

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM521269

| | |
|------------------------------|---|
| SUBMISSION TYPE: | CORRECTIVE ASSIGNMENT |
| NATURE OF CONVEYANCE: | Corrective Assignment to correct the typographical error in the coversheet by removing Reg. No.1,848,669 and replacing it with the correct Reg. No. 1,848,699 previously recorded on Reel 001605 Frame 0031. Assignor(s) hereby confirms the ASSIGNS THE ENTIRE INTEREST. |
| SEQUENCE: | 2 |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|------------------|----------|----------------|-----------------------|
| ING MERGER, INC. | | 05/21/1997 | Corporation: DELAWARE |

RECEIVING PARTY DATA

| | |
|------------------------|--------------------------------|
| Name: | TS FRANCHISE ACQUISITION CORP. |
| Street Address: | 7255 CRESCENT BOULEVARD |
| City: | PENNSAUKEN |
| State/Country: | NEW JERSEY |
| Postal Code: | 08110 |
| Entity Type: | Corporation: DELAWARE |

PROPERTY NUMBERS Total: 7

| Property Type | Number | Word Mark |
|----------------------|---------|-----------------------------------|
| Registration Number: | 1063546 | TSO |
| Registration Number: | 1091566 | TEXAS STATE OPTICAL |
| Registration Number: | 1695064 | TSO TEXAS STATE OPTICAL |
| Registration Number: | 1703911 | WHERE DOCTORS MAKE THE DIFFERENCE |
| Registration Number: | 1790818 | TSO TEXAS STATE OPTICAL WE KNOW |
| Registration Number: | 1834446 | OPTIVIEW |
| Registration Number: | 1848699 | TSO VISION QUEST |

CORRESPONDENCE DATA

Fax Number: 2146616609

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.

Email: kneal@jw.com

Correspondent Name: Carl C. Butzer

Address Line 1: 2323 Ross Avenue

Address Line 2: Suite 600

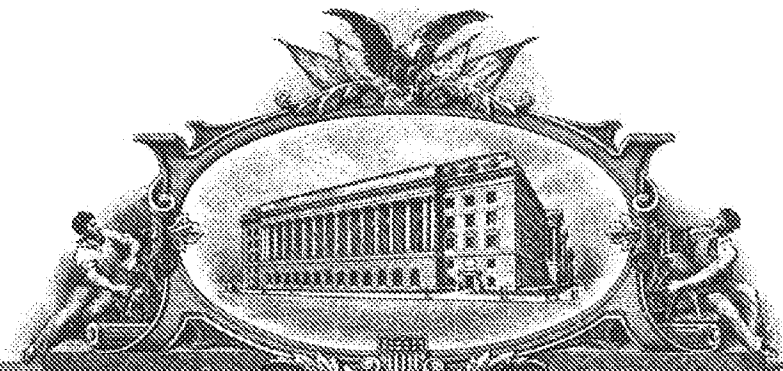
Address Line 4: Dallas, TEXAS 75201

CH \$190.00 1063546

| | |
|--------------------------------|------------------|
| ATTORNEY DOCKET NUMBER: | 109177.00016 |
| NAME OF SUBMITTER: | Carl C. Butzer |
| SIGNATURE: | /Carl C. Butzer/ |
| DATE SIGNED: | 04/29/2019 |

Total Attachments: 11

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THE UNITED STATES OF AMERICA

TO ALL TO WHOM THESE PRESENTS SHALL COME:

UNITED STATES DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

April 17, 2019

**THIS IS TO CERTIFY THAT ANNEXED IS A TRUE COPY FROM THE
RECORDS OF THIS OFFICE OF A DOCUMENT RECORDED ON
JUNE 25, 1997.**

By Authority of the
Under Secretary of Commerce for Intellectual Property
and Director of the United States Patent and Trademark Office



Sylvia Holley
SYLVIA HOLLEY
Certifying Officer

TRADEMARK

FORM PTO-1594
1-31-92

RJ

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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

ATTY DOCKET NO. 966446-017-023



JUN 25 1997

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To the Honorable Commissione

100455089

attached to ~~RECEIVED~~ or copy thereof.

1. Name of conveying party(ies): ING Merger, Inc.

MRD 6-25-97

- Individual(s)
- General Partnership
- Corporation - Delaware
- Other _____
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):

Name: TS Franchise Acquisition Corp.

