

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT																																										
NATURE OF CONVEYANCE:	Termination and Release of Security Interest in Trademark Rights (previously recorded at Reel 2376 Frame 0654)																																										
CONVEYING PARTY DATA																																											
<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="width: 30%;">Name</th> <th style="width: 30%;">Formerly</th> <th style="width: 20%;">Execution Date</th> <th style="width: 20%;">Entity Type</th> </tr> <tr> <td>JPMorgan Chase Bank, N.A., as Collateral Agent</td> <td></td> <td>11/18/2005</td> <td>National Banking Association:</td> </tr> </table>	Name	Formerly	Execution Date	Entity Type	JPMorgan Chase Bank, N.A., as Collateral Agent		11/18/2005	National Banking Association:																																			
Name	Formerly	Execution Date	Entity Type																																								
JPMorgan Chase Bank, N.A., as Collateral Agent		11/18/2005	National Banking Association:																																								
RECEIVING PARTY DATA																																											
<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 20%;">Name:</td> <td>SPX Corporation (formerly known as United Dominion Industries, Inc.)</td> </tr> <tr> <td>Street Address:</td> <td>13515 Ballantyne Corporate Place</td> </tr> <tr> <td>City:</td> <td>Charlotte</td> </tr> <tr> <td>State/Country:</td> <td>NORTH CAROLINA</td> </tr> <tr> <td>Postal Code:</td> <td>28277</td> </tr> <tr> <td>Entity Type:</td> <td>CORPORATION: DELAWARE</td> </tr> </table>	Name:	SPX Corporation (formerly known as United Dominion Industries, Inc.)	Street Address:	13515 Ballantyne Corporate Place	City:	Charlotte	State/Country:	NORTH CAROLINA	Postal Code:	28277	Entity Type:	CORPORATION: DELAWARE																															
Name:	SPX Corporation (formerly known as United Dominion Industries, Inc.)																																										
Street Address:	13515 Ballantyne Corporate Place																																										
City:	Charlotte																																										
State/Country:	NORTH CAROLINA																																										
Postal Code:	28277																																										
Entity Type:	CORPORATION: DELAWARE																																										
PROPERTY NUMBERS Total: 95																																											
<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="width: 20%;">Property Type</th> <th style="width: 20%;">Number</th> <th style="width: 60%;">Word Mark</th> </tr> <tr><td>Serial Number:</td><td>76195101</td><td>AIR HOG</td></tr> <tr><td>Serial Number:</td><td>76054096</td><td>WINDMAKER</td></tr> <tr><td>Registration Number:</td><td>2186083</td><td>MASTER RE</td></tr> <tr><td>Registration Number:</td><td>2312419</td><td>CMB+</td></tr> <tr><td>Registration Number:</td><td>2421796</td><td>POLYJET</td></tr> <tr><td>Registration Number:</td><td>2010557</td><td>CA</td></tr> <tr><td>Registration Number:</td><td>1754901</td><td>COMPACTION AMERICA</td></tr> <tr><td>Registration Number:</td><td>2404646</td><td>PRO-GRADE</td></tr> <tr><td>Serial Number:</td><td>75519240</td><td>OPTIMA SERIES</td></tr> <tr><td>Registration Number:</td><td>2428723</td><td>OPTIMA SERIES</td></tr> <tr><td>Serial Number:</td><td>75519130</td><td>OPTIMIZER SERIES</td></tr> <tr><td>Registration Number:</td><td>2423788</td><td>OPTITEK 2 EMS</td></tr> <tr><td>Registration Number:</td><td>2423787</td><td>OPTITEK 2 EMS</td></tr> </table>	Property Type	Number	Word Mark	Serial Number:	76195101	AIR HOG	Serial Number:	76054096	WINDMAKER	Registration Number:	2186083	MASTER RE	Registration Number:	2312419	CMB+	Registration Number:	2421796	POLYJET	Registration Number:	2010557	CA	Registration Number:	1754901	COMPACTION AMERICA	Registration Number:	2404646	PRO-GRADE	Serial Number:	75519240	OPTIMA SERIES	Registration Number:	2428723	OPTIMA SERIES	Serial Number:	75519130	OPTIMIZER SERIES	Registration Number:	2423788	OPTITEK 2 EMS	Registration Number:	2423787	OPTITEK 2 EMS	
Property Type	Number	Word Mark																																									
Serial Number:	76195101	AIR HOG																																									
Serial Number:	76054096	WINDMAKER																																									
Registration Number:	2186083	MASTER RE																																									
Registration Number:	2312419	CMB+																																									
Registration Number:	2421796	POLYJET																																									
Registration Number:	2010557	CA																																									
Registration Number:	1754901	COMPACTION AMERICA																																									
Registration Number:	2404646	PRO-GRADE																																									
Serial Number:	75519240	OPTIMA SERIES																																									
Registration Number:	2428723	OPTIMA SERIES																																									
Serial Number:	75519130	OPTIMIZER SERIES																																									
Registration Number:	2423788	OPTITEK 2 EMS																																									
Registration Number:	2423787	OPTITEK 2 EMS																																									

