

Form PTO-1594
(rev 3/1)**RECORDATION FORM COVER SHEET
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.

1. Name of conveying party(ies):

**ABLECO FINANCE LLC, AS
COLLATERAL AGENT** Individual(s) Association
 General Partnership Limited Partnership
 Corporation Other **Delaware LLC**Additional name(s) of conveying party(ies) attached? Yes No

2. Name and Address of receiving party(ies)

**ELGAR ELECTRONICS CORPORATION
450 Park Avenue, 28th Floor
New York, NY 10022** Individual(s) citizenship Association
 General Partnership
 Limited Partnership
 Corporation - **California**
 OtherIf assignee is not domiciled in the United States, a domestic
representative designation is attached: Yes No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

 Assignment Merger
 Security Agreement Change of Name
 Other: **Release of Security Interest**Execution Date: **April 16, 2003**

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

A. Trademark Application No(s).

76351996 76433288

76351976 76433280

B. Trademark Registration No(s).

2624857 2548824 972782

2624856 2548822 2596187

2551585 2684819 2548827

2548823 2203753

Additional numbers attached? Yes No5. Name and address of party to whom corres-
pondence concerning document should be mailed:**Edward H. Sadtler, Esq.
SKADDEN, ARPS, SLATE, MEAGHER
& FLOM LLP
Four Times Square
New York, New York 10036**6. Total number of applications/registrations
involved: 157. Total fee (37 CFR 3.41) **\$490** All fees and any deficiencies are authorized to be
charged to Deposit Account
(Our Ref. 010020/13)8. Deposit Account No. 19-2385

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.*Edward H. Sadtler

Name



Signature

April 17, 2003

Date

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

TRADEMARK RELEASE

This Release is made and granted as of April 16, 2003 by Ableco Finance LLC, a Delaware limited liability company, as Collateral Agent (the "Agent"), with principal offices at 450 Park Avenue, 28th Floor, New York, New York 10022, to Elgar Electronics Corporation, a California corporation (the "Assignor"), with principal offices at 9250 Brown Deer Road, San Diego, California 92121.

WHEREAS, the Assignor and the Agent are parties to a certain Trademark Security Agreement, dated as of June 26, 2002 (the "Trademark Security Agreement"), and a certain Security Agreement, dated as of June 26, 2002 (together with the Trademark Security Agreement, the "Security Agreements").

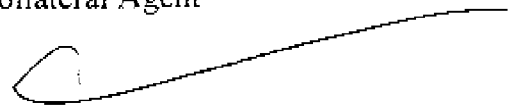
WHEREAS, the Security Agreements provide for the Assignor's grant of a security interest in the Assignor's right, title and interest in and to certain U.S. trademark registrations and U.S. trademark applications (the "Marks"), including, but not limited to, those set forth on Schedule A attached hereto, to the Agent, as security for the Secured Obligations (as defined in the Trademark Security Agreement). The grant of security interests was duly recorded on July 10, 2002 at Trademark Reel/Frame 002541/0227 in the United States Patent and Trademark Office; and

WHEREAS, the Assignor has satisfied its obligations under the Security Agreements and the Agent wishes to release and restore all right, title and interest in and to the Marks to the Assignor and to dissolve any and all security interests, liens and encumbrances respecting the Marks.

NOW, THEREFORE, termination having occurred under Section 18 of the Trademark Security Agreement, for good and valuable consideration, the receipt of which is hereby acknowledged, and in consideration of the mutual promises herein and under the Security Agreements, the Agent hereby releases, discharges, quit claims and relinquishes unto the Assignor any and all right, title and interest in, to and under (a) the Marks, (b) all claims, causes of action and rights to sue arising prior to, on or after June 26, 2002 for infringement or unconsented use of any of the Marks and all rights arising therefrom or pertaining thereto, (c) all general intangibles related to or arising out of any of the Marks and all goodwill of the Assignor's business symbolized by the Marks or associated therewith and (d) all Proceeds (as such term is defined in the Trademark Security Agreement) of any and all of the foregoing. The Agent further agrees to take such action as may be reasonably requested by the Assignor from time to time to effectuate and carry out the provisions and intent of this Release.

Executed as of the date set forth above.

ABLECO FINANCE LLC,
as Collateral Agent

By: 
 Name: KEVIN GENDA
 Title: CHIEF CREDIT OFFICER

SCHEDULE - A**Schedule of Trademarks**

<u>Corporation</u>	<u>Mark</u>	<u>Application Number</u>	<u>Date of Filing</u>	<u>Registration No.</u>	<u>Registration Date</u>
Elgar Electronics Corporation	"ELGAR"	76/351,996	12/21/01		
Elgar Electronics Corporation	"ELGAR" (stylized)	76/351,976	12/21/01		
Elgar Electronics Corporation	"SMARTWAVE"	76/351,975	12/21/01	2,624,856	09/24/02
Elgar Electronics Corporation	"SW"	75/791,012	09/02/99	2,548,824	03/19/02
Elgar Electronics Corporation	"TW"	76/351,977	12/21/01	2,624,857	09/24/02
Elgar Electronics Corporation	"EW"	75/791,010	09/02/99	2,548,822	03/19/02
Elgar Electronics Corporation	"GUPS"	75/791,375	09/02/99	2,551,585	03/26/02
Elgar Electronics Corporation	"CONTINUOUSWAVE"	75/789,634	09/01/99	2,596,187	07/16/02
Elgar Electronics Corporation	"CW"	75/789,635	09/01/99	2,684,819	02/04/03
Elgar Electronics Corporation	"SORENSEN"	72/424,413	05/15/72	0,972,782	11/13/73
Elgar Electronics Corporation	"ELGAR"	75/791,227	09/02/99	2,548,827	03/19/02
Elgar Electronics Corporation	"ELGAR" (stylized)	75/791,011	09/02/99	2,548,823	03/19/02
Elgar Electronics Corporation	"POWER TEN"	76/433,288	07/23/02		
Elgar Electronics Corporation	"POWER TEN" (stylized)	76/433,280	07/23/02		
Elgar Electronics Corporation	"POWER TEN INC." (and design)	75/318,887	07/03/97	2,203,753	11/17/98

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