Internal Address: _____

Street Address: 7255 Crescent Boulevard

City: Pennsauken State: New Jersey ZIP: 08110

3. Nature of conveyance:

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

Execution Date: May 21, 1997

Individual(s) citizenship _____

Association _____

General Partnership _____

Limited Partnership _____

Corporation - State Delaware

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)
Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s) 75/180,089

B. Trademark Registration No.(s) 1,063,546

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Scott W. Burt, Esq.

Internal Address: JONES, DAY, REAVIS & POGUE

2300 Trammell Crow Center

Street Address: 2001 Ross Avenue

City: Dallas State: Texas ZIP: 75201

6. Total Number of applications and registrations involved: 10

7. Total fee (37 CFR 3.41).....\$265.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number: _____

(Attach duplicate copy of this page if paid by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Scott W. Burt

Name of Person Signing

Signature

June 18, 1997

Date

Total number of pages including cover sheet, attachments and document: 8

OMB No. 0851-0011 (exp. 4/94)
DLMAIN Doc: 239657.1

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TSO, INC.

FEDERAL REGISTRATIONS AND PENDING APPLICATIONS

| MARK | REGISTRATION NO./ APPLICATION SERIAL NO. | REGISTERED/ FILING DATE |
|---|---|----------------------------|
| TSO | 1,063,546 | April 12, 1977 |
| TEXAS STATE OPTICAL | 1,091,566 | May 16, 1978 |
| TSO TEXAS STATE OPTICAL and Design | 1,695,064 | June 16, 1992 |
| WHERE DOCTORS MAKE THE DIFFERENCE | 1,703,911 | July 28, 1992 |
| TSO - WE KNOW | 1,790,818 | August 31, 1993 |
| OPTIVIEW | 1,834,446 | May 3, 1994 |
| TSO VISION QUEST | 1,848,669 | August 9, 1994 |
| OMNI LABS, INC. | 2,028,785 | January 7, 1997 |
| EYEWEAR YOU WANT. DOCTORS YOU TRUST. | 75/180,089 | October 11, 1996 |
| TSO TEXAS STATE OPTICAL (Logo) | 75/180,065 | October 11, 1996 |

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TRADEMARK ASSIGNMENT

WHEREAS, ING Merger, Inc., a Delaware corporation f/k/a TSO, Inc. having its principal offices at 4925 West Cardinal Drive, Beaumont, Texas 77705 ("Assignor"), has adopted, used, and is using and is the owner of the trademarks/service marks listed in Schedule A, for which applications in the United States Patent and Trademark Office ("PTO") are pending or for which registrations with the PTO have been obtained, as the case may be; and

WHEREAS, TS Franchise Acquisition Corp., a Delaware corporation having its principal offices at 7255 Crescent Boulevard, Pennsauken, New Jersey 08110 ("Assignee"), is desirous of acquiring said trademarks/service marks and the applications therefor.

NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby assigns to Assignee all right, title and interest in the United States in and to said trademarks/service marks and said applications therefor, together with the goodwill of the business symbolized by said trademarks/service marks and said applications to register said trademarks/service marks.

The Commissioner of Patents and Trademarks is requested to issue the Certificate of Registration to said Assignee, TS Franchise Acquisition Corp.

Signed this 21st day of May, 1997.

ASSIGNOR

ING Merger, Inc., a Delaware corporation
f/k/a TSO, Inc.

By: P. H. Clinton
Name: Peter Clinton
Title: Vice President

State of New York)
County of New York)ss:
)

On this 21st day of May, 1997, personally appeared Peter Clinton, to me known and known to me to be a Vice President of ING Merger, Inc. (f/k/a TSO, Inc.), the assignor above-named, and acknowledged that he executed the foregoing Assignment on behalf of said assignor and pursuant to authority duly received.

Carol L. Gilmore
Notary Public, State of New York

SEAL

CAROL L. GILMORE
Notary Public, State of New York
No. 31-4906193
Qualified in New York County
Commission Expires September 21, 1997