OP \$2390.00 76195101

900037626

TRADEMARK
REEL: 003208 FRAME: 0067

Serial Number:	75357981	TECHNOLAB
Registration Number:	1190603	AWESOME
Serial Number:	76189389	MACH 30
Serial Number:	76189390	MARLEY INDUSTRIAL PRODUCTS
Registration Number:	1054734	FIRE SNUF
Registration Number:	793892	RESOLITE
Registration Number:	1808426	RESOFLO
Registration Number:	1777133	RESOFLO
Registration Number:	1318157	TRED-SAFE
Registration Number:	1319397	TRED-SAFE
Registration Number:	1928655	PEST-ASIDE
Registration Number:	2051150	TKO
Registration Number:	2281094	TKO CRUISERWEIGHT
Registration Number:	2189046	TKO
Registration Number:	2246556	TKO HEAVYWEIGHT
Registration Number:	2239541	TKO MIDDLEWEIGHT
Serial Number:	75496022	TKO WELTERWEIGHT
Registration Number:	1799865	A UNITED DOMINION COMPANY
Registration Number:	2171523	A UNITED DOMINION COMPANY
Registration Number:	2437062	ANCO
Registration Number:	523005	ANCO
Registration Number:	759614	ARO-VAC
Registration Number:	765027	BESTOV
Registration Number:	1272367	CB
Registration Number:	1335127	CB
Registration Number:	382185	C B
Registration Number:	1925232	CHERRY-BURRELL
Registration Number:	351306	CHERRY-BURRELL
Registration Number:	349722	CHERRY-BURRELL
Registration Number:	838373	CLEANWALL
Registration Number:	1980149	CORRUFLOW
Serial Number:	76071245	DESIGN ON SURFACE
Registration Number:	705205	FLEXFLO
Registration Number:	1284950	"I"
Registration Number:	771859	LEVELMATIC

Registration Number:	760960	LOAD-A-MATIC
Registration Number:	716108	MFC
Registration Number:	832525	NO-BAC
Registration Number:	712088	PIN POINT
Registration Number:	1197161	SENTINEL
Registration Number:	762741	SPIRATHERM
Registration Number:	758808	STELLAR-FLO
Registration Number:	1310970	THERMAFLEX
Registration Number:	691272	THERMUTATOR
Registration Number:	2003433	THOLLATOR
Registration Number:	824440	UNITHERM
Registration Number:	703913	UNIVAT
Registration Number:	2171614	VERSA LINE
Registration Number:	695255	VITALINE
Registration Number:	615757	VOGT
Registration Number:	1441979	VOGT PREMIER
Registration Number:	688252	WAUKESHA
Registration Number:	797042	WAUKESHA METAL
Registration Number:	1632914	WAUKESHA PUMPS
Registration Number:	2419713	AGRIFEED
Serial Number:	76189242	
Registration Number:	755946	MAGNETIC MONITOR
Registration Number:	759173	VOTATOR
Registration Number:	760654	AMPROBE
Registration Number:	1230960	COUNT STAR
Registration Number:	1236143	WEIGH STAR
Registration Number:	1595008	COUNT*STAR
Serial Number:	75390229	E-Z COUNT
Registration Number:	1788015	FLIP-TOP
Registration Number:	1113043	GENERAL ACCUCOUNT
Registration Number:	2318443	MINI-PRO
Registration Number:	1193101	MLC
Registration Number:	1499261	PRO-WEIGH
Registration Number:	1193102	SLC
Registration Number:	2289938	VEHICLE-PRO

Registration Number:	1614625	CLEAN FRAME
Registration Number:	2178783	HYDRA MAX
Registration Number:	1650579	POSI-TRAC
Serial Number:	75400989	SAFETY-CHOCK
Registration Number:	1674806	SAFETY-LOC
Registration Number:	817730	SERCO
Serial Number:	75937216	S.M.A.R.T
Registration Number:	1781421	ULTRA SEAL
Serial Number:	75400991	VERSA-DOCK XL
Registration Number:	1745196	XL-90
Registration Number:	1159823	POSI-FILL
Serial Number:	76180713	AIR BAG

