Form PTO-1594 (Rev. 07/05)

QUANTUM OPTICS, INC.

General Partnership

Citizenship (see guidelines)

Corporation-State: DELAWARE

Additional names of conveying parties attached? Tyes 📝 No

3. Nature of conveyance )/Execution Date(s):

Execution Date(s) DECEMBER 20, 2011

Individual(s)

Other \_

Assignment

IMB Collection 0651-0027 (exp. 7/31/2068)

1. Name of conveying party(ies):

e record the attached documents or the new address(es) below.				
2. Name and address of receiving party(les)  Additional names, addresses, or citizenship atteched?				
Name: FGX INTERNATIONAL INC.	College of the Colleg			
Internal				
Address: 500 GEORGE WASH	INGTON HIGHWAY			
City: SMITHFIELD	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,			
State: RHODE ISLAND	annan an ha an ann ann an ha an ann an ha ha da ann ann ann ann ann ann ann ann ann			
Country: USA Zi	o: 02917			
Association Citizenship General Partnership Citizenship	<del>energe and along a reason of the state of t</del>			
Limited Partnership Citizenship				
Other Citizenship If assignee is not domiciled in the United St representative designation is attached: (Designations must be a separate docume	ates, a domestic ☑ Yes ☐ No			
identification or description of the Ti B. Trademark Registration No.(s) SEE ATTACHED LIST MARKED "EXH				
Additional sheet(s) attached?				
Date if Application or Registration Numb	er is unknown):			
6. Total number of applications and registrations involved:	10:			
7. Total fee (37 CFR 2.6(b)(6) & 3.41)	\$ 490.00			

U.S. DEPARTMENT OF COMMERCE United States Patent and Trademark Office

Security Agreement Change of Name	If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (Designations must be a separate document from assignment)		
Application number(s) or registration number(s) and     A. Trademark Application No.(s)	d identification or description of the Trademark. B. Trademark Registration No.(s) SEE ATTACHED LIST MARKED "EXHIBIT A"		
a a a a a a a a a a a a a a a a a a a	Additional sheet(s) attached?		
C. Identification or Description of Trademark(s) (and Filing	Date if Application or Registration Number is unknown):		
SEE ATTACHED LIST MARKED "EXHIBIT A"	'		
5. Name & address of party to whom correspondence concerning document should be malled: Name: KAY LYN SCHWARTZ	6. Total number of applications and registrations involved:		
Internal Address: 3000 THANKSGIVING TOWER	7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 490.00   Authorized to be charged by credit card		
Street Address: 1601 FLM STREET	Authorized to be charged to deposit account Enclosed		
City: DALLAS	8. Payment information:		
State_TEXAS Zip: 75201-4761	a. Credit Card Last 4 Numbers Expiration Date		
Phone Number: 214-999-4702	b. Deposit Account Number 07-0153		
Fax Number: 214-999-3623			
Email Address IP@GARDERE.COM	Authorized User Name <u>KAY LYN SCHWARTZ</u>		
9. Signature: Kala 1)	3-20-12		
Signature	Date		
KAY LYN SCHWARTZ	Total number of pages including cover 7 sheet, attachments, and document:		
Name of Person Signing	STREET, SELECTIFICATION, SELECTIFICATION, SELECTIFICATION.		
	I		
Documents to be recorded (including cover sheet Mail Stop Assignment Recordation Services, Director o	) should be faxed to (571) 273-0140, or mailed to: f the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450		

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached d

Association

Merger

Limited Partnership

**TRADEMARK** REEL: 004740 FRAME: 0909

## U.S. Trademark Registrations

Mark	REGISTRATION NO.	ATTORNEY DOCKET NO.
	3013833	136198-3002
Aurent Control of the	3588880	136198-3003
ANARCHY	3191894	136198-3009
ANARCHY EYEWEAR	2049496	136198-3010
ANGEL	4069068	136198-3012
ANGEL EYEWEAR	2582474	136198-3013
FLIPS	3837521	136198-3043
	4013678	136198-3062
	2050667	136198-3064
GARGOYLES (CI. 9)	1147103	136198-3069
GARGOYLES (Cl. 9)	3195993	136198-3071
GARGOYLES PERFORMANCE EYEWEAR	2061448	136198-3077
GARGOYLES PERFORMANCE EYEWEAR	3138072	136198-3078
GARGOYLES PROTECTIVE EYEWEAR	2414240	136198-3080
HELIOS	3468614	136198-3086
MISC. GARGOYLE design	1302458	136198-3096
	2007420	136198-3109
PRIVATE EYES	1387416 1736296	136198-3111
PRIVATE EYES	3548355	136198-3144
	3040,300	130130-3144

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## The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"QUANTUM OPTICS, INC.", A DELAWARE CORPORATION,

WITH AND INTO "FGX INTERNATIONAL INC." UNDER THE NAME OF "FGX INTERNATIONAL INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SECOND DAY OF DECEMBER, A.D. 2011, AT 6:21 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2011, AT 11:59 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

3853311 8100M

You may verify this certificate onl at corp.delaware.gov/authver.sktml

AUTHENIACATION: 9253284

DATE: 12-23-11

State of Delaware Secretary of State Division of Corporations Delivered 06:21 DM 12/22/2011 FILED 06:21 PM 12/22/2011 SRV 111311034 - 3653311 FILE

CERTIFICATE OF OWNERSHIP AND MERGER

OF

QUANTUM OPTICS, INC. (a Delaware corporation)

INTO

FGX INTERNATIONAL INC. (a Delaware corporation)

(Pursuant to Section 253 of the General Corporation Law of Delayvarc)

- 1. FGX INTERNATIONAL INC. (hereinafter sometimes referred to as the "Corporation") is a business corporation of the State of Delaware.
- The Corporation is the owner of all of the outstanding shares of stock of QUANTUM OPTICS, INC., which is also a business corporation of the State of Delaware.
- 3. On December 20, 2011, the Board of Directors of the Corporation adopted the following resolutions to merge Quantum Optics, Inc. into the Corporation:

RESOLVED: That Quantum Optics, Inc., a wholly-owned subsidiary of this

Corporation, be merged into this Corporation, and that all of the estate, property, rights, privileges, powers and franchises of Quantum Optics, Inc. be vested in and held and enjoyed by this Corporation as fully and entirely and without change or diminution as the same were before held and enjoyed by

Quantum Opties, Inc. in its name.

RESOLVED: That this Corporation shall assume all of the obligations of

Quantum Optics, Inc.

RESOLVED: That the Merger shall be effective at 11:59 p.m. on

December 31, 2011.

RESOLVED: That this Corporation shall enter into an Agreement and Plan of

Liquidation by Statutory Merger in the form presented to the

Board setting forth the other terms of the Merger.

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RESOLVED:

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That this Corporation shall cause to be executed and filed and/or recorded the documents prescribed by the laws of the State of Delaware and by the laws of any other appropriate jurisdiction and will cause to be performed all necessary acts within the State of Delaware and within any other appropriate jurisdiction.

4. The merger shall be effective at 11:59 p.m. on December 31, 2011.

PRV 11681149.1

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Executed on December 20, 2011

FGX INTERNATIONAL INC.

Name Sins Paylor

Title: Chief Executive Officer

PRV 1159149.1

**RECORDED: 03/20/2012**