

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Kuhlman Electric Corporation		03/31/2006	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Wachovia Bank, National Association, as Administrative Agent
Street Address:	201 S. College Street
Internal Address:	CP-8
City:	Charlotte
State/Country:	NORTH CAROLINA
Postal Code:	28288
Entity Type:	national banking association: UNITED STATES

PROPERTY NUMBERS Total: 8

Property Type	Number	Word Mark
Registration Number:	2385492	ACCUSLIP
Registration Number:	1767332	AE
Registration Number:	1794750	ASSOCIATED ENGINEERING
Registration Number:	1761177	AE
Registration Number:	1452966	TOROFORM
Registration Number:	1358439	R & D
Registration Number:	0890836	K KUHLMAN
Registration Number:	0786326	KUHLMAN

CORRESPONDENCE DATA

Fax Number: (919)416-8339
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 919 286-8049
 Email: PTO_TMconfirmation@mvalaw.com
 Correspondent Name: Moore & Van Allen PLLC

OP \$215.00 2385492

Address Line 1: 430 Davis Drive
Address Line 2: Suite 500
Address Line 4: Morrisville, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER:	512485.1476NTKUHLMANCLE
NAME OF SUBMITTER:	Charles L. Evans
Signature:	/Charles L. Evans/
Date:	04/24/2006

Total Attachments: 4
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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of March 31, 2006 (the "Security Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Wachovia Bank, National Association, as Administrative Agent (the "Administrative Agent") for the lenders referenced therein (the "Lenders"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Administrative Agent for the ratable benefit of the Lenders:

TRADEMARKS

<u>Trademark No.</u>	Description of <u>Trademark</u>	<u>Date of Trademark</u>
	See Schedule I attached hereto.	

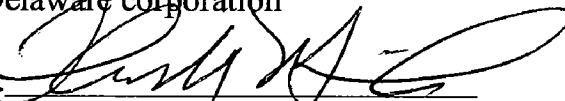
TRADEMARK APPLICATIONS

<u>Trademark Application No.</u>	Description of Trademark <u>Applied For</u>	Date of Trademark <u>Application</u>
	See Schedule I attached hereto.	

The Obligors and the Administrative Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

KUHLMAN ELECTRIC CORPORATION,
a Delaware corporation

By: 

Name: Thomas M. Minnich

Title: V.P. Finance, CFO & Secretary

Acknowledged and Accepted:

WACHOVIA BANK, NATIONAL ASSOCIATION,
as Administrative Agent

By: _____

Name: _____

Title: _____

KUHLMAN ELECTRIC CORPORATION
NOTICE OF GRANT OF SECURITY
INTEREST IN TRADEMARKS

TRADEMARK
REEL: 003295 FRAME: 0197

The Obligors and the Administrative Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

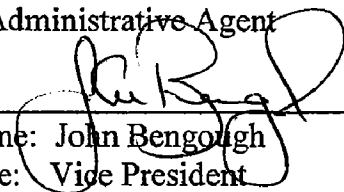
Very truly yours,

KUHLMAN ELECTRIC CORPORATION,
a Delaware corporation

By: _____
Name: _____
Title: _____

Acknowledged and Accepted:

WACHOVIA BANK, NATIONAL ASSOCIATION,
as Administrative Agent

By:  _____
Name: John Bengough
Title: Vice President

KUHLMAN ELECTRIC CORPORATION
NOTICE OF GRANT OF SECURITY
INTEREST IN TRADEMARKS

TRADEMARK
REEL: 003295 FRAME: 0198

Schedule I**Kuhlman Electric Corporation
(Delaware Corporation)****U.S. Trademarks****Registered Marks**

Mark	Registration No.	Registration Date
ACCUSLIP	2385492	9/12/00
AE	1767332	4/27/93
ASSOCIATED ENGINEERING	1794750	9/28/93
AE	1761177	3/30/93
TOROFORM	1452966	8/18/87
R & D and Design	1358439	9/3/85
K KUHLMAN and Design	890836	5/12/70
KUHLMAN	786326	3/9/65

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RECORDED: 04/24/2006

TRADEMARK
REEL: 003295 FRAME: 0199