

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM474927

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Nationwide Vision Center, P.C.		09/30/2013	Corporation: ARIZONA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Nationwide Vision Center, Inc.		
<b>Street Address:</b>	220 NORTH MCKEMY AVE		
<b>City:</b>	Chandler		
<b>State/Country:</b>	ARIZONA		
<b>Postal Code:</b>	85226		
<b>Entity Type:</b>	Corporation: ARIZONA		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	1543021	NATIONWIDE VISION CENTER	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	4103328785		
<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>			
<b>Phone:</b>	410-332-8784		
<b>Email:</b>	sherry.flax@saul.com		
<b>Correspondent Name:</b>	Sherry Flax		
<b>Address Line 1:</b>	500 E. Pratt St.		
<b>Address Line 2:</b>	Suite 900		
<b>Address Line 4:</b>	Baltimore, MARYLAND 21202		
<b>NAME OF SUBMITTER:</b>	Sherry Flax		
<b>SIGNATURE:</b>	/sherry flax/		
<b>DATE SIGNED:</b>	05/22/2018		
<b>Total Attachments: 5</b>			
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SEP 26 2013

ARTICLES  
OF  
AMENDMENT AND RESTATEMENT  
OF THE  
ARTICLES OF INCORPORATION  
OF  
NATIONWIDE VISION CENTER, P.C.

FILE NO. 0184260

- FIRST: The name of the company is Nationwide Vision Center, P.C. (the "Corporation").
- SECOND: Attached hereto as Exhibit A is a copy of the Articles of Incorporation of the Corporation fully restated to include all amendments to the Articles of Incorporation through the date of filing of this document (the "Amended Articles").
- THIRD: The Amended Articles contain amendments to the Articles of Incorporation requiring shareholder approval as to such amendments. The amendments do not provide for an exchange, reclassification or cancellation of issued shares.
- FOURTH: The amendments to the Articles of Incorporation were adopted on September 24, 2013 by the shareholders.
- FIFTH: The number of voting groups entitled to vote separately on the amendments to the Articles of Incorporation, the designation and number of outstanding shares in each voting group entitled to vote separately on the amendments to the Articles of Incorporation, the number of votes entitled to be cast by each voting group, the number of votes of each such voting group represented at the meeting at which the amendments to the Articles of Incorporation were adopted and the votes cast for and against the same were as follows:
- The voting group consisting of 73,453 outstanding shares of common stock is entitled to 73,453 votes. There were 73,453 votes received via an action by unanimous written consent. The voting group cast 73,453 votes for and 0 votes against approval of the amendments. The number of votes cast for approval of the amendments was sufficient for approval by the voting group.
- SIXTH: These Amended Articles shall be effective on 11:59 pm Eastern Standard Time, September 30, 2013.

NATIONWIDE VISION CENTER, P.C.

By: 

Name: Al Bernstein

Title: Chief Operating Officer

**NATIONWIDE VISION CENTER, P.C.**

The undersigned, having been designated to act as statutory agent, hereby consents to act in that capacity until removed or resignation is submitted in accordance with the Arizona Revised Statutes.

**CT CORPORATION SYSTEM**

By: \_\_\_\_\_

Name: Terrie Bates

Title: Asst. Secy.

**TRADEMARK**

**REEL: 006334 FRAME: 0306**

**Exhibit A**

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
NATIONWIDE VISION CENTER, P.C.**

**ARTICLE I  
NAME**

The name of the corporation is Nationwide Vision Center, Inc. (the "Corporation").

**ARTICLE II  
PURPOSE**

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Arizona, as they may be amended from time to time. The character of the specific business which the Corporation intends to conduct in the State of Arizona is the operation of a management services company in accordance with applicable law.

**ARTICLE III  
CAPITAL STOCK**

The aggregate number of shares that the Corporation shall have authority to issue is one hundred thousand (100,000) shares of common stock, all of which shares shall be of a single class, and shall be without a par value.

**ARTICLE IV  
REGISTERED OFFICE AND AGENT**

The name and street address of the Corporation's statutory agent is CT Corporation System, 2390 East Camelback Road, Phoenix, Arizona 85016. The street address of the Corporation's known place of business in Arizona is 220 North McKemy Avenue, Chandler, Arizona 85226.

**ARTICLE V  
BOARD OF DIRECTORS**

The business and affairs of the Corporation shall be managed by or under the direction of the Board of Directors. The number of persons to serve on the Board of Directors shall be as provided for in the Bylaws of the Corporation.

