FORM PTO-Expires 06/30/99 DMB 0651-0027

Address (line 2)

10-23-1998



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Citizenship/State of Incorporation/Organization

	•			Patent and Trademark Office TRADEMARK_
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U.S. Department of Commerce

RECORDATION FORM COVER SHEET								
TRADEMARKS ONLY To: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).								
Submission Type X New	Conveyance Type X Assignment License							
Resubmission (Non-Recordation) Document ID # Correction of PTO Error Reel # Frame # Corrective Document Reel # Frame #	Security Agreement Nunc Pro Tunc Assignment Effective Date Month Day Year Change of Name Other							
Name Avionic Instruments, Inc.	Mark if additional names of conveying parties attached Execution Date Month Day Year 10 01 98							
Formerly Individual General Partnership Limited Partnership X Corporation Association Other								
X Citizenship/State of Incorporation/Organization Delaware Receiving Party Mark if additional names of receiving parties attached								
Name Bank of New York	Mark if additional names of receiving parties attached							
Address (line 1) 2500 Route 35 and Lakewood Road								
Address (line 2)								
Address (Nee 3) Manasquan CRY Individual General Partnership Corporation Association X Other Banking Corporation	New Jersey State/Country Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate							
Damerik oorhoracion	designant from Accionment							

10/20/1996 TTUN11 00000158 500713 74705510 01 FC:461 40.00 CH

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New York

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Short to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB nation Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to: Commissioner of Patents and Trademarks, Box Assignments , Washington, D.C. 20231

> TRADEMARK **REEL: 1802 FRAME: 0808**

∴ PTO- 28 06/30/99 OME 0651-0027	1618B Pa	ge 2	U.S. Department of Commerce Patent and Trademark Office TRADEMARK					
Domestic R	epresentative Name and Address	Enter for the first Receivin	g Party only.					
Name								
Address (line 1)								
Address (line 2)								
Address (line 3)								
Address (line 4)								
Correspond	Correspondent Name and Address Area Code and Telephone Number (732) 549-5600							
Name	Susan Okin Goldsmith, Esq.							
Address (line 1)	Greenbaum, Rowe, Smith, Ravin, D	avis & Himmel LLP						
Address (line 2)	Metro Corporate Campus One							
Address (line 3)	P.O. Box 5600							
Address (line 4)	Woodbridge, NJ 07095-0988							
Pages	Enter the total number of pages of the at including any attachments.	tached conveyance documen	t # 3					
Trademark Application Number(s) or Registration Number(s) Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property). Trademark Application Number(s) Registration Number(s) 74705510								
Number of F	Properties Enter the total number of p	roperties involved. #1						
Fee Amount	Fee Amount for Properties	Listed (37 CFR 3.41): \$ 40	.00					
Method of Deposit A	Payment: Enclosed [Deposit Account X						
	nyment by deposit account or if additional fees can be Deposit Account		0713					
	Authorization to	charge additional fees: Yes	s X No					
Statement a	nd 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. Charges to deposit account are authorized, as indicated herein.								
Susan Okir	Goldsmith Susau	- Oli Goldswith	10-6-98					
Name o	A	Signature	Date Signed					

TRADEMARK REEL: 1802 FRAME: 0809

ASSIGNMENT OF TRADEMARKS

WHEREAS, Avionics Instruments Inc., a Delaware corporation (herein referred to as ("Assignor"), has adopted, used and is using the trademarks listed on the annexed Schedule A, which trademarks are registered in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, Assignor is indebted to The Bank of New York, a New York banking corporation (herein referred to as "Assignee"), and has entered into a Loan and Security Agreement (the "Agreement") in favor of Assignee; and

WHEREAS, pursuant to the Agreement, Assignor has assigned to Assignee and granted to Assignee a security interest in, and mortgage on, all right, title and interest of Assignor in and to the Trademarks, together with the good will of the business symbolized by the Trademarks and the applications and registrations, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof, (the "Collateral"), to secure the payment, performance and observance of the Obligations, as defined in the Agreement;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby further assign unto Assignee and grant to Assignee a security interest in, and mortgage on, the Collateral to secure the prompt payment, performance and observance of the Obligations.

Assignor does hereby further acknowledge and affirm, that the rights and remedies of Assignee with respect to the assignment of, security interest in and mortgage on the Collateral made and granted hereby are more fully set forth in the Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

IN WITNESS WHEREOF, Assignor has caused this Assignment to be duly executed by its officer thereunto duly authorized as of the 1st day of October, 1998.

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1986

Avionic Instruments Inc.

By:

David M. Reinfeld, Presiden

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STATE OF NEW JERSEY)	
-)	ss.:
COUNTY OF MIDDLESEX)	

On this 1st day of October, 1998, before me personally appeared DAVID M. REINFELD, to me known, who, being by me duly sworn, did depose and say that he is the President of AVIONIC INSTRUMENTS INC., the corporation described in and which executed the foregoing instrument; that he knows the seal of said corporation; that the seal affixed to said instrument is such corporate seal; that it was affixed by order of the Board of Directors of said corporation, and that he signed his name thereto by like order.

LESLIE GOLDENBERG
A Notary Public of New Jersey
My Commission Expires Sept. 23, 1999

SCHEDULE A TO ASSIGNMENT OF TRADEMARKS

<u>Trademark</u> <u>Serial. No.</u>

Aerospace for Industry 74/705,510

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RECORDED: 10/08/1998

TRADEMARK REEL: 1802 FRAME: 0812