

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
CooperVision Technology, Inc.		05/20/2003	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	CooperVision Technology LLC
Street Address:	6140 Stoneridge Mall Road, Suite 590
City:	Pleasanton
State/Country:	CALIFORNIA
Postal Code:	94588
Entity Type:	LTD LIAB JT ST CO: DELAWARE

PROPERTY NUMBERS Total: 34

Property Type	Number	Word Mark
Registration Number:	1045317	
Registration Number:	1348986	
Registration Number:	1370989	
Registration Number:	1388897	
Registration Number:	1444472	
Registration Number:	1464141	
Registration Number:	1484802	
Registration Number:	1485142	
Registration Number:	1486834	
Registration Number:	1613571	
Registration Number:	1673828	
Registration Number:	1750729	
Registration Number:	1758144	
Registration Number:	1822392	

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Registration Number:	2034764	
Registration Number:	2068840	
Registration Number:	2189652	
Registration Number:	2195557	
Registration Number:	2248948	
Registration Number:	2262259	
Registration Number:	2291312	
Registration Number:	2335009	
Registration Number:	2336972	
Registration Number:	2356880	
Registration Number:	2451205	
Registration Number:	2478563	
Registration Number:	2504827	
Registration Number:	2546000	
Registration Number:	2560382	
Registration Number:	2564594	
Registration Number:	2630349	
Serial Number:	78320370	
Serial Number:	78320378	
Serial Number:	76438857	

CORRESPONDENCE DATA

Fax Number: (415)882-3232
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 4158823200
Email: eclarke@owe.com
Correspondent Name: Owen Wickersham & Erickson
Address Line 1: 455 Market St., 19th Floor
Address Line 4: San Francisco, CALIFORNIA 94105

NAME OF SUBMITTER:	Erin M. Clarke
Signature:	/erin m. clarke/
Date:	12/20/2004

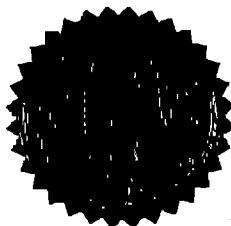
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Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "COOPERVISION TECHNOLOGY, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "COOPERVISION TECHNOLOGY, INC." TO "COOPERVISION TECHNOLOGY LLC", FILED IN THIS OFFICE ON THE TWENTY-FIRST DAY OF MAY, A.D. 2003, AT 7:40 O'CLOCK P.M.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3110762 8100V

AUTHENTICATION: 2430684

030333480

DATE: 05-22-03

TRADEMARK
REEL: 002998 FRAME: 0589

**CERTIFICATE OF CONVERSION
TO A LIMITED LIABILITY COMPANY**

OF

COOPERVISION TECHNOLOGY, INC.

TO

COOPERVISION TECHNOLOGY LLC

Pursuant To Section 266 Of The Delaware General Corporation Law

This Certificate of Conversion to Limited Liability Company (the "Certificate of Conversion"), dated as of May 20, 2003, has been duly executed and is being filed by CooperVision Technology, Inc., a Delaware corporation (the "Corporation"), to convert the Corporation to CooperVision Technology LLC, a Delaware limited liability company under the Delaware Limited Liability Company Act (6 Del.C. § 18-214) and the General Corporation Law of the State of Delaware (8 Del.C. § 266.).

1. The Corporation was first formed on October 19, 1999 by filing a Certificate of Incorporation with the Delaware Secretary of State.
2. The name of the Corporation immediately prior to the filing of this Certificate of Conversion was CooperVision Technology, Inc.
3. The name of the limited liability company into which the Corporation is herein being converted, as set forth in its Certificate of Formation filed in accordance with subsection (b) of § 18-214 is CooperVision Technology LLC (the "Limited Liability Company").
4. The conversion of the Corporation to the Limited Liability Company shall be effective upon the filing of this Certificate of Conversion.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion as of the date first above-written.

COOPERVISION TECHNOLOGY, INC.

By: /s/ Carol R. Kaufman

Name: Carol R. Kaufman

Title: Vice President

**CERTIFICATE OF CONVERSION
TO A LIMITED LIABILITY COMPANY**

OF

COOPERVISION TECHNOLOGY, INC.

TO

COOPERVISION TECHNOLOGY LLC

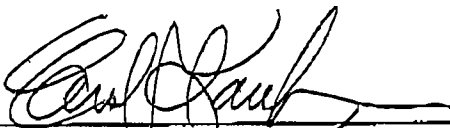
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IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion as of the date first above-written.

COOPERVISION TECHNOLOGY, INC.

By: 
Name: CAROL R. KAUFMAN
Title: VP