

06-02-1999



U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

5.24.99

101053473

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original document or copy thereof.

1. Name of Party(ies) conveying an interest:

Condor Systems, Inc.
2133 Samaritan Drive
San Jose, California 95124

Individual(s) Association
 General Partnership Limited Partnership
 Corporation California
 Other

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and Address of Party(ies) receiving an interest:

Name: Bank of America National Trust And Savings Association
As Agent

Street Address: 1455 Market Street, 12th Floor

Internal Address: _____

City: San Francisco State: California Zip: 28255

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation _____
 Other National Banking Association

Additional name(s) & address(es) attached? Yes No

3. Nature of Conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other Notice of Grant of Security Interest In Trademarks

Execution Date: April 15, 1999

4. Application number(s) or registration number(s):

A. Trademark Application No.(s): 75/280,600

Additional numbers attached? Yes No

B. Trademark Registration No.(s): 2,223,650 1,543,366

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Mark H. Webbink, Esq.

Internal Address: Moore & Van Allen, PLLC

Street Address: 2200 West Main Street, Suite 800

City: Durham State: NC ZIP: 27705

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.4): \$ 90.00

Enclosed
 Authorized to be charged to deposit account
(Any Deficiency)

8. Deposit account number:
13-4365
(Attach duplicate copy of this form if paying by deposit account):

DO NOT USE THIS SPACE

9. Statement and 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.

Mark H. Webbink, Esq. [Signature] 5/12/99
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments and document: 4

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

CERTIFICATE OF MAILING

I hereby certify that this paper is being deposited with the United States Postal Service as first class mail in an envelope addressed to the Commissioner Of Patent And Trademarks, Washington, DC 20231, BOX ASSIGNMENTS.

Bryan Crutcher
(Type or printed name of person signing the certificate)

[Signature]
(Signature of the person signing the certificate)

5/12/99
(Date of Signature)

06/01/1999 DMSUYEN 00000166 75280600

01 FC:481 40.00 OP
02 FC:482 50.00 OP

Schedule A

Condor Systems, Inc.

U.S. Trademarks

Pending Applications

Mark	Application Serial No.	Filing Date
CONDOR SYSTEMS and Design	75/280,600	4/24/97

Registered Marks

Mark	Registration No.	Registration Date
CONDOR SYSTEMS	2,223,650	2/16/99
ESSI	1,543,366	6/13/89

State Trademarks

State	Mark	Registration No.	Registration Date
California	ESSI (stylized)	89,338	1/26/89

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of April 15, 1999 (the "Security Agreement") by and among the Borrowers party thereto (each an "Borrower" and collectively, the "Borrowers") and Bank of America National Trust and Savings Association, as Agent (the "Agent") for the Lenders referenced therein (the "Lenders"), the undersigned Borrower has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Agent for the ratable benefit of the Lenders:

TRADEMARKS

<u>Trademark No.</u>	Description of Trademark <u>Item</u>	Date of <u>Trademark</u>
----------------------	---	-----------------------------

See Schedule A attached hereto

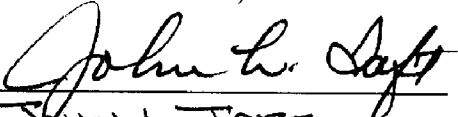
Trademark Applications

<u>Trademark Applications No.</u>	Description of Trademark <u>Applied For</u>	Date of Trademark <u>Applications</u>
---------------------------------------	--	--

See Schedule A attached hereto

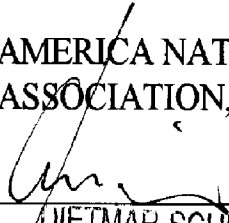
Very truly yours,

CONDOR SYSTEMS, INC.

By: 
Name: JOHN L. TRAPT
Title: V. P. ; FINANCE +
ADMINISTRATION

Acknowledged and Accepted:

BANK OF AMERICA NATIONAL TRUST AND SAVINGS ASSOCIATION, AS AGENT

By: 
Name: DIETMAR SCHIEL
Title: Vice President