

Form PTO-1594 (Rev. 07/05)
OMB Collection 0651-0027 (exp. 7/31/2008)

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

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):
CORINNE MCCORMACK, INC.

- Individual(s)
- General Partnership
- Corporation- State: NEW YORK
- Other _____

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

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

Execution Date(s) DECEMBER 20, 2011

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: FGX INTERNATIONAL INC.

Internal

Address: _____

Street Address: 500 GEORGE WASHINGTON HIGHWAY

City: SMITHFIELD

State: RHODE ISLAND

Country: USA

Zip: 02917

- Association Citizenship _____
- General Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship DELAWARE
- Other _____ Citizenship _____

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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

SEE ATTACHED LIST MARKED "EXHIBIT A"

Additional sheet(s) attached? Yes No

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 mailed:

Name: KAY LYN SCHWARTZ

Internal Address: 3000 THANKSGIVING TOWER

Street Address: 1601 ELM STREET

City: DALLAS

State: TEXAS

Zip: 75201-4761

Phone Number: 214-999-4702

Fax Number: 214-999-3623

Email Address: IP@GARDERE.COM

6. Total number of applications and registrations involved:

5

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 140.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number 07-0153

Authorized User Name KAY LYN SCHWARTZ

9. Signature: _____

Signature

3-21-12

Date

KAY LYN SCHWARTZ

Name of Person Signing


Total number of pages including cover sheet, attachments, and document: 6

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

CH \$140.00 070153 7890812

EXHIBIT "A"

U.S. Trademark Registrations/Application

MARK	REGISTRATION NO.	ATTORNEY DOCKET NO.
EYE BAR	3600445	136198-3199
CORINNE MCCORMACK NEW YORK	3063781	136198-3200
CORINNE MCCORMACK	3070722	136198-3201
	1873688	136198-3202
EYE BAR	78/908129	136198-3203

914

CSC 45
Drawdown:

111227000

CERTIFICATE OF MERGER

of

CORINNE MCCORMACK, INC.

and

FGX INTERNATIONAL INC.

into

FGX INTERNATIONAL INC.

Under Section 907 of the Business Corporation Law

It is hereby certified on behalf of the corporation named herein as the surviving corporation as follows:

FIRST: The Board of Directors of the corporation named herein as the surviving corporation has adopted a plan of merger setting forth the terms and conditions of merging the corporation named herein as the subsidiary corporation into said surviving corporation.

SECOND: The merger herein certified is permitted by the laws of the jurisdiction of incorporation of the surviving corporation and is in compliance with said laws.

THIRD: The name of the subsidiary corporation to be merged, the Certificate of Incorporation of which was filed by the Department of State on February 9, 1993 is Corinne McCormack, Inc.

FOURTH: The name of the surviving corporation, which was organized under the laws of the State of Delaware on September 13, 2004, is FGX International Inc. The Application for Authority in the State of New York of said corporation to transact business as a foreign corporation therein was filed by the Department of State of the State of New York on February 27, 2007.

FIFTH: The designation and number of outstanding shares of each class of the subsidiary corporation, all of which are owned by the surviving corporation, as set forth in the plan of merger, are as follows:

DESIGNATION	NUMBER
Common	100

PRV 1169034.1

111227000914

SIXTH: The surviving corporation agrees that it may be served with process in the State of New York in any action or special proceeding for the enforcement of any liability or obligation of the subsidiary corporation, for the enforcement of any liability or obligation of the surviving corporation for which the surviving corporation is previously amenable to suit in the State of New York, and for the enforcement, as provided in the Business Corporation Law of the State of New York, of the rights of the holders of those shares of the subsidiary corporation which are not owned by the surviving corporation to receive payment for their shares against the surviving corporation.

SEVENTH: The surviving corporation agrees that, subject to the provisions of Section 623 of the Business Corporation Law of the State of New York, it will promptly pay to the holders of those shares of the subsidiary corporation which are not owned by the surviving corporation the amount, if any, to which they shall be entitled under the provisions of the Business Corporation Law of the State of New York relating to the rights of shareholders to receive payment for their shares.

EIGHTH: The surviving corporation hereby designates the Secretary of State of the State of New York as its agent upon whom process against it may be served in the manner set forth in paragraph (b) of Section 306 of the Business Corporation Law of the State of New York in any action or special proceeding. The post office address within the State of New York to which the said Secretary of State shall mail a copy of any process against the surviving corporation served upon him is: c/o Corporation Service Company, 80 State Street, Albany, New York 12207-2543.

NINTH: The constituent domestic corporation hereby certifies that all fees and taxes (including penalties and interest) administered by the Department of Taxation and Finance of the State of New York which are now due and payable by the constituent domestic corporation have been paid and a cessation franchise tax report (estimated or final) through the anticipated date of merger has been filed by the constituent domestic corporation. The said report, if estimated, is subject to amendment. The surviving foreign corporation agrees that it will within thirty days after the filing of the certificate of merger file the cessation tax report, if an estimated report was previously filed, and promptly pay to the Department of Taxation and Finance of the State of New York all fees and taxes (including penalties and interest), if any, due to the Department of Taxation and Finance by the constituent domestic corporation.

TENTH: The future effective date of the merger, which does not exceed 30 days from the date of filing, is: December 31, 2011.

PRV 115922:1

Signed on December 20, 2011

FOX INTERNATIONAL INC.

By: 

Name: Alice Taylor

Title: Chief Executive Officer

PRY 1169084.1

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Citizenship _____
Citizenship _____
Citizenship _____
Citizenship DELAWARE
Citizenship _____
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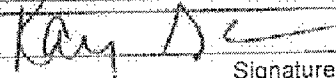
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Authorized User Name KAY LYN SCHWARTZ

9. Signature:


Signature

3-21-12
Date

KAY LYN SCHWARTZ
Name of Person Signing

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Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

RECORDED: 03/21/2012

TRADEMARK
REEL: 004742 FRAME: 0009