

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
America's Best Contacts & Eyeglasses, Inc.		12/31/2010	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Consolidated Vision Group, Inc.		
Doing Business As:	America's Best Contacts & Eyeglasses		
Street Address:	296 Grayson Highway		
Internal Address:	Attn: Legal / Charles Mingle		
City:	Lawrenceville		
State/Country:	GEORGIA		
Postal Code:	30046-5750		
Entity Type:	CORPORATION: <i>Delaware</i>		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2632918	SPADA	
CORRESPONDENCE DATA			
Fax Number:	7708222029		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	770 822-2025		
Email:	charles.mingle@nationalvision.com		
Correspondent Name:	Charles Mingle		
Address Line 1:	296 Grayson Highway		
Address Line 2:	National Vision, Inc. - Legal Dept.		
Address Line 4:	Lawrenceville, GEORGIA 30046-5750		
NAME OF SUBMITTER:	Mitchell Goodman (by Charles Mingle)		
Signature:	/Mitchell Goodman/		

OP \$40.00 2632918

Date:

07/03/2013

Total Attachments: 4

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Delaware

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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:

"AMERICA'S BEST CONTACTS & EYEGLASSES, INC.", A DELAWARE CORPORATION,

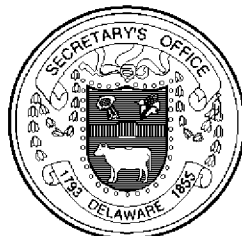
WITH AND INTO "CONSOLIDATED VISION GROUP, INC." UNDER THE NAME OF "CONSOLIDATED VISION GROUP, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2010, AT 12:11 O'CLOCK P.M.

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. 2010, AT 8 O'CLOCK P.M.

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

2715941 8100M

101254624




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8467664

DATE: 01-03-11

You may verify this certificate online
at corp.delaware.gov/authver.shtml

TRADEMARK
REEL: 005064 FRAME: 0012

CERTIFICATE OF OWNERSHIP AND MERGER

of

AMERICA'S BEST CONTACTS & EYEGLASSES, INC.
(a Delaware corporation)

into

CONSOLIDATED VISION GROUP, INC.
(a Delaware corporation)

It is hereby certified that:

1. Consolidated Vision Group, Inc. is a business corporation organized under the laws of the State of Delaware (the "Corporation").
2. The Corporation is the owner of all of the outstanding shares of stock of America's Best Contacts & Eyeglasses, Inc., a corporation organized under the laws of the State of Delaware.
3. On December 30, 2010, the Board of Directors of the Corporation adopted the following resolutions authorizing the merger of the corporation set forth in Article 2 with and into the Corporation:

"WHEREAS, the Board of Directors of the Corporation has determined that it is in the best interest of the Corporation and its sole stockholder for its wholly-owned subsidiary, America's Best Contacts & Eyeglasses, Inc., a Delaware corporation ("America's Best"), to merge with and into the Corporation, effective at 8:00 p.m. on December 31, 2010, and for the Corporation to be the survivor in the merger and succeed to all of the assets and properties and assume all of the liabilities and obligations of America's Best.

NOW, THEREFORE, BE IT

RESOLVED, that the Corporation merge with America's Best and that the Corporation be the survivor in the merger and succeed to all of the assets and properties and assume all of the liabilities and obligations of America's Best; and further

RESOLVED, that the officers of the Corporation are hereby authorized and directed to execute and deliver on behalf of the Corporation an Agreement and Plan of Merger (the "Plan of Merger"), by and between America's Best and the Corporation, in such form as the officer executing the same shall, with the assistance of counsel, authorize and approve, such authorization and approval to be conclusively evidenced by the execution and delivery thereof in final form; and further

RESOLVED, that the officers of the Corporation are hereby authorized and directed to consent on behalf of the Corporation as the sole stockholder of America's Best to the merger of America's Best into the Corporation with the Corporation being the surviving entity; and further

RESOLVED, that the officers of the Corporation are severally authorized, from time to time, on behalf of and in the name of the Corporation, to take or authorize the taking of any and all actions and to execute and deliver all agreements, instruments and other documents, and to make all payments, as may be necessary, proper or convenient in order to carry out, effectuate, consummate and perform the transactions described in the Plan of Merger, with such changes, amendments and modifications therein, if any, as the officer executing the same shall, with the assistance of counsel, authorize and approve, such authorization and approval to be conclusively evidenced by the execution and delivery of such agreements, instruments and documents in final form; and further


RESOLVED, that the officers of the Corporation shall be, and they hereby are, authorized and directed to do any and all acts and things whatsoever, whether within or without the State of Delaware, which may be in any way necessary or proper to effect said merger; and further

RESOLVED, that the secretary or any assistant secretary of the Corporation is hereby authorized to certify true copies of the foregoing resolutions and each of the agreements, instruments and other documents hereby approved, as well as any other documents and papers which may from time to time be necessary or appropriate to be delivered in connection with the transactions contemplated hereby, and to attest signatures of any officer of the Corporation executing and delivering the same."

4. The merger shall be effective at 8:00 p.m. on December 31, 2010.

Executed on December 30, 2010.

CONSOLIDATED VISION GROUP, INC.

By: 

Name: Mitchell Goodman

Title: Senior Vice President