22:36 PM PAGE 52/065 Fax Server

TO: THORP REED & ARMSTRONG, LLP COMPANY: ONE OXFORD CENTRE

ACKNOWLEDGMENTSTATE/Commonwealth of TEXAS)
COUNTY OF MEXAR)

SS:



On this, the 22 day of June, 2011, before me, a Notary Public, the undersigned officer, personally appeared Jennifer L. Taylor, who acknowledged herself to be the Executive Vice President, Chief Financial Officer, Assistant Secretary and Treasurer of ECCA Distribution Investments, Inc., a Delaware corporation (the "Company"), and that she as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing her name on behalf of the Company.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

frances margot menjivar
Notary Public

My Commission Expires: 11-13-2012

USPTO

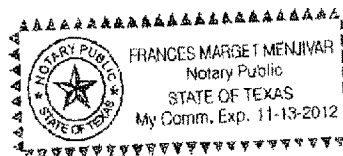
8/16/2011 1:22:36 PM PAGE 53/065 Fax Server

TO: THORP REED & ARMSTRONG, LLP COMPANY: ONE OXFORD CENTRE

ACKNOWLEDGMENT

STATE/Commonwealth of TEXAS)
COUNTY OF PRELAW)

SS:



On this, the 22 day of June, 2011, before me, a Notary Public, the undersigned officer, personally appeared Jennifer L. Taylor, who acknowledged herself to be the Executive Vice President, Chief Financial Officer, Assistant Secretary and Treasurer of ECCA Distribution Management, Inc., a Delaware corporation (the "Company"), and that she as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing her name on behalf of the Company.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

A handwritten signature in cursive script, reading "Frances Marget Menujar". Below the signature, the words "Notary Public" are printed.
Notary Public

My Commission Expires: 11-13-2012

USPTO

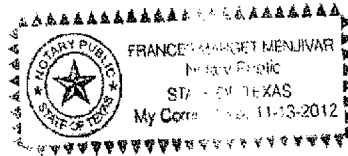
8/16/2011 1:22:36 PM PAGE 54/065 Fax Server

TO:THORP REED & ARMSTRONG, LLP COMPANY:ONE OXFORD CENTRE

ACKNOWLEDGMENT

STATE/Commonwealth of TEXAS)
COUNTY OF MYE XAN)

SS:



On this, the 22 day of June, 2011, before me, a Notary Public, the undersigned officer, personally appeared Jennifer L. Taylor, who acknowledged herself to be the Executive Vice President, Chief Financial Officer, Assistant Secretary and Treasurer of ECCA Distribution Management, Inc., a Delaware corporation (the "General Partner"), which is the general partner of ECCA Distribution Services, Ltd., a Texas limited partnership (the "Partnership"), and that she, as such officer of the General Partner, executed the foregoing instrument for the purposes therein contained by signing her name on behalf of the General Partner in its capacity as the general partner of the Partnership.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

France Margaret Menjivar
Notary Public

My Commission Expires: 11-13-2012

USPTO

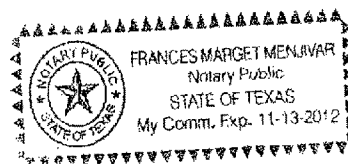
8/16/2011 1:22:36 PM PAGE 55/065 Fax Server

TO: THORP REED & ARMSTRONG, LLP COMPANY: ONE OXFORD CENTRE

ACKNOWLEDGMENT

STATE/Commonwealth of TEXAS)
COUNTY OF BEXAR)

SS:



On this, the 22 day of June, 2011, before me, a Notary Public, the undersigned officer, personally appeared Jennifer L. Taylor, who acknowledged herself to be the Executive Vice President, Chief Financial Officer, Assistant Secretary and Treasurer of Visionary Lab Investments, Inc., a Delaware corporation (the "Company"), and that she as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing her name on behalf of the Company.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Frances Marget Menivar

