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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

08-09-1999
U.S. Patent & TMO/TM Mail Rcpt Dt. #54



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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

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

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

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

2. Name and address of receiving party(ies):
Name: LensCrafters, Inc.
Internal Address: _____
Street Address: 8650 Governor's Hill Dr.
City: Cincinnati State: Ohio P: 45249

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Ohio
 Other _____

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: December 1, 1998

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
75/549,902 75/549,905
75/549,903 75/549,906
75/549,904

Additional numbers attached? Yes No

B. Trademark registration No.(s)

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Susan Mack
Internal Address: LensCrafters, Inc.
Legal Department
Street Address: 8650 Governor's Hill
City: Cincinnati State: OH ZIP: 45249

6. Total number of applications and registrations involved: 5

7. Total fee (37 CFR 3.41): \$ 165.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: 50-0915
(Attach duplicate copy of this page if paying 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.

Susan Mack Susan Mack 8-5-99
Name of Person Signing Signature Date

Total number of pages comprising cover sheet: 4

TRADEMARK ASSIGNMENT

WHEREAS SPECTRON, INC., a Massachusetts corporation, having an address of 3 Tech Circle, Natick, Massachusetts 01760 (hereinafter referred to as "ASSIGNOR"), has adopted, is using and is the owner of all right, title, and interest in and to certain trademarks and service marks identified in Exhibit A hereto (collectively referred to herein as the "Marks"), including the corresponding United States trademark registrations and applications for registration listed in Exhibit A attached hereto; and

WHEREAS, LENSRAFTERS, INC., an Ohio corporation, having an address of 8650 Governor's Hill Drive, Cincinnati, Ohio, 45249 (hereinafter referred to as "ASSIGNEE"), is desirous of acquiring the entirety of ASSIGNOR'S right, title and interest in and to the Marks;

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 sells, assigns, transfers and sets over, unto ASSIGNEE, its successors, legal representatives and assigns, ASSIGNOR'S entire right, title and interest in, to and under:

1. The Marks listed in Exhibit A annexed hereto, together with the goodwill of ASSIGNOR'S business appertaining thereto and/or symbolized thereby.
2. Any and all other rights, privileges and priorities of ASSIGNOR, provided under United States, state or foreign law with respect to the foregoing Marks, including without limitation common law rights and rights under the laws of unfair competition ("Related Rights");
3. Any and all rights to contest, protest or sue at law or in equity for any infringement, imitation, impairment, distortion, dilution or other unauthorized use or conduct in derogation of the Marks and Related Rights occurring prior to the date of execution of this Assignment, including the right to receive all proceeds and damages therefrom; and
4. Any and all rights to obtain renewals of registration or other legal protections pertaining to the Marks and Related Rights.

ASSIGNOR shall, without further consideration, comply with any reasonable request by ASSIGNEE, at ASSIGNEE'S expense, to execute promptly any additional documents and take promptly any further action reasonably necessary to protect, secure and vest good, valid and marketable title to the Marks and Related Rights in ASSIGNEE and to record this Assignment with all appropriate authorities (including any documents necessary to record this Assignment in countries foreign to the United States).

IN WITNESS WHEREOF, the undersigned representative of ASSIGNOR has caused this Assignment to be duly executed and delivered as of the 1 day of December, 1998.

SPECTRON, INC.

By: *Kazunori Matsumura*
Name: KAZUNORI MATSUMURA
Its: President & C.E.O

Commonwealth

~~STATE OF~~ Massachusetts }
 } SS:
COUNTY OF SUFFOLK }

Sworn to and subscribed before me this 1ST day of December, 1998.

John G. Miller
Notary Public
M 7 Commission Expires 8/26/05

EXHIBIT A

TRADEMARKS

Trademark

Application Number

ALBERTO GALLUCCI

75/549,902

CHANTALLE'

75/549,903

CHANTALLE' & DESIGN

75/549,904

HIKARI

75/549,905

HIKARI & DESIGN

75/549,906