

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | Notice of Grant of Security Interest |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|----------------------|----------|----------------|----------------------|
| Motive Eyewear, Inc. | | 05/24/2007 | CORPORATION: FLORIDA |

RECEIVING PARTY DATA

| | |
|-------------------|--|
| Name: | Bank of America, N.A., as Administrative Agent |
| Street Address: | 231 S. LaSalle Street |
| Internal Address: | Mail Code IL1-231-10-41 |
| City: | Chicago |
| State/Country: | ILLINOIS |
| Postal Code: | 60604 |
| Entity Type: | national banking association: UNITED STATES |

PROPERTY NUMBERS Total: 7

| Property Type | Number | Word Mark |
|----------------|----------|--|
| Serial Number: | 78961041 | SPEXTRA READERS |
| Serial Number: | 78858264 | HIGHWAY 101 |
| Serial Number: | 77277855 | EYELINERS |
| Serial Number: | 77252424 | DMA INDUSTRIES DESIGN MANUFACTURING & ASSEMBLY |
| Serial Number: | 77174358 | MOTIVE |
| Serial Number: | 77146699 | COMPUTEREYES |
| Serial Number: | 77088384 | DERMASTEEL |

CORRESPONDENCE DATA

Fax Number: (919)416-8363
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 9192868041
 Email: pto_tmconfirmation@mvalaw.com
 Correspondent Name: Moore & Van Allen PLLC
 Address Line 1: 430 Davis Drive

OP \$190.00 78961041

Address Line 2: Suite 500
Address Line 4: Morrisville, NORTH CAROLINA 27560

| | |
|-------------------------|-----------------------|
| ATTORNEY DOCKET NUMBER: | 17625.4057 MOTIVE EAR |
| NAME OF SUBMITTER: | Ellen A. Rubel |
| Signature: | /Ellen A. Rubel/ |
| Date: | 11/27/2007 |

Total Attachments: 4
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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of May 24, 2007 (as the same may be amended, modified, restated or supplemented from time to time, the "Security Agreement") by and among the Grantors from time to time party thereto (each an "Grantor" and collectively, the "Grantors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the Secured Parties referenced therein, the undersigned Grantor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications set forth on Schedule 1 attached hereto to the Administrative Agent for the ratable benefit of the Secured Parties.

The undersigned Grantor and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the trademarks and trademark applications set forth on Schedule 1 attached hereto (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

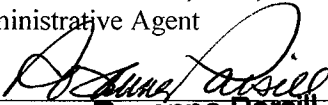
Very truly yours,

MOTIVE EYEWEAR, INC.

By: C. Duke Landorf
Name: C. DUKE LANDORF
Title: VICE PRESIDENT AND SECRETARY

Acknowledged and Accepted:

BANK OF AMERICA, N.A.,
as Administrative Agent

By: 
Name: **Rosanne Parsill**
Title: **Assistant Vice President**

Schedule 1

**Motive Eyewear, Inc.
(Florida Corporation)**

U.S. Trademarks

Pending Applications

| Mark | Application No. | Filing Date |
|--|------------------------|--------------------|
| SPEXTRA READERS and Design | 78961041 | 8/25/06 |
| HIGHWAY 101 | 78858264 | 4/10/06 |
| EYELINERS | 77277855 | 9/12/07 |
| DMA INDUSTRIES DESIGN MANUFACTURING & ASSEMBLY and Design | 77252424 | 8/10/07 |
| MOTIVE | 77174358 | 5/7/07 |
| COMPUTEREYES | 77146699 | 4/2/07 |
| DERMASTEEL | 77088384 | 1/22/07 |