Notary Public

My Commission Expires: 11-13-2012

(01242907)

USPTO

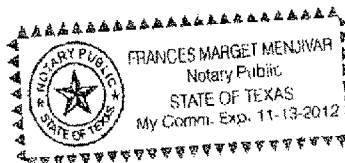
8/16/2011 1:22:36 PM PAGE 56/065 Fax Server

TO: THORP REED & ARMSTRONG, LLP COMPANY: ONE OXFORD CENTRE

ACKNOWLEDGMENT

STATE/Commonwealth of TEXAS)
COUNTY OF PREXAR)

SS:



On this, the 22 day of June, 2011, before me, a Notary Public, the undersigned officer, personally appeared Jennifer L. Taylor, who acknowledged herself to be the Executive Vice President, Chief Financial Officer, Assistant Secretary and Treasurer of Visionary Lab Management, Inc., a Delaware corporation (the "Company"), and that she as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing her name on behalf of the Company.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Frances Marget Menjivar
Notary Public

My Commission Expires: 11-13-2012

USPTO

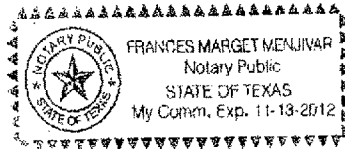
8/16/2011 1:22:36 PM PAGE 57/065 Fax Server

TO:THORP REED & ARMSTRONG, LLP COMPANY:ONE OXFORD CENTRE

ACKNOWLEDGMENT

STATE/Commonwealth of TEXAS)
COUNTY OF BEXAR)

SS:



On this, the 22 day of June, 2011, before me, a Notary Public, the undersigned officer, personally appeared Jennifer L. Taylor, who acknowledged herself to be the Executive Vice President, Chief Financial Officer, Assistant Secretary and Treasurer of Visionary Lab Management, Inc., a Delaware corporation (the "General Partner"), which is the general partner of Visionary Lab Services, Ltd., a Texas limited partnership (the "Partnership"), and that she, as such officer of the General Partner, executed the foregoing instrument for the purposes therein contained by signing her name on behalf of the General Partner in its capacity as the general partner of the Partnership.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.




Frances Marget Menivar
Notary Public

My Commission Expires: 11-13-2012




TO: THORP REED & ARMSTRONG, LLP COMPANY: ONE OXFORD CENTRE

Schedule ATRADEMARKS

U.S. Trademark Registrations

OWNER	TRADEMARK	REG. DATE	REG. NO.
Davis Vision, Inc.	CAMBRIDGE EYE DOCTORS	August 29, 2006	3,135,232
Davis Vision, Inc.	Claims paid in the USA	September 4, 2007	3,289,247
Davis Vision, Inc.	COMPUVISION	June 22, 2010	3,805,215
Davis Vision, Inc.	COMPUVISION II	January 26, 2010	3,741,531
DavisVision, Inc.	DAVISVISION and Design 	December 5, 2000	2,410,099
DavisVision, Inc.	DAVISVISION SEE LIFE and Design 	April 13, 2010	3,776,058
DavisVision, Inc.	DAVISVISION THE EYECARE ADVANTAGE and Design 	July 29, 2008	3,478,148
Davis Vision, Inc.	DAVISVISION'S EYE HEALTH & WELLNESS PROGRAM	November 16, 2010	3,877,673
Davis Vision, Inc.	EMPIRE VISION CENTERS	December 13, 1994	1,867,340
Davis Vision, Inc.	ENSURING AMERICA'S VISION	September 16, 2008	3,502,487
DavisVision, Inc.	FOCUS ON AMERICA	August 10, 2010	3,831,802
DavisVision, Inc.	SIGHT FROM AMERICA	December 21, 2010	3,894,924
Davis Vision, Inc.	SUPERPAGE	July 29, 2003	2,744,884
DavisVision, Inc.	THE EXCEL ADVANTAGE	August 20, 2002	2,609,502
DavisVision, Inc.	THE EYECARE ADVANTAGE	August 27, 2002	2,612,181
Davis Vision, Inc.	THE EYECARE ADVANTAGE	May 29, 2007	3,248,152
Davis Vision, Inc.	VALUE ADVANTAGE PROGRAM	July 24, 2007	3,269,194