DLMAIN02 Doc: 266348_1

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SCHEDULE A

TRADEMARK
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FEDERAL REGISTRATIONS AND APPLICATIONS

| File No. | Title | Next Action Date(s) | Action(s) Pending | Issue Date | Next Renewal Date | Expiration Date |
|----------------|--|---|---|------------|-------------------|-----------------|
| 966446-017-008 | TSO Registration No. 1,063,546 Registered: April 12, 1977 Class: 42 | 04/12/2007 | Renewed 04/12/1997; Next Renewal due 04/12/2007 | 04/12/1977 | 04/12/2007 | 04/12/2007 |
| 966446-017-009 | TEXAS STATE OPTICAL Registration No. 1,091,566 Registered: May 16, 1978 Class: 42 | 05/16/1998 | Renewal Due | 05/16/1978 | 05/16/1998 | 05/16/1998 |
| 966446-017-025 | TSO TEXAS STATE OPTICAL and Design Registration No. 1,695,064 Registered: June 16, 1992 | After 06/16/1997 and Before 06/16/1998 | Sections 8 and 15 Affidavit Due | 06/16/1992 | 06/16/2002 | 06/16/2002 |
| 966446-017-24 | WHERE DOCTORS MAKE THE DIFFERENCE Registration No. 1,703,911 Registered: July 28, 1992 Class: 42 | After 07/28/1997 and Before 07/28/1998 | Sections 8 and 15 Affidavit Due | 07/28/1992 | 07/28/2002 | 07/28/2002 |
| 966446-017-007 | TSO - WE KNOW Registration No. 1,790,818 Registered: August 31, 1993 Class: 42 | After 08/31/1998 and Before 08/31/1999 | Sections 8 and 15 Affidavit Due | 08/31/1993 | 08/31/2003 | 08/31/2003 |
| 966446-017-006 | OPTIVIEW Registration No. 1,834,446 Registered: May 3, 1994 Class: 9 | After 05/03/1999 and Before 05/03/2000 | Sections 8 and 15 Affidavit Due | 05/03/1994 | 05/03/2004 | 05/03/2004 |
| 966446-017-005 | TSO VISION QUEST Registration No. 1,848,699 Registered: August 9, 1994 Class: 35 | After 08/09/1999 and Before 08/09/2000 | Sections 8 and 15 Affidavit Due | 08/09/1994 | 08/09/2004 | 08/09/2004 |
| 966446-017-26 | OMNI LAB, INC. Registration No. 2,028,785 Registered 01/07/1997 Class 42 Serial No. 75/049,099 Filed 01/26/1996 | After 01/07/2002 and Before 01/07/2003 | Sections 8 and 15 Affidavit Due | 01/07/1996 | 01/07/2006 | 01/07/2006 |
| 966446-017-027 | EYEWEAR YOU WANT. DOCTORS YOU TRUST Serial No. 75/180,089 Class 42 Filed 10/11/1996 | 06/15/1997 | 04/15/1997 Approved for Publication; Awaiting Notice of Publication | | | |

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| File No. | Title | Next Action Date(s) | Action(s) Pending | Inventor Date | Next Renewal Date | Expiration Date |
|----------------|---|---------------------|--|---------------|-------------------|-----------------|
| 966446-017-028 | TSO TEXAS STATE OPTICAL (Logo) Serial No. 75/180,065 Class 42 Filed 10/11/1996 | 10/23/1997 | Response to Office Action 01 due | | | |
| 966446-017-003 | FAT FREE PRICE Appln. S.N. 74/470,733 Filed: December 17, 1993 Class: 42 | | ABANDONED 03/31/1995 for failure to respond to outstanding Office Action | | | |
| 966446-017-003 | FAT FREE LENSES Appln. S.N. 74/470,732 Filed: December 17, 1993 Class: 42 | | ABANDONED 03/31/1995 for failure to respond to outstanding Office Action | | | |
| 966446-017-003 | TSO EYECARE 2000 Appln. S.N. 74/426,129 Filed: August 19, 1993 Class: 9 | | ABANDONED 12/29/1994 for failure to submit Statement of Use | | | |
| 966446-017-003 | TSO EYECARE 2000 Appln. S.N. 74/426,130 Filed: August 19, 1993 Class: 42 | | ABANDONED 09/24/1994 for failure to respond to outstanding Office Action | | | |
| 966446-017-003 | DOCTOR'S CHOICE Appln. S.N. 74/372,452 Filed: March 29, 1993 Class: 9 | | ABANDONED 02/28/1994 for failure to respond to outstanding Office Action | | | |

