

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
C&D Technologies, Inc.		03/14/2005	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	C&D Charter Holdings, Inc.		
<b>Street Address:</b>	300 Delaware Avenue		
<b>Internal Address:</b>	Suite 503		
<b>City:</b>	Wilmington		
<b>State/Country:</b>	DELAWARE		
<b>Postal Code:</b>	19801		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2840358	MAXRATE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(215)979-1020		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	215.979.1000		
<b>Email:</b>	azgifford@duanemorris.com		
<b>Correspondent Name:</b>	Allison Z. Gifford, Esquire		
<b>Address Line 1:</b>	One Liberty Place		
<b>Address Line 4:</b>	Philadelphia, PENNSYLVANIA 19103-7396		
<b>NAME OF SUBMITTER:</b>	Allison Z. Gifford, Esquire		
<b>Signature:</b>	/allison z gifford/		
<b>Date:</b>	03/30/2005		

CH \$40.00 2840358

Total Attachments: 2

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**TRADEMARK  
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**TRADEMARK ASSIGNMENT**

This Assignment, dated MARCH 14, 2005, between the undersigned, C&D Technologies, Inc., a Delaware company, with its principal place of business located at 1400 Union Meeting Road, Blue Bell, Pennsylvania 19422-0858 (the "Assignor"), and C&D Charter Holdings, Inc., a Delaware corporation, with a principal place of business at 300 Delaware Avenue, Suite 503, Wilmington, Delaware 19801 (the "Assignee"), transfers and assigns from Assignor to Assignee, all right, title, and interest in and to the mark and Federal registration described below:

<u>Mark</u>	<u>Reg. No.</u>	<u>Fil. Date</u>
MAXRATE	2,840,358	June 3, 2003

and the goodwill of the business associated therewith (collectively, the "Mark").


For good and valuable consideration by Assignee, the receipt and sufficiency of which are hereby acknowledged, the Assignor does hereby assign unto the Assignee all of its right, title, and interest in and to the Mark, free and clear of all liens and encumbrances, together with all of the goodwill of the entire business associated with and symbolized by such Mark, the registrations thereof and therefore, and any rights of the Assignor to sue any third parties for any past infringement of or to the Mark, for the use and behoove of Assignee and its successors, assigns or other legal representative and to prosecute such applications and registrations in the United States Patent and Trademark Office.

After execution of this Trademark Assignment, at the request of the Assignee and at the Assignee's expense, but without additional consideration to the Assignor, the Assignor will execute and deliver to the Assignee from time to time such further instruments of conveyance, transfer, and assignment and other documents, and will take such other actions, as the Assignee may reasonably require to convey and deliver more effectively to the Assignee the Mark, to perfect the Assignee's title thereto, and otherwise to accomplish the orderly transfer to the Assignee of the Mark and to give full effect to this Trademark Assignment.

This Trademark Assignment is binding on the Assignor and its respective successors and assigns, and inures to the benefit of the Assignee and its successors and assigns.

In witness whereof, intending to be legally bound hereby, the Assignor has duly executed this Trademark Assignment.


C&D TECHNOLOGIES, INC.

  
Name: Stephen E. Markert, Jr.  
Title: Vice President, Finance & CFO

COMMONWEALTH OF PENNSYLVANIA :  
: ss.  
COUNTY OF MONTGOMERY :

I, Molly F. Gampa a Notary Public, in and for the State and County aforesaid, do hereby certify that on this 14th day of March, 2005, appeared before me Stephen E. Markert, Jr., to me personally known, who, being by me duly sworn, did say that he is the Vice President, Finance & CFO of C&D Technologies, Inc., and that said instrument was signed on behalf of said corporation by authority of its Board of Directors and said instrument to be the free act and deed of said corporation.

Subscribed and sworn to before me this 14th day of March, 2005.

  
Notary Public

(SEAL)

Notarial Seal  
Molly F. Gampa, Notary Public  
Whitpain Twp., Montgomery County  
My Commission Expires May 5, 2005  
Member, Pennsylvania Association of Notaries