TO: THORP REED & ARMSTRONG, LLP COMPANY: ONE OXFORD CENTRE

OWNER	TRADEMARK	REG. DATE	REG. NO.
ECCA Enterprises, Inc.	ALBERTO ROMANI	March 23, 2010	3,762,839
ECCA Enterprises, Inc.	AZTEC COLLECTION	November 29, 2005	3,020,260
ECCA Enterprises, Inc.	BINYON'S	September 4, 2001	2,484,895
ECCA Enterprises, Inc.	BLUE MOON	June 24, 1997	2,074,262
ECCA Enterprises, Inc.	BOARDROOM CLASSICS	October 27, 1998	2,199,419
ECCA Enterprises, Inc.	CHELSEA MORGAN	May 19, 1998	2,158,626
ECCA Enterprises, Inc.	CONTACTS MADE EASY	April 24, 2007	3,235,280
ECCA Enterprises, Inc.	DOCTOR'S VALU VISION	February 19, 2002	2,539,553
ECCA Enterprises Inc.	DOCTOR'S VALU VISION and Design 	June 3, 1997	2,066,189
ECCA Enterprises, Inc.	DOCTOR'S VISIONWORKS	May 31, 2005	2,956,895
ECCA Enterprises, Inc.	DR. BIZER'S VALU VISION OPTOMETRISTS	June 29, 2010	3,809,599
ECCA Enterprises, Inc.	ECCA MANAGED VISION CARE and Design 	October 14, 2003	2,773,767
ECCA Enterprises, Inc.	EV	May 9, 2006	3,091,552
ECCA Enterprises, Inc.	EVSD	September 2, 2008	3,495,160
ECCA Enterprises, Inc.	EVSD SUN DEFENSE	July 21, 2009	3,658,018
ECCA Enterprises, Inc.	EYE CARE CENTERS OF AMERICA, INC.	July 21, 2009	3,657,282
ECCA Enterprises, Inc.	EYE DRX	March 5, 2002	2,544,240
ECCA Enterprises, Inc.	EYE MASTERS	May 22, 1984	1,279,287
ECCA Enterprises, Inc.	EYEMASTERS and Design 	October 8, 1991	1,660,196




USPTO

8/16/2011 1:22:36 PM PAGE 60/065 Fax Server

TO:THORP REED & ARMSTRONG, LLP COMPANY:ONE OXFORD CENTRE

OWNER	TRADEMARK	REG. DATE	REG. NO.
ECCA Enterprises, Inc.	EYEMASTERS WHY PAY MORE	December 16, 2008	3,546,626
ECCA Enterprises, Inc.	HOURL EYES	October 15, 1991	1,661,198
ECCA Enterprises, Inc.	HOURL EYES and Design HOURL EYES	October 15, 1991	1,661,199
ECCA Enterprises, Inc.	MASTER EYE ASSOCIATES	December 25, 2001	2,522,006
ECCA Enterprises, Inc.	Miscellaneous Design 	August 27, 1991	1,655,091
ECCA Enterprises, Inc.	PROVSPORT	August 9, 2005	2,983,305
ECCA Enterprises, Inc.	RAYZ	April 5, 2011	3,939,474
ECCA Enterprises, Inc.	RAYZ and Design 	April 5, 2011	3,939,539
ECCA Enterprises, Inc.	ROBERT MITCHEL	September 25, 2001	2,492,290
ECCA Enterprises, Inc.	ROBERT MITCHEL EYEWEAR and Design 	July 14, 1998	2,173,639
ECCA Enterprises, Inc.	SALSA	November 2, 2004	2,900,458
ECCA Enterprises, Inc.	SEE BETTER LOOK BETTER	December 23, 1997	2,124,405
ECCA Enterprises, Inc.	SLIMLITE	September 24, 1996	2,002,143
ECCA Enterprises, Inc.	SOUTH HAMPTON	May 13, 1997	2,061,919
ECCA Enterprises, Inc.	SOUTH HAMPTON	September 24, 2002	2,623,042
ECCA Enterprises, Inc.	SPLENDOR	July 24, 2001	2,472,187
ECCA Enterprises, Inc.	STEIN OPTICAL	May 22, 2001	2,453,255
ECCA Enterprises, Inc.	TECHNOLITE	March 16, 2010	3,761,089