CORRESPONDENCE DATA

Fax Number: (212)455-2502
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: (212) 455-7698
 Email: ksolomon@stblaw.com
 Correspondent Name: Mark Solomon, Esq.
 Address Line 1: Simpson Thacher & Bartlett LLP
 Address Line 2: 425 Lexington Avenue
 Address Line 4: New York, NEW YORK 10017

ATTORNEY DOCKET NUMBER:	509265/0608
NAME OF SUBMITTER:	Mark Solomon
Signature:	/ms/
Date:	12/09/2005

Total Attachments: 6
 source=2376654_#page1.tif
 source=2376654_#page2.tif
 source=2376654_#page3.tif
 source=2376654_#page4.tif
 source=2376654_#page5.tif
 source=2376654_#page6.tif

TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARK RIGHTS

This TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARK RIGHTS dated as of November 18, 2005, is made to SPX Corporation (formerly known as United Dominion Industries, Inc.), a Delaware corporation with its principal place of business located at 13515 Ballantyne Corporate Place, Charlotte, North Carolina 28277 (the "Obligor"), from JPMorgan Chase Bank, N.A. (formerly known as The Chase Manhattan Bank), a national banking association, as Collateral Agent (the "Agent") for certain banks and other financial institutions (the "Lenders"), parties to the Credit Agreement dated as of October 6, 1998, as amended and restated as of May 24, 2001, as amended and restated as of August 18, 2003 (as amended, supplemented or otherwise modified from time to time, the "Credit Agreement"), among SPX Corporation, a Delaware corporation and the parent of the Obligor (the "Parent Borrower"), the Foreign Subsidiary Borrowers party thereto (together with the Parent Borrower, the "Borrowers"), the Lenders, the Agent, and others.

WITNESSETH:

WHEREAS, pursuant to the Credit Agreement, the Lenders severally agreed to make Loans and other extensions of credit to the Borrowers upon the terms and subject to the conditions set forth therein;

WHEREAS, in connection with the Credit Agreement, the Parent Borrower, the Obligor and certain other subsidiaries of the Parent Borrower are parties to the Guarantee and Collateral Agreement, dated as of October 6, 1998, as amended and restated as of May 24, 2001, as amended and restated as of August 18, 2003 (as amended, supplemented or otherwise modified from time to time, the "Guarantee and Collateral Agreement"), in favor of the Agent for the benefit of the Secured Parties;

WHEREAS, pursuant to the Guarantee and Collateral Agreement, the Obligor pledged and granted to the Agent for the benefit of the Secured Parties a continuing security interest in all Intellectual Property, including the Trademarks;

WHEREAS, pursuant to that certain Grant of Security Interest in Trademark Rights dated as of July 10, 2001, among the Agent and Obligor (the "Security Agreement"), Obligor, by reference to the Guarantee and Collateral Agreement, reaffirmed its intent to grant a security interest to the Agent specifically in certain Trademark Collateral (as defined below);

WHEREAS, the Security Agreement was recorded in the Trademark Division of the United States Patent and Trademark Office on October 11, 2001, at Reel 002376 and Frame 0654; and

WHEREAS, the Agent now desires to terminate and release the entirety of its security interest in the Trademark Collateral;

NOW, THEREFORE, for good and valuable consideration including the satisfaction of all obligations, indebtedness and liabilities secured by the Trademark Collateral pursuant to the Guarantee and Collateral Agreement, the receipt and adequacy of which are hereby acknowledged, and upon the terms set forth in this Termination and Release, the Agent hereby states as follows:

1. Definitions. The term "Trademark Collateral," as used herein, shall mean all of the Obligor's right, title and interest of every kind and nature as of the date hereof in the Trademarks (including, without limitation, those items listed on Schedule A hereto). All capitalized terms used but not defined herein shall have the meaning provided by reference in the Guarantee and Collateral Agreement and the Security Agreement.

2. Release of Security Interest. The Agent hereby terminates, releases and discharges, and to the extent an Event of Default has occurred and is continuing, reconveys and reassigns, its security interest in, and right of setoff against, the Trademark Collateral, and any right, title or interest of the Agent in such Trademark Collateral shall hereby cease and become void.