**ARTICLE VI  
INDEMNIFICATION**

**A. Covered Persons.** The Corporation shall indemnify and hold harmless, to the fullest extent permitted by applicable law as it presently exists or may hereafter be amended, any person (a "Covered Person") who was or is made or is threatened to be made a party or is otherwise involved in any action, suit or proceeding, whether civil, criminal, administrative or investigative (a "proceeding"), by reason of the fact that he or she, or a person for whom he or she is the legal representative, is or was a director or officer of the Corporation or, while a director or officer of the Corporation, is or was serving at

the request of the Corporation as a director, officer, employee or agent of another Corporation or of a partnership, joint venture, trust, enterprise or nonprofit entity, including service with respect to employee benefit plans, against all liability and loss suffered and expenses (including attorneys' fees) reasonably incurred by such Covered Person. Notwithstanding the preceding sentence, except as otherwise provided in Article VI(B) and (D), the Corporation shall not be required to indemnify a Covered Person in connection with a proceeding (or part thereof) commenced by such Covered Person against the Corporation unless the commencement of such proceeding (or part thereof) by the Covered Person was joined in by the Corporation or authorized in the specific case by the Board of Directors.

**B. Expenses.** The Corporation shall to the fullest extent not prohibited by applicable law pay the expenses (including attorneys' fees) incurred by a Covered Person to enforce indemnification rights hereunder or in defending any proceeding in advance of its final disposition, provided, however, that, to the extent required by law, such payment of expenses to enforce indemnification rights or in advance of the final disposition of the proceeding shall be made only upon receipt of an undertaking by the Covered Person to repay all amounts advanced if it should be ultimately determined that the Covered Person is not entitled to be indemnified under this Article VI or otherwise.

**C. Payment of Claims.** If a claim for indemnification (following the final disposition of such action, suit or proceeding) or advancement of expenses under this Article VI is not paid in full within 30 days after a written claim therefor by the Covered Person has been received by the Corporation, the Covered Person may file suit to recover the unpaid amount of such claim and, if successful in whole or in part, shall be entitled to be paid the expense of prosecuting such claim. In any such action the Corporation shall have the burden of proving that the Covered Person is not entitled to the requested indemnification or advancement of expenses under applicable law.

**D. Non-exclusivity.** The rights conferred on any Covered Person by this Article VI shall not be exclusive of any other rights which such Covered Person may have or hereafter acquire under any statute, provision of the certificate of incorporation, these by-laws, agreement, vote of stockholders or disinterested directors or otherwise.

**E. Offset.** The Corporation's obligation, if any, to indemnify or to advance expenses to any Covered Person who was or is serving at its request as a director, officer, employee or agent of another corporation, partnership, joint venture, trust, enterprise or nonprofit entity shall be reduced by any amount such Covered Person may collect as indemnification or advancement of expenses from such other corporation, partnership, joint venture, trust, enterprise or non-profit enterprise.

**F. Repeal or Modification.** Any repeal or modification of the foregoing provisions of this Article VI shall not adversely affect any right or protection hereunder of any Covered Person in respect of any act or omission occurring prior to the time of such repeal or modification.

**G. Additional Indemnitees.** This Article VI shall not limit the right of the Corporation, to the extent and in the manner permitted by law, to indemnify and to advance expenses to persons other than Covered Persons when and as authorized by appropriate corporate action.

## ARTICLE VII LIMITATION OF LIABILITY

To the fullest extent permitted by the Arizona Revised Statutes, as the same exists or may hereafter be amended, a director of the Corporation shall not be liable to the Corporation or its shareholders for monetary damages for any action taken or any failure to take any action as a director. No repeal, amendment or modification of this article, whether direct or indirect, shall eliminate or reduce its

effect with respect to any act or omission of a director of the Corporation occurring prior to such repeal, amendment or modification. The provisions of this Article shall not be deemed to limit or preclude indemnification of a director by the Corporation for any liability of a director which has not been eliminated by the provisions of this Article.

**ARTICLE VIII  
AMENDMENT OF BYLAWS**

In furtherance and not in limitation of the powers conferred by the Arizona Revised Statutes, the Board of Directors is expressly authorized and empowered to adopt, amend and repeal the bylaws of the Corporation.

**ARTICLE IX  
RESERVATION OF RIGHT TO AMEND ARTICLES OF INCORPORATION**

The Corporation reserves the right at any time, and from time to time, to amend, alter, change, or repeal any provision contained in, or amend and restate, these Articles of Incorporation, and other provisions authorized by the laws of the State of Arizona at the time in force may be added or inserted, in the manner now or hereafter prescribed by law; and all rights, preferences, and privileges of any nature conferred upon stockholders, directors, or any other persons by and pursuant to these Articles of Incorporation in its present form or as hereafter amended are granted subject to the rights reserved in this Article IX.