

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Termination and Release of Security Interest in Trademark Rights

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Bank of America, N.A., as Administrative Agent (successor to Fleet Bank, N.A.)		12/22/2006	National Banking Association:

RECEIVING PARTY DATA

Name:	Marchon Eyewear, Inc.
Street Address:	35 Hub Drive
City:	Melville
State/Country:	NEW YORK
Postal Code:	11747
Entity Type:	CORPORATION: NEW YORK

PROPERTY NUMBERS Total: 64

Property Type	Number	Word Mark
Registration Number:	1653533	ACCUFLEX
Registration Number:	2199773	ADD-POWER
Registration Number:	1517846	AUTOFLEX
Registration Number:	2523650	BENDABLES
Registration Number:	1989164	BLUE RIBBON
Registration Number:	1535392	BORN HOT
Registration Number:	1544219	CAMFLEX
Registration Number:	2207401	CARE FROM OFFICEMATE
Registration Number:	1583418	CFG
Registration Number:	2433800	DURAFLEX
Registration Number:	2654609	EXTREME FLEX
Registration Number:	2457529	EXTREME SUNS
Registration Number:	1526874	EYE-GLASSERY

OP \$1615.00 1653533

Registration Number:	1713331	F
Registration Number:	2457657	FLEXCEL
Registration Number:	1747691	FLEXON
Registration Number:	2541409	FLEXON SELECT
Registration Number:	2528270	FLEXTRA
Registration Number:	1531740	I-F/X
Registration Number:	1363046	M
Registration Number:	1369878	MARCHON
Registration Number:	1382403	MARCHON
Registration Number:	1544397	MARCHON
Registration Number:	1922081	MARCHON
Registration Number:	1922270	MARCHON
Registration Number:	1925082	MARCHON
Registration Number:	1928776	MARCHON
Registration Number:	1960568	MARCHON
Registration Number:	2144197	MARCHON
Registration Number:	2675800	MM MEMORY METAL
Registration Number:	1445102	OP-TOPICS
Registration Number:	1416633	ORDERMASTER
Registration Number:	2419993	SOINTU
Registration Number:	1588592	SUNMIRRORS
Registration Number:	1607209	SUNSTAR
Registration Number:	2042285	SUPERTHIN BY MARCHON
Registration Number:	2376178	TANOS
Registration Number:	2376177	TANOS TITANIUM
Registration Number:	2352921	THE METAL WITH A MEMORY
Registration Number:	2474283	TIFLEX
Registration Number:	2548326	TRUFLEX
Registration Number:	2255798	ULTRAFIT
Registration Number:	1784010	VERSA-RULE
Registration Number:	2538458	X-FLEX
Registration Number:	2239881	TRES JOLI
Registration Number:	2187506	
Registration Number:	2032911	QUICK CHANGE CABLE
Registration Number:	2220647	EYEWARE

Registration Number:	1873211	C.E.O. CAREER EYEWEAR OPTIONS
Registration Number:	1866272	TRIAD
Registration Number:	1576183	MXP
Registration Number:	2016600	MARCHON
Registration Number:	1385281	MARCHON
Registration Number:	1369879	MARCHON
Serial Number:	75870716	REBOUND
Serial Number:	75869706	RECOVER
Serial Number:	75869704	SOTA
Serial Number:	75636820	URLO
Serial Number:	75424023	OPTIFLEX
Serial Number:	75428936	ULTRAFLEX
Serial Number:	74082978	MEMORY METAL
Serial Number:	76036953	FLEXALLOY
Serial Number:	76002532	REMOTE JOB ENTRY
Serial Number:	75912008	SELECT

CORRESPONDENCE DATA

Fax Number: (212)455-2502
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: (212) 455-7609
Email: ksolomon@stblaw.com
Correspondent Name: Kirstie Howard, Esq.
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Address Line 2: 425 Lexington Avenue
Address Line 4: New York, NEW YORK 10017

ATTORNEY DOCKET NUMBER:	509265/1271
NAME OF SUBMITTER:	Kirstie Howard
Signature:	/kh/
Date:	02/08/2007

Total Attachments: 5
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**TERMINATION AND RELEASE OF SECURITY INTEREST
IN TRADEMARK RIGHTS**

TERMINATION AND RELEASE dated as of December 22, 2006, from BANK OF AMERICA, N.A. a National Banking Association, as Administrative Agent (the "Agent") for certain banks and other financial institutions (the "Lenders"), to Marchon Eyeware, Inc., a New York Corporation with its principal place of business located at 35 Hub Drive, Melville, NY 11747 ("Grantor").