3. Further Assurances. The Agent hereby agrees to duly execute, acknowledge, procure and deliver any further documents and to do such other acts as may be reasonably necessary to effect and record the release of the security interest contemplated hereby.

IN WITNESS WHEREOF, the undersigned has executed this Termination and Release by its duly authorized officer as of the date first above written.

JPMORGAN CHASE BANK, N.A. (formerly
known as The Chase Manhattan Bank)

By: Marian N. Schulman
Name:
Title: **MARIAN N. SCHULMAN**
Managing Director

[Signature Page to Termination and Release]

TRADEMARK
REEL: 003208 FRAME: 0073

Schedule A

Trademark Registration

<u>Trademark Number</u>	<u>Trademark</u>
76/195,101	AIR HOG
76/054,096	Windmaker
2,186,083	MASTER RE
2312419	CMB+
2421796I	POLYJET
2,010,557I	CA Logo
1,754,901	COMPACTION AMERICA
2,404,646	PRO-GRADE
75/519,240 ITU	OPTIMA SERIES +des.
2428723	OPTIMA SERIES
75/519,130 ITU	OPTIMIZER SERIES
2423788	OPTITEK 2 EMS
2423787	OPTITEK 2 EMS +des.
75/357,981 ITU	TECHNOLAB
1,190,603	AWESOME
76/189,389 ITU	MACH 30
76/189,390 ITU	MARLEY INDUSTRIAL
1,054,734	FIRE SNUF
793,892	RESOLITE
1,808,426	RESOFLO
1,777,133	RESOLFLO +design
1,318,157	TRED-SAFE
1,319,397	TRED-SAFE +design
1,928,655	PEST-ASIDE
2051150	TKO
2281094	TKO Cruiserweight
2189046	TKO +design
2246556	TKO Heavyweight
2239541	TKO Middleweight
7549602	TKO Welterweight
1,799,865	A UNITED DOMINION
2,171,523	A UNITED DOMINION
2437062	Anco
523,005	ANCO + design
759,614	ARO-VAC
765,027	BESTOV
1,272,367	CB logo
1,335,127	CB logo
382,185	CB +design
1,925,232	CHERRY-BURRELL
351,306	CHERRY-BURRELL
349,722	CHERRY-BURRELL

Schedule A

838,373	CLEANWALL
1,980,149	CORRUFLOW
76-071,245 ITU	Design On Surface
705,205	FLEXFLO
1,284,950	"T"
771,859	LEVELMATIC
760,960	LOAD-A-MATIC
716,108	MFC
832525	NO-BAC
712,088	PIN POINT
1,159,823	POSI-FILL
1,197,161	SENTINEL
762,741	SPIRATHERM
758,808	STELLAR-FLO
1,310,970	THERMAFLEX
691272	THERMUTATOR
2003433	THOLLATOR
824,440	UNITHERM
703,913	UNIVAT
2171614	VERSA LINE
6952551	VITALINE
615,757	VOGT
1,441,979	VOGT PREMIER
688,252	WAUKESHA
797,042	WAUKESHA METAL
1,632,914	WAUKESHA PUMPS
2,419,713	AGRIFEED
76/189,242	DESIGN

Trademark Registration

<u>Trademark Number</u>	<u>Trademark</u>
755946	MAGNETIC MONITOR
759,173	VOTATOR

Trademark Registration

<u>Trademark Number</u>	<u>Trademark</u>
760,654	Amprobe

Schedule A

Trademark Registration

<u>Trademark Number</u>	<u>Trademark</u>
1,230,960	COUNT STAR
1,236,143	WEIGH STAR

Trademark Registration

<u>Trademark Number</u>	<u>Trademark</u>
1,595,008	COUNT*STAR
75/390,229	E-Z COUNT
1,788,015	FLIP-TOP
1,113,043	GENERAL ACCUCOUNT
2,318,443	MINI-PRO
1,193,101	MLC
1,499,261	PRO-WEIGH
1,193,102	SLC
2,289,938	VEHICLE-PRO

Trademark Registration

<u>Trademark Number</u>	<u>Trademark</u>
76/180,713 ITU	Air Bag
1614625	CLEAN FRAME
2178783	HYDRA MAX
1650579	POSI-TRAC
75/400,989 ITU	SAFETY-CHOCK
1674806	SAFETY-LOC
817730	SERCO
75/937,216 ITU	S.M.A.R.T.
1781421	ULTRA SEAL
75/400,991 ITU	VERSA-DOCK XL
1745196	XL-90