STATE REGISTRATIONS AND APPLICATIONS

| File No. | Title | Next Action Date(s) | Action(s) Pending | Issue Date | Next Renewal Date | Expiration Date |
|----------------|--|---------------------|-------------------|------------|-------------------|-----------------|
| 966446-017-022 | TSO State: Arkansas Registration No. 117-21 Registered: August 21, 1974 | 08/21/1999 | Renewal Due | 08/21/1974 | 08/21/1999 | 08/21/1999 |
| 966446-017-021 | TEXAS STATE OPTICAL State: Arkansas Registration No. 118-21 Registered: August 21, 1974 | 08/21/1999 | Renewal Due | 08/21/1974 | 08/21/1999 | 08/21/1999 |
| 966446-017-019 | TSO State: Louisiana Registered: June 24, 1974 Class: 9 | 06/24/2004 | Renewal Due | 06/24/1974 | 06/24/2004 | 06/24/2004 |
| 966446-017-020 | TEXAS OPTICAL State: Louisiana Registered: June 24, 1974 Class: 9 | 06/24/2004 | Renewal Due | 06/24/1974 | 06/24/2004 | 06/24/2004 |
| 966446-017-018 | TEXAS STATE OPTICAL State: Louisiana Registered: June 24, 1974 Class: 9 | 06/24/2004 | Renewal Due | 06/24/1974 | 06/24/2004 | 06/24/2004 |
| 966446-017-017 | TEXAS STATE OPTICAL State: Missouri Registration No. S-8809 Filed: September 18, 1985 Class: 101 | 09/18/2005 | Renewal Due | 09/18/1985 | 09/18/2005 | 09/18/2005 |
| 966446-017-010 | TEXAS STATE OPTICAL State: Mississippi Registered: July 11, 1985 Class: 100 | 07/10/2005 | Renewal Due | 07/11/1985 | 07/10/2005 | 07/10/2005 |
| 966446-017-016 | TSO State: Oklahoma Registration No. 22,983 Registered: November 27, 1989 Class: 26 | 11/27/1999 | Renewal Due | 11/27/1989 | 11/27/1999 | 11/27/1999 |
| 966446-017-014 | TEXAS OPTICAL State: Oklahoma Registration No. 22,985 Registered: November 27, 1989 Class: 26 | 11/27/1999 | Renewal Due | 11/27/1984 | 11/27/1999 | 11/27/1999 |
| 966446-017-015 | TEXAS STATE OPTICAL State: Oklahoma Registration No. 22, 984 Registered: November 27, 1984 Class: 26 | 11/27/1999 | Renewal Due | 11/27/1984 | 11/27/1999 | 11/27/1999 |

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| File No. | Title | Next Action Date(s) | Action(s) Pending | Issue Date | Next Renewal Date | Expiration Date |
|----------------------------------|--|---------------------|---|------------|-------------------|-----------------|
| 966446-017-011 | TSO State: Texas Registration No. 19,656 Registered: September 4, 1956 Class: 101 | 09/03/2006 | Renewal due | 09/04/1956 | 09/03/2006 | 09/03/2006 |
| 966446-017-012 | TEXAS OPTICAL State: Texas Registration No. 18,350 Registered: October 13, 1954 Class: | | ABANDONED for failure to file renewal application | 10/13/1954 | 10/13/1984 | 10/13/1984 |
| 966446-017-013 (Subclass 001) | TEXAS STATE OPTICAL State: Texas Registration No. 31,560 Registered: October 30, 1974 Class: | 10/26/2004 | Renewal Due | 10/30/1974 | 10/26/2004 | 10/26/2004 |
| 966446-017-013 (Subclass 002) | TEXAS STATE OPTICAL State: Texas Registration No. 31,561 Registered: October 30, 1974 Class: | 10/30/2004 | Renewal Due | 10/30/1974 | 10/30/2004 | 10/30/2004 |

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PROPOSED MARKS

966446-017-004

| File No. | Title | Status |
|----------------|----------------|---|
| 966446-017-004 | TEXAS GOLD | Application sent to client August 1993 for signature; Follow-up letter sent by Hayley Matcovsky on 12/07/1993 |
| 966446-017-004 | TEXAS TITANIUM | Application sent to client August 1993 for signature; Follow-up letter sent by Hayley Matcovsky on 12/07/1993 |
| 966446-017-004 | TEXAS ROSE | Application sent to client August 1993 for signature; Follow-up letter sent by Hayley Matcovsky on 12/07/1993 |
| 966446-017-004 | TEXAS LEGENDS | Application sent to client August 1993 for signature; Follow-up letter sent by Hayley Matcovsky on 12/07/1993 |
| | | |

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RECORDED: 06/25/1997

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