TO: THORP REED & ARMSTRONG, LLP COMPANY: ONE OXFORD CENTRE

OWNER	TRADEMARK	REG. DATE	REG. NO.
ECCA Enterprises, Inc.	TWENTY TWENTY + and Design 	March 16, 2010	3,761,264
ECCA Enterprises, Inc.	VISIONWORKS	June 4, 1985	1,339,695
ECCA Enterprises, Inc.	VISIONWORLD	December 1, 2009	3,718,595
Empire Vision Center, Inc.	CLEARSHIELD	March 4, 2008	3,393,204
Empire Vision Center, Inc.	EMPIRE VISION	July 12, 1988	1,496,303
Empire Vision Center, Inc.	EMPIRE VISION CENTERS FOCUSED ON YOU and Design 	August 16, 2005	2,984,646
Empire Vision Center, Inc.	LENS123	November 16, 2010	3,876,960
Empire Vision Center, Inc.	PINNACLE	December 4, 2001	2,514,691
Empire Vision Center, Inc.	SightCare	May 8, 2007	3,238,991
Viva IP Corp.	MAGIC CLIP	December 15, 2009	3,724,952
Viva IP Corp.	MAGIC TWIST	May 1, 2007	3,237,957
Viva IP Corp.	MAGIC TWIST	September 19, 2006	3,146,965
Viva Optique, Inc.	CAYLA & CO	April 8, 2008	3,410,745
Viva Optique, Inc.	CLIP 1 ON	January 22, 2008	3,374,247
Viva Optique, Inc.	DO YOU HAVE A SCREW LOOSE AGAIN?	April 8, 2008	3,410,739
Viva Optique, Inc.	GAME POINT	August 12, 2008	3,486,378
Viva Optique, Inc.	HAVANA COLLECTION	January 22, 2008	3,374,234
Viva Optique, Inc.	MAGNETIX	December 13, 2005	3,030,010
Viva Optique, Inc.	MISCELLANEOUS  DESIGN	August 14, 2007	3,280,384
Viva Optique, Inc.	SAVVY	November 24, 1992	1,734,451
Viva Optique, Inc.	SAVVY EYES	January 31, 1989	1,522,493
Viva Optique, Inc.	TUCKER EST. 1952	January 22, 2008	3,374,232
Viva Optique, Inc.	VERONICA TAYLOR	February 19, 2008	3,386,785
Viva Optique, Inc.	VISION LOCK	March 25, 2008	3,403,457
Viva Optique, Inc.	VIVA	December 22, 1992	1,741,022

USPTO

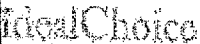
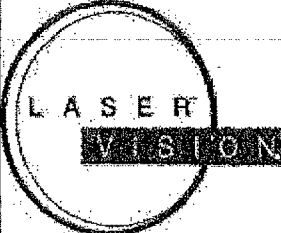
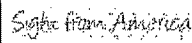

