

U.S.

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TRADEMARKS ONLY

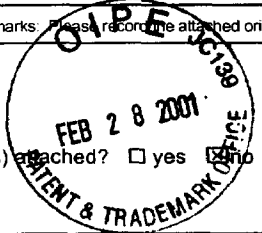
U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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

Name of conveying party(ies):

STELLEX MICROWAVE SYSTEMS, INC.

Additional name(s) of conveying party(ies) attached? yes no



2. Name and address of receiving party(ies):

(2a.)

Name: M/A COM TECH, INC.

Address: 1011 Pawtucket Blvd., P.O. Box 3295
Lowell, MA 01953-3295

3. Name of Conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other: _____

2-28-01

(2b.)

Name _____

Address: _____

Additional name(s) & address(es) attached? yes no

Execution Date: February 2, 2001

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

If this document is being filed together with a new application, the execution date of the application is:

A. Trademark Application No.(s): 76/138,567
(filed: Sep. 30, 2000)

B. Trademark Registration No.(s): _____

Additional numbers attached yes no

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

Name: TERESA L. JOHNSON

Internal Address: O'MELVENY & MYERS LLP
Embarcadero Center West

Street Address: 275 Battery Street, 26th Floor

City: San Francisco State: CA ZIP: 94111-3305

6. Total number of applications and patents involved: one

7. Total fee (37 CFR 3.41):.....\$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 50-0639

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.

TERESA L. JOHNSON
Name of Person Signing

Teresa L. Johnson
Signature

February 27, 2001
Date

Total number of pages comprising 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

ASSIGNMENT OF TRADEMARK APPLICATION

WHEREAS, STELLEX MICROWAVE SYSTEMS, INC., a California corporation with its principal place of business located at 5300 Hellyer Avenue, San Jose, California 95138-1003 ("Microwave"), and M/A COM TECH, INC., f/k/a Tyco Acquisition Corp. XIV (NV), a Nevada corporation with a place a business located 1011 Pawtucket Blvd., P.O. Box 3295, Lowell, MA 01853-3295 ("Buyer"), have entered into a Technology Transfer Agreement dated February 2, 2001 ("Transfer Agreement"), pursuant to which Microwave has agreed to sell, assign and transfer to Buyer the trademark application ("Trademark Application") listed in Schedule A, attached hereto and hereby made a part hereof, and the trademarks described therein; and

WHEREAS, Buyer is desirous of acquiring all rights Microwave has or may have, including the entire right, title and interest in and to the aforesaid Trademark Application;

NOW, THEREFORE, for good and valuable consideration for the transfer of the Trademark Application pursuant to the Transfer Agreement dated February 2, 2001:


Microwave does hereby sell, assign, transfer and set over unto Buyer, its successor and assigns, Microwave's entire right, title and interest in the Trademark Application listed in Schedule A, including without limitation, the right of priority to file corresponding applications in any and all countries, the Trademark Application to be held by Buyer for its own use and enjoyment and for the use and enjoyment of its successors and assigns as fully and entirely as it would have been held and enjoyed by Microwave had such sale, assignment and transfer not been made. This Trademark Assignment is made without any covenant, warranty or representation by, or recourse against, ASSIGNOR except as expressly set forth in the Transfer Agreement or the Asset Purchase Agreement dated as of January 10, 2001 between Microwave and Buyer.

Microwave hereby authorizes and requests the duly authorized officials of the United States and foreign countries concerned to take such action as may be required to give effect to the sale, assignment and transfer made herein, including the issuance of any United States and foreign trademark registration on Schedule A to Buyer, its successors and assigns; and Microwave agrees to do all things reasonably necessary to effectuate such sale, assignment and transfer in respect to the Trademark Application.

[SIGNATURE PAGE TO FOLLOW]

Executed at New York, New York, this 2nd day of February, 2001.

STELLEX MICROWAVE SYSTEMS, INC.

By: 
Name: P. Roger Byer
Title: Treasurer

SCHEDULE A
TO
ASSIGNMENT OF TRADEMARK APPLICATION

United States Trademark Applications

<u>Application No.</u>	<u>Filing Date</u>	<u>Description</u>
76138567	Filed September 30, 2000	Flex-Module