

09-21-2000

9-7-00

- Patents T
- Trademarks Pl



and Trademarks:
copy thereof.

101465540

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

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

Name: Coast Business Credit, a division of Southern Pacific Bank
Internal Address: _____
Street Address: 12121 Wilshire Blvd., Suite 1400
City: Los Angeles
State: California Zip: 90025

- Entity:
- Individual(s) Association
 - General Partnership Limited Partnership
 - Corporation-State: Massachusetts
 - Other _____

- Entity:
- Individual(s) Association
 - General Partnership Limited Partnership
 - Corporation-State: Massachusetts
 - Other _____
- Citizenship _____

If not domiciled in the United States, a domestic representative designation is attached:
 Yes
 No

3. Interest Conveyed:
- Assignment Association
 - Security Agreement Limited Partnership
 - Other _____
- Execution Date: As of July 31, 2000

4. Application number(s), patent numbers, or registration number(s). Additional sheet attached: Yes No

917,092; 1,460,672; 956,407; 1,283,127; 956,066; 991,854; 1,281,399

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

Name: Federal Research Corporation
Internal Address: Ms. Penelope Agooda
Street Address: 400 Seventh Street, N.W., Suite 101
City: Washington
State: District of Columbia Zip: 20004

6. Number of applications, patents, or registrations involved:

7

7. Amount of fee enclosed or authorized to be charged:

\$190.00 Filing Fee

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

09/19/2000 NTHM11 00000235 917092

01 FC:481 40.00 DP
02 FC:482 150.00 DP

DO NOT USE THIS SPACE

9. Date of execution of attached document As of July 30, 2000

10. 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 documents.

September 6, 2000
Date

Paul Toland

Signature

Name of Person Signing

GRANT OF SECURITY INTEREST

TRADEMARKS

THIS GRANT OF SECURITY INTEREST, dated as of July 31, 2000 is executed by Technical Communications Corporation ("Borrower"), in favor of Coast Business Credit®, a division of Southern Pacific Bank ("Lender").

A. Pursuant to a Loan and Security Agreement dated as of the date hereof (the "Loan Agreement") among Borrower and Lender, Lender has agreed to extend certain credit facilities to Borrower upon the terms and subject to the conditions set forth therein.

B. Borrower has adopted, used and is using the trademarks, more particularly described on Schedules 1-A and 1-B annexed hereto as part hereof, which trademarks are registered or subject to an application for registration in the United States Patent and Trademark Office (collectively, the "Trademarks");

C. Borrower has entered into a Security Agreement (Intellectual Property) dated the date hereof (the "Security Agreement") in favor of Lender; and

D. Pursuant to the Security Agreement, Borrower has granted to Lender a security interest in all right, title and interest of Borrower in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks and the customer lists and records related to the Trademarks and the applications and registrations thereof, and all proceeds thereof, including 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 Security Agreement;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Borrower does hereby further grant to Lender a security interest in the Collateral to secure the prompt payment, performance and observance of the Obligations.

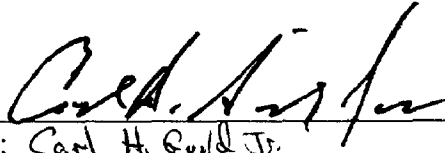
Borrower does hereby further acknowledge and affirm that the rights and remedies of Lender with respect to the security interest in the Collateral granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully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

Lender's address is:

Coast Business Credit®, a division of Southern Pacific Bank
12121 Wilshire Blvd.
Suite 1400
Los Angeles, California 90025-1176
Telecopier No.: (310) 826-2884

IN WITNESS WHEREOF, Borrower has caused this Assignment to be executed
as of the day and year first above written.

TECHNICAL COMMUNICATIONS
CORPORATION

By: 
Name: Carl H. Gould Jr.
Title: President & CEO

SCHEDULE 1-A TO GRANT OF SECURITY INTEREST

TRADEMARKS

<u>Trademark</u>	<u>Jurisdiction</u>	<u>Reg. Date</u>	<u>Reg. No.</u>
TCC	United States	_____	917,092
Cipher X	United States	_____	1,460,672
DATOTEK	United States	4-3-73	956,407
datotek and triangle design	United States	6-26-84	1,283,127
Triangle design	United States	3-27-73	956,066
DATOCODER	United States	8-27-74	991,854
XMP	United States	6-12-84	1,281,399

SCHEDULE 1-B TO GRANT OF SECURITY INTEREST

TRADEMARK APPLICATIONS

<u>Title</u>	<u>Jurisdiction</u>	<u>Date</u>	<u>Reg. No.</u>
Cipher One	United States	_____	_____

1-B-1

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TRADEMARK
REEL: 002143 FRAME: 0015

ALL-PURPOSE ACKNOWLEDGMENT

STATE OF Massachusetts)
) ss.
COUNTY OF Middlesex)

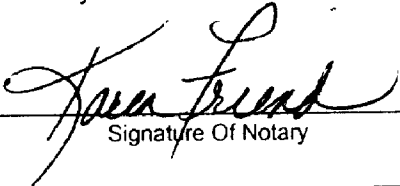
On July 28, 2000, before me, Karen Friend, Notary Public
(Name and Title of Officer)

personally appeared Carl H. Guild, Jr.

personally known to me
-or-

proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.



Signature Of Notary

OPTIONAL

Though the data below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent reattachment of this form.

CAPACITY CLAIMED BY SIGNER

- Individual
- Corporate Officer

Title(s)

- Partner(s) Limited
- Attorney-In-Fact General
- Trustee(s)
- Guardian/Conservator
- Other: _____

DESCRIPTION OF ATTACHED DOCUMENT

Title Or Type Of Document

Number Of Pages

Date Of Document

Signer is representing:
Name Of Person(s) Or Entity(ies)

Signer(s) Other Than Named Above