

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM406491

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Confirmatory Assignment		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Safilo S.p.A.		11/17/2016	Corporation: ITALY
Polaroid Eyewear Holding B.V.		11/18/2016	Corporation: NETHERLANDS
RECEIVING PARTY DATA			
Name:	Safilo USA, Inc.		
Street Address:	801 Jefferson Road		
City:	Parsippany		
State/Country:	NEW JERSEY		
Postal Code:	07054-3753		
Entity Type:	Corporation: NEW JERSEY		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	3074270	POLAROID	
Registration Number:	4228203	POLAROID	
Registration Number:	4228204	POLAROID	
CORRESPONDENCE DATA			
Fax Number:	2129728798		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	212-973-8122		
Email:	trademarks@schnader.com		
Correspondent Name:	W. Drew Kastner		
Address Line 1:	1600 Market Street, Suite 3600		
Address Line 2:	Schnader Harrison Segal & Lewis LLP		
Address Line 4:	Philadelphia, PENNSYLVANIA 19103		
NAME OF SUBMITTER:	W. Drew Kastner		
SIGNATURE:	/wdrewkastner/		
DATE SIGNED:	11/23/2016		
Total Attachments: 7			
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CONFIRMATORY ASSIGNMENT OF TRADEMARKS

General Background

WHEREAS, pursuant to a certain Share Sale and Purchase Agreement between StyleMark Netherlands B.V. and Safilo S.p.A. dated November 17, 2011 ("**Share Sale and Purchase Agreement**"), Safilo S.p.A. acquired all the issued shares and became the sole shareholder of StyleMark Eyewear Holding B.V.;

WHEREAS, pursuant to the Share Sale and Purchase Agreement, Safilo S.p.A. also had the right to acquire, or designate a subsidiary of Safilo S.p.A. to receive, the membership interest in Polaroid Eyewear U.S., LLC, which entity operated StyleMark Eyewear Holding B.V.'s U.S. eyewear business (the "**Polaroid U.S. Eyewear Business**");

WHEREAS, StyleMark Eyewear Holding B.V.'s assets ("**Polaroid Assets**") included the Polaroid trademarks and registrations set forth on Exhibits A, B and C hereto (the "**POLAROID MARKS**"), as part of the Polaroid U.S. Eyewear Business;

WHEREAS, Safilo S.p.A. subsequently caused StyleMark Eyewear Holding B.V. to undergo a change of name to Polaroid Eyewear Holding B.V.;

WHEREAS, the Share Sale and Purchase Agreement required certain assignments of applications and registrations of trademark rights;

WHEREAS, Safilo S.p.A. desired and intended that its subsidiary, Safilo USA, Inc., a New Jersey corporation having a principal place of business at 801 Jefferson Road, Parsippany, New Jersey 07054, become the owner of the Polaroid U.S. Eyewear Business;

WHEREAS, pursuant to the Share Sale and Purchase Agreement, Safilo S.p.A. exercised its right and designated Safilo USA, Inc. as the transferee of the membership interest in Polaroid Eyewear U.S., LLC, intending it to become the owner of the Polaroid U.S. Eyewear Business;

WHEREAS, pursuant to a certain Agreement and Assignment of Membership Interest in Polaroid Eyewear U.S., LLC, effective as of April 3, 2012 (the "**April 3, 2012 Agreement**"), Safilo USA, Inc. acquired a 100% membership interest in Polaroid Eyewear U.S., LLC;

WHEREAS, on or about January 1, 2013, Polaroid Eyewear U.S., LLC was merged into Safilo USA, Inc.;

Chain of Title for U.S. Trademark Registration No. 3,074,270 for POLAROID

WHEREAS, U.S. Trademark Registration No. 3,074,270 for POLAROID (the "**270 Registration**"), listed on Exhibit A hereto, issued on March 28, 2006 and was assigned from Polaroid Corporation to PLR IP Holdings, LLC on August 11, 2009 (effective May 7, 2009);

WHEREAS, PLR IP Holdings, LLC assigned all right, title and interest in and to the '270 Registration to StyleMark Eyewear Holding B.V. on November 17, 2011, which assignment was recorded on February 14, 2012;

WHEREAS, notwithstanding the Share Sale and Purchase Agreement and the April 3, 2012 Agreement, the record of the USPTO for the '270 Registration appears to contain a break in the chain of title;

Chain of Title for U.S. Trademark Registrations Nos. 4,228,203 and 4,228,204

WHEREAS, U.S. Trademark Registrations Nos. 2,374,526 (the "526 Registration") and 3,021,042 (the "042 Registration") (collectively, the "Parent Registrations") were issued to Polaroid Corporation on August 8, 2000 and November 29, 2005, respectively;