WITNESSETH:

WHEREAS, pursuant to the Trademark Security Agreement, dated as of May 10, 2000, made by the Grantors (as defined therein) in favor of the Agent (the "Collateral Agreement"), a security interest (the "Security Interest") was granted by the Grantors to the Agent in certain collateral, including the Trademark Collateral (as hereinafter defined);

WHEREAS, pursuant to that certain Trademark Security Agreement for Recordation, dated as of May 10, 2000, among the Agent and Grantor (the "Security Agreement"), Grantor, by reference to the Collateral Agreement, reaffirmed its intent to grant a Security Interest to the Agent specifically in certain Trademark Collateral;

WHEREAS, the Security Agreement was recorded in the Trademark Division of the United States Patent and Trademark Office on May 16, 2000, at Reel 2079 and Frame 0467; and

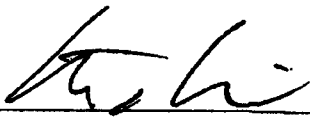
WHEREAS, the Agent now desires to terminate and release the entirety of its Security Interest in the Trademark Collateral;

NOW, THEREFORE, for good and valuable consideration including the satisfaction of all obligations, indebtedness and liabilities secured by the Trademark Collateral pursuant to the Collateral Agreement, the receipt and adequacy of which are hereby acknowledged, and upon the terms set forth in this Termination and Release, the Agent hereby states as follows:

1. Definitions. The term "Trademark Collateral," as used herein, shall mean all of the Grantors' right, title and interest of every kind and nature as of the date hereof in the trademark applications and registrations listed on Schedule A hereto.
2. Release of Security Interest. The Agent hereby terminates, releases and discharges its Security Interest in the Trademark Collateral, and any right, title or interest of the Agent in such Trademark Collateral shall hereby cease and become void.
3. Further Assurances. The Agent hereby agrees to duly execute, acknowledge, procure and deliver any further documents and to do such other acts as may be reasonably necessary to effect the release of the Security Interest contemplated hereby.

IN WITNESS WHEREOF, the undersigned has executed this Termination and Release by its duly authorized officer as of the date first above written.

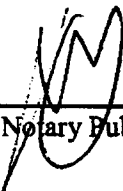
BANK OF AMERICA, N.A.

By: 
Name: Michael S. Haines
Title: Senior Vice Presiden

STATE OF Connecticut)
COUNTY OF Hartford)

ss.: Hartford

On this 2nd day of February, 2007, before me personally appeared Michael S. Haines to me known who, being by me duly sworn, did depose and say that he/she is SVP of BANK OF AMERICA, N.A., described herein and which executed the foregoing instrument, and that he/she signed his/her name thereto pursuant to the authority granted by BANK OF AMERICA, N.A.


Notary Public

(Affix Seal Below)

Theodore P. Maniatis
Notary Public
My Commission Expires July 31, 2011

Schedule A

U.S. Trademark Registrations

Title	Registration Number
ACCUFLEX	1653533
ADD-POWER	2199773
AUTOFLEX	1517846
BENDABLES	2523650
BLUE RIBBON	1989164
BORN HOT	1535392
CAMFLEX	1544219
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EYE-GLASSERY	1526874
F	1713331
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FLEXON	1747691
FLEXON SELECT	2541409
FLEXTRA	2528270
I-F/X	1531740
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Design Only	2187506
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MARCHON	1385281
MARCHON	1369879
REBOUND	75870716
RECOVER	75869706
SOTA	75869704
URLO	75636820
OPTIFLEX	75424023
ULTRAFLEX	75428936
MEMORY METAL	74082978
FLEXALLOY	76036953
REMOTE JOB ENTRY	76002532
SELECT	75912008