

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	08/02/2009

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
PEARLE, INC.		07/30/2009	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	LUX MASALA LLC.
Street Address:	4000 Luxottica Place
City:	Mason
State/Country:	OHIO
Postal Code:	45040
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 58

Property Type	Number	Word Mark
Registration Number:	3262636	AIR-TECH
Registration Number:	1729065	ALEXANDER BROOKS
Registration Number:	3473726	AUTHENTICS EYEWEAR
Registration Number:	3299129	BELLISSIMA
Registration Number:	2807175	COME AS YOU ARE. LEAVE AS YOU WANT TO BE
Registration Number:	1164148	D.O.C.
Registration Number:	2845880	D.O.C CITY EYES
Registration Number:	1606826	D.O.C EYEWORLD
Registration Number:	1921745	D.O.C. SEXY SPECS
Registration Number:	1257977	
Registration Number:	2528567	DNA
Registration Number:	1698521	DOC SPORT VISION
Registration Number:	3299219	DVIATIONS

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Registration Number:	2851135	E-PEARLE
Registration Number:	3065504	ESSENTIAL EYEWEAR
Registration Number:	1578801	EYE BUYS
Registration Number:	1753036	EYE-CLUB
Registration Number:	1896026	FMF FIELDS & MADISON
Registration Number:	2310050	FLEXIBLES
Registration Number:	3153079	FLEXIBLES
Registration Number:	3547686	I HAVE SEEN
Registration Number:	3532647	INVIEW
Registration Number:	1969891	JACLYN PAIGE
Registration Number:	1912314	KIDSAFE
Registration Number:	3206884	KIWI
Registration Number:	1932037	MICROTHIN
Registration Number:	1910725	NITE BREAKER
Registration Number:	2330661	NOBODY CARES FOR EYES MORE THAN PEARLE
Registration Number:	2860951	NORMA G.
Registration Number:	1228785	PEARLE
Registration Number:	1634558	PEARLE EXPRESS
Registration Number:	1634577	PEARLE EYE+TECH EXPRESS
Registration Number:	2349286	PEARLE VISION
Registration Number:	1633854	PEARLE VISION CENTER
Registration Number:	1538542	PEARLE VISION CENTER
Registration Number:	1622998	PEARLE VISION EXPRESS
Registration Number:	1603022	PEARLE VISION EXPRESS
Registration Number:	3492222	PEARLE VISION
Registration Number:	3492219	PEARLE VISION
Registration Number:	3606717	PEARLETHIN
Registration Number:	3336740	PEARLEVIEWS
Registration Number:	3265912	PERSPECTIVES
Registration Number:	2753669	SEE THE CURE
Registration Number:	1921746	SEXY SPECS
Registration Number:	1709524	SPORT VISION
Registration Number:	2387663	SUNFOILS
Registration Number:	1419583	SUPERLENS
Registration Number:	3214243	SUTTON EYEWEAR

Registration Number:	2846855	TAO
Registration Number:	1978877	TATTOO
Registration Number:	1803525	THE DIFFERENCE IS CLEAR
Registration Number:	3030376	THORNTON & BANKS
Registration Number:	3544425	WE WANT YOU TO SEE MORE
Registration Number:	2322364	WEBSIGHT
Serial Number:	77691913	CLEARLY DIFFERENT
Serial Number:	77224713	EASYVIEW
Serial Number:	77530469	INTELETINT
Serial Number:	77691919	PEARLE VISION

CORRESPONDENCE DATA

Fax Number: (513)492-6390
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 513-765-6390
Email: tthomas@luxotticaretail.com
Correspondent Name: Tani L. Thomas
Address Line 1: 4000 Luxottica Place
Address Line 4: Mason, OHIO 45040

ATTORNEY DOCKET NUMBER:	A/M: PINC TO LUX MASALA
NAME OF SUBMITTER:	Tani L. Thomas
Signature:	/Tani L. Thomas/
Date:	10/07/2009

Total Attachments: 4
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Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"PEARLE, INC.", A DELAWARE CORPORATION,

WITH AND INTO "LUX MASALA LLC" UNDER THE NAME OF "LUX MASALA LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF JULY, A.D. 2009, AT 5:27 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE SECOND DAY OF AUGUST, A.D. 2009, AT 12:31 O'CLOCK A.M.


A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.



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You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7449798

DATE: 07-31-09

TRADEMARK
REEL: 004074 FRAME: 0957

CERTIFICATE OF MERGER

OF

PEARLE, INC.

WITH AND INTO

LUX MASALA LLC

(Under Section 264 of the General
Corporation Law of the State of Delaware
and Section 18-209 of the Delaware Limited Liability Company Act)

The undersigned, Lux MASALA LLC, a Delaware limited liability company, DOES
HEREBY CERTIFY:

FIRST: The name and jurisdiction of domicile, formation or organization of each of the
constituent entities which is to merge are as follows:

<u>Name</u>	<u>Jurisdiction of Domicile, Formation or Organization</u>
PEARLE, INC.	Delaware
Lux MASALA LLC	Delaware

SECOND: The Agreement and Plan of Merger, dated as of July 30, 2009 (the "Merger Agreement") by and among Cole National Corporation, a Delaware corporation, Cole National Group, Inc., a Delaware corporation, Cole Vision Corporation, a Delaware corporation, PEARLE, INC., a Delaware corporation (the "Corporation"), PEARLE VISION, INC., a Delaware corporation, and Lux MASALA LLC, a Delaware limited liability company, has been approved, adopted, certified, executed and acknowledged by each of the constituent entities party thereto in accordance with Section 264(c) of the General Corporation Law of the State of Delaware (the "DGCL"), Section 18-209 of the Delaware Limited Liability Company Act, and, with respect to the Corporation, Section 228 of the DGCL.

THIRD: The name of the surviving domestic limited liability company is Lux MASALA LLC (the "Surviving LLC").

FOURTH: The certificate of formation of Lux MASALA LLC in effect immediately prior to the merger shall be the certificate of formation of the Surviving LLC.

FIFTH: The executed Merger Agreement is on file at an office and place of business of the Surviving LLC at 4000 Luxottica Place, Mason, Ohio 45040.

SIXTH: A copy of the Merger Agreement will be furnished by the Surviving LLC, on request and without cost, to any member of the Surviving LLC or any stockholder of any constituent corporation, including, without limitation, the Corporation.

RLFI-3413646-2

SEVENTH: This Certificate of Merger and the merger of the Corporation into the Surviving LLC shall become effective at 12:31 AM Eastern Time, August 2, 2009.

[SIGNATURE PAGE FOLLOWS]

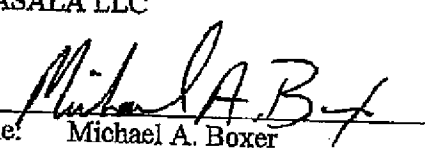
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TRADEMARK
REEL: 004074 FRAME: 0959

IN WITNESS WHEREOF, LUX MASALA LLC has caused this certificate to be duly executed by an authorized person on this 30th day of July, 2009.

LUX MASALA LLC

By:


Name: Michael A. Boxer
Authorized Person

RLF1-3413646-2