

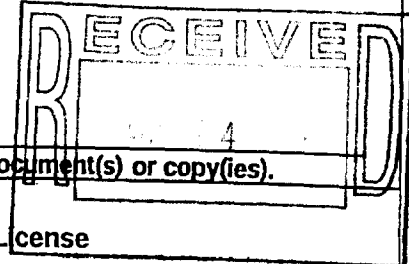
08-27-1999



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8.24.99

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

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment
- License
- Security Agreement
- Nunc Pro Tunc Assignment
- Merger
- Change of Name
- Other

Effective Date
Month Day Year
07 23 1999

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year
07 23 1999

Formerly

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

State/Country

Zip Code

- Individual
- General Partnership
- Limited Partnership

- Corporation
- Association

Other

Citizenship/State of Incorporation/Organization

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 document from Assignment.)

FOR OFFICE USE ONLY

08/27/1999 DCDATES 00000015 74691942

40.00 DP
200.00 OP

01 FD:481
02 FD:482

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet 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 Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practices. 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

REEL: 001949 FRAME: 0567

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

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)

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

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. Charges to deposit account are authorized, as indicated herein.

Laura Lopez

Name of Person Signing


Signature

August 23, 1999

Date Signed

RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

FORM PTO-1618C
Expires 06/30/99
OMB 0651-0027

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

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Enter Additional Receiving Party

Mark if additional names of receiving parties attached

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Registration Number(s)

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Registration Number(s)

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RELEASE OF SECURITY INTEREST

THIS RELEASE OF SECURITY INTEREST (this "Release") is executed as of this 23rd day of July, 1999, by BANK OF AMERICA, NATIONAL ASSOCIATION, a national banking association, successor in interest to NATIONSBANK OF TEXAS, N.A., a national banking association, as Agent for itself and the other financial institutions (the "Lenders") party to the Credit Agreement described below ("Agent"), and has reference to the following facts:

WHEREAS, WHITTAKER CORPORATION, a Delaware corporation (the "Borrower"), Agent, and the Lenders executed that certain Amended and Restated Credit Agreement dated April 10, 1996 (as amended, modified or supplemented from time to time, the "Credit Agreement");

WHEREAS, pursuant to the terms and conditions of the Credit Agreement, Agent was granted a security interest in certain licenses, patents, patent applications, copyrights, trademarks, trademark applications, trade names, assumed names, service marks and service mark applications, and all books and records evidencing or containing information regarding or otherwise pertaining to any of the foregoing (collectively, the "Intellectual Property Collateral"), under the certain Confirmation and Grant of Security Interest in Intellectual Property dated as of June 7, 1996, executed by the Borrower, Xyplex, Inc., and Whittaker Communications, Inc. for the benefit of Agent (the "Security Agreement");

WHEREAS, the Security Agreement was recorded with the United States Patent and Trademark Office as of August 28, 1996 (a) at Reel 8119, Frame 0039, against the patents listed in the schedule thereto and (b) at Reel 1500, Frame 0006, against the trademarks listed in the schedule thereto; and

WHEREAS, Agent has received consideration for a full and complete release of the security interest and liens on all of the Intellectual Property Collateral in respect of which Agent has not previously released its security interest and lien, and now wishes to release such security interest and liens in the patents listed on Exhibit A hereto and the trademarks listed on Exhibit B hereto (such patents and trademarks are hereinafter collectively referred to as the "Release Collateral");

NOW THEREFORE, Agent represents and agrees as follows:

1. Agent hereby releases, cancels and terminates all of its right, title and interest in and to the Released Collateral, including its security interest in and liens on the Released Collateral and all other rights with respect to the Released Collateral, and reconveys and assigns any and all right, title and interest that it may have in and to the Released Collateral.

2. Agent represents and warrants that it has not exercised any of the rights with respect to the Released Collateral available to it under the Security Agreement. Agent represents and warrants that it has not sold, licensed, conveyed or otherwise alienated any rights in and to the Released Collateral, and that it has not used or sublicensed any of the Released Collateral.

3. Without limiting the generality of the foregoing, this Release is intended to and shall forever terminate and reconvey the irrevocable rights in the Release Collateral conveyed to Agent.

4. Agent agrees that hereafter it will not take any action with respect to the Released Collateral.

[Balance of this page intentionally left blank.]

IN WITNESS WHEREOF, Agent has caused this Release to be duly executed by its officer thereunto duly authorized as of the date hereof.

BANK OF AMERICA, NATIONAL
ASSOCIATION, successor in
interest to NATIONSBANK OF TEXAS,
N.A.

By: W.E. Livingston, IV
Name: William E. Livingston, IV
Title: Managing Director

STATE OF Texas

COUNTY OF Dallas

§
§
§

SS:

On this 23rd day of July in the year 1999, before me personally came William E. Livingstone, IV to me known, who, being by me duly sworn, did depose and say that he is the Managing Director of BANK OF AMERICA, NATIONAL ASSOCIATION, successor in interest to NATIONSBANK OF TEXAS, N.A., the corporation described in and which executed the foregoing instrument; and that he signed his name thereto by authority of the board of directors of said corporation.

Vicky A. Hoy
Notary Public

My commission expires:



**EXHIBIT A
TO
RELEASE OF SECURITY INTEREST**

Patents – U.S. Only

<u>Title</u>	<u>Patent No.</u>	<u>Issue Date</u>
Redundant Repeater	4,949,340	08/14/90
Parallel Bridging	5,315,592	05/24/94

**EXHIBIT B
TO
RELEASE OF SECURITY INTEREST**

Trademarks – U.S. Only

Xyplex, Inc.

TRADEMARK REGISTRATIONS

<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
XYPLEX	1,344,009	06/25/85
X XYPLEX and Design	1,351,440	07/30/85
LANBUS	1,537,032	04/25/89
MAXSERVER	1,574,468	01/02/90
NETWORK 9000	1,846,149	07/19/94
SWITCHPLANE	1,978,848	6/4/96

Xyplex, Inc.

TRADEMARK APPLICATIONS

<u>Mark</u>	<u>Serial No.</u>	<u>Reg. Date</u>
ROUTERUNNER	74/691,942	06/22/95
SWITCHSCAPE	74/728,927	09/14/95
WANSCAPE	75/048,594	01/25/96