8/16/2011 1:22:36 PM PAGE 62/065 Fax Server

TO:THORP REED & ARMSTRONG, LLP COMPANY:ONE OXFORD CENTRE

OWNER	TRADEMARK	REG. DATE	REG. NO.
Viva Optique, Inc.	VIVA (Stylized) 	February 16, 1982	1,189,827
Viva Optique, Inc.	V-LOCK	December 11, 2007	3,353,916








TO: THORP REED & ARMSTRONG, LLP COMPANY: ONE OXFORD CENTRE

U.S. Federal Trademark Applications

OWNER	TRADEMARK	APP. DATE	APP. NO.
Davis Vision, Inc.	IDEALCHOICE	September 10, 2010	85/126,591
Davis Vision, Inc.	IDEALCHOICE and Design 	September 17, 2010	85/132,082
Davis Vision, Inc.	LASER VISION and Design 	January 3, 2011	85/209,307
Davis Vision, Inc.	SIGHT FROM AMERICA (Stylized) 	May 12, 2011	85/319,335
Davis Vision, Inc.	SIGHT FROM AMERICA DAVISVISION SEE LIFE and Design 	May 4, 2011	85/312,244
ECCA Enterprises, Inc.	AZTEC	April 25, 2011	85/303,796
ECCA Enterprises, Inc.	LOOKS THAT WORK	May 4, 2011	85/311,842
ECCA Enterprises, Inc.	MYFOCAL	January 20, 2010	77/916,187
ECCA Enterprises, Inc.	QUE BIEN SE VE	May 25, 2011	85/329,822

TO:THORP REED & ARMSTRONG, LLP COMPANY:ONE OXFORD CENTRE

U.S. State Trademark Registrations

OWNER	TRADEMARK	STATE	REG. DATE	REG. NO.
ECCA Enterprises, Inc.	VISION WORLD	Iowa	November 25, 1991	12214
ECCA Enterprises, Inc.	DR. BIZER'S VISION WORLD and Design 	Kentucky	March 7, 2005	15,891
ECCA Enterprises, Inc.	VISION WORLD	North Dakota	May 29, 2003	19,030,400
ECCA Enterprises, Inc.	VISION WORLD (Stylized) 	South Dakota	September 10, 2009	N/A
ECCA Enterprises, Inc.	VISION WORLD (Trade Name)	North Dakota	July 18, 1991	7107800
ECCA Enterprises, Inc.	VISION WORLD & DESIGN 	North Dakota	November 26, 1991	7563900
ECCA Enterprises, Inc.	VISION WORLD (Stylized) 	South Dakota	September 10, 2009	N/A
ECCA Enterprises, Inc.	VISION WORLD & DESIGN 	South Dakota	November 26, 1991	N/A
Empire Vision Center, Inc.	CAMBRIDGE EYE DOCTORS and Design 	Massachusetts	March 21, 1990	43,992
Empire Vision Center, Inc.	SIGHTCARE	Vermont	February 23, 1998	7,820
Empire Vision Center, Inc.	SIGHTCARE	Massachusetts	July 23, 2007	68,879
Empire Vision Center, Inc.	SIGHTCARE (Stylized)  Rhode Island	Rhode Island	June 1, 1997	1,970,601

USPTO

8/16/2011 1:22:36 PM PAGE 65/065 Fax Server

TO:THORP REED & ARMSTRONG, LLP COMPANY:ONE OXFORD CENTRE

OWNER	TRADEMARK	STATE	REG. DATE	REG. NO.
Eye Care Centers of America, Inc.	EYE MASTERS	Nebraska	May 10, 1992	1,186,015
Eye Care Centers of America, Inc.	EYEMASTERS	Louisiana	February 17, 1992	NA
Eyc Care Centers of America, Inc.	EYEMASTERS (Trade Name)	Louisiana	February 17, 1992	N/A

RECEIVED, U.S. DEPARTMENT OF COMMERCE, BUREAU OF PATENT AND TRADEMARKS, 1400 K STREET, N.W., WASHINGTON, D.C. 20530