WHEREAS, Polaroid Corporation assigned all rights, title, and interest in and to the Parent Registrations to PLR IP Holdings, LLC on August 11, 2009 (effective May 7, 2009);

WHEREAS, the Share Sale and Purchase Agreement provided that the '526 Registration and the '042 Registration should be divided and the resulting applications and registrations be assigned to StyleMark Eyewear Holding B.V.;

WHEREAS, PLR IP Holdings, LLC assigned the partial rights, title, and interest in the Parent Registrations to StyleMark Eyewear Holding B.V. on February 14, 2012;

WHEREAS, StyleMark Eyewear Holding B.V., as Partial Assignee, requested the divisions of both Parent Registrations;

WHEREAS, the updated registration certificates for U.S. Trademark Registration Nos. 4,228,203 and 4,228,204 (collectively, the "203 and '204 Child Registrations") were issued on November 6, 2012, with StyleMark Eyewear Holding B.V. listed as the owner, as set forth in Exhibits B and C;

WHEREAS, notwithstanding the Share Sale and Purchase Agreement and the April 3, 2012 Agreement, the records of the USPTO for the '203 and '204 Child Registrations appear to contain a break in the chain of title;

Confirmation of Assignments

WHEREAS, Safilo S.p.A., as sole shareholder of StyleMark Eyewear Holding B.V., which was the owner of the Polaroid Assets and POLAROID MARKS, had the ability to direct the assignment of all right, title and interest in and to the Polaroid Assets, including but not limited to, the POLAROID MARKS by its wholly-owned subsidiary StyleMark Eyewear Holding B.V.;

WHEREAS, Safilo S.p.A. caused a change of name of StyleMark Eyewear Holding B.V. to Polaroid Eyewear Holding B.V.

WHEREAS, Safilo S.p.A. and Polaroid Eyewear Holding B.V. are collectively referred to as "ASSIGNOR";

WHEREAS, it is the intention of ASSIGNOR that the POLAROID MARKS be owned by Safilo USA, Inc. ("ASSIGNEE"), and ASSIGNOR hereby confirms that the POLAROID MARKS were transferred and assigned to ASSIGNEE;

WHEREAS, ASSIGNEE wished to acquire and confirms that it did acquire all right, title, and interest in and to all the above-mentioned Polaroid Assets and POLAROID MARKS;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, ASSIGNOR confirms that it assigned unto ASSIGNEE all right, title and interest in and to the Polaroid Assets and POLAROID MARKS, including without limitation common law rights therein and all goodwill associated therewith, and the right (but not the obligation) to assert any such registered trademark and other assigned rights to collect for all past, present and future infringements, and claims for damages and the proceeds thereof, including, without limitation, license royalties and proceeds of infringement suits and all rights corresponding thereto throughout the world by reason of any past and future acts of infringement that have occurred or may occur.

The ASSIGNOR agrees that this Confirmatory Assignment of Trademarks will be recorded against each of the POLAROID MARKS in the records of the United States Patent and Trademark Office in order to correct and confirm the records thereof to show that ASSIGNEE is the true and current owner of the POLAROID MARKS.

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In witness whereof, ASSIGNOR, as represented by one of its officers, has signed this instrument this _____ day of November, 2016.

SAFILO S.p.A. (ASSIGNOR)

Date: November 17, 2016

By: Katia Buja
Name: Katia Buja
Title: Attorney

In witness whereof, the ASSIGNOR, as represented by one of its officers, has signed this instrument this _____ day of November, 2016.

POLAROID EYEWEAR HOLDING B.V. (ASSIGNOR)

Date: _____

By: W.J. Langeveld
Name: W.J. Langeveld
Title: Managing Director

Date: November 18, 2016

By: D.C.A. van der Marel
Name: D.C.A. van der Marel
Title: Managing Director

In witness whereof, the ASSIGNEE, as represented by one of its officers, has signed this instrument this 23rd day of November, 2016.

SAFILO USA, INC. (ASSIGNEE)


Date: November 23, 2016

By: Ernesto Frixia
Name: Ernesto Frixia
Title: Officer

EXHIBIT A


Mark	Registration No.	Registration Date
POLAROID	3,074,270	03/28/2006

EXHIBIT B

Mark	Registration No.	Registration Date
	4,228,203 (Divided from Reg. No. 2,374,526)	08/08/2000

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EXHIBIT C

Mark	Registration No.	Registration Date
 Polaroid	4,228,204 (Divided from Reg. No. 3,021,042)	11/29/2005

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