

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		Release of Security Interest in Intellectual Property Collateral	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Goldman Sachs Credit Partners, L.P., as Collateral Agent		05/09/2011	LIMITED PARTNERSHIP: BERMUDA
RECEIVING PARTY DATA			
Name:	Aeroflex Incorporated		
Street Address:	35 South Service Road		
City:	Plainville		
State/Country:	NEW YORK		
Postal Code:	11803		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	3026785	AEROFLEX	
Registration Number:	2589802	FASTSOURCE	
CORRESPONDENCE DATA			
Fax Number:	(312)993-9767		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	312/876-7628		
Email:	linda.kastner@lw.com		
Correspondent Name:	Linda R. Kastner, c/o Latham & Watkins		
Address Line 1:	233 S. Wacker Drive		
Address Line 2:	Suite 5800		
Address Line 4:	Chicago, ILLINOIS 60606		
NAME OF SUBMITTER:	Linda R. Kastner		
Signature:	/lk/		
Date:	05/09/2011		

OP \$65.00 3026785

Total Attachments: 21

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**RELEASE OF SECURITY INTEREST
IN INTELLECTUAL PROPERTY COLLATERAL**

This **RELEASE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY COLLATERAL** (this "**Release**"), dated as of May 9, 2011, is made by GOLDMAN SACHS CREDIT PARTNERS, L.P., as Collateral Agent ("**Collateral Agent**"), under the Pledge and Security Agreement referred to below (terms used in this Release and not herein defined shall have the meanings set forth in the Pledge and Security Agreement).

WHEREAS, in connection with that certain Pledge and Security Agreement, dated as of August 15, 2007 (as amended, restated, supplemented or otherwise modified from time to time, the "**Pledge and Security Agreement**"), among AEROFLEX INCORPORATED, AEROFLEX COLORADO SPRINGS, INC., AEROFLEX WICHITA, INC., AEROFLEX/WEINSCHL, INC., IFR SYSTEMS, INC., AEROFLEX/INMET, INC., AEROFLEX POWELL, INC., AEROFLEX SYSTEMS GROUP, INC. (f/k/a Aeroflex High Speed Test Solutions, Inc.) and VI TECHNOLOGY, INC. (collectively, the "**Grantors**"), the other Credit Parties signatories thereto and Collateral Agent, the Grantors were required to execute and deliver to Collateral Agent those certain agreements described on Annex I attached hereto (collectively, the "**Security Agreements**"); and

WHEREAS, pursuant to the Security Agreements, the Grantors and the other Credit Parties granted security interests in certain intellectual property owned by the Grantors to Collateral Agent, including those listed on Annex I attached hereto (collectively, the "**Intellectual Property Collateral**"); and

WHEREAS, the Security Agreements were recorded in the United States Patent and Trademark Office on the dates and on the reels and frames set forth on Annex I hereto.

NOW THEREFORE, Collateral Agent hereby **RELEASES**, without representation, recourse or warranty whatsoever, all of its security interest in the Intellectual Property Collateral, whether granted pursuant to the Security Agreements or any other agreement or document delivered in connection with the Pledge and Security Agreement, and Collateral Agent hereby reassigns any and all such right, title and interest that Collateral Agent may have in the Intellectual Property Collateral to the Grantors.


Collateral Agent agrees, at the Grantors' expense, to cooperate with the Grantors and the other Credit Parties and to provide the Grantors and the Credit Parties with the information and additional authorization reasonably required or desirable to effect the release of the Collateral Agent's security interest in the released collateral described herein.

This Release and the rights and obligations of the parties hereto shall be governed by, and construed and interpreted in accordance with, the laws of the State of New York.

[Signature Page Follows]

IN WITNESS WHEREOF, the Collateral Agent has executed this Release as of the date first above written.

GOLDMAN SACHS CREDIT PARTNERS,
L.P., as Collateral Agent

By: 
Name: Douglas Tansey
Title: Authorized Signatory

[Signature Page to Release of Security Interest in Intellectual Property Collateral]

ANNEX I

The Trademark Security Agreement dated as of August 17, 2007, by Aeroflex Incorporated in favor of Collateral Agent, which was recorded with the United States Patent and Trademark Office on September 17, 2007 at Reel 003622, Frame 0557 and covering the following trademarks:

U.S. Trademark Registrations	
Registration No./Date	Trademark
3026785 12/13/05	Aeroflex
2589802 7/2/02	FastSource

(continued)

The Amended and Restated Trademark Security Agreement dated as of September 14, 2007, by Aeroflex Colorado Springs, Inc., as successor in interest to Aeroflex UTMC Microelectronic Systems Inc. in favor of Collateral Agent, which was recorded with the United States Patent and Trademark Office on September 17, 2007 at Reel 003622, Frame 0592 and covering the following trademarks:

U.S. Trademark Registrations	
Registration No./Date	Trademark
2544061 3/5/02	QCOTS

(continued)

The Amended and Restated Trademark Security Agreement dated as of September 14, 2007, by Aeroflex Wichita, Inc., in favor of Collateral Agent, which was recorded with the United States Patent and Trademark Office on September 17, 2007 at Reel 003622, Frame 0571 and covering the following trademarks:

U.S. Trademark Registrations	
Registration No./Date	Trademark
2359767 6/20/00	Fast Bit

(continued)

The Amended and Restated Trademark Security Agreement dated as of September 14, 2007, by Aeroflex/Weinschel, Inc., in favor of Collateral Agent, which was recorded with the United States Patent and Trademark Office on September 17, 2007 at Reel 003622, Frame 0599 and covering the following trademarks:

U.S. Trademark Registrations	
Registration No./Date	Trademark
2449615 5/8/01	Smartstep
2092344 8/26/97	Weinschel

(continued)

The Amended and Restated Trademark Security Agreement dated as of September 14, 2007, by Aeroflex/Weinschel, Inc., as successor in interest to MCE/Weinschel Corporation, Inc., in favor of Collateral Agent, which was recorded with the United States Patent and Trademark Office on September 17, 2007 at Reel 003622, Frame 0585 and covering the following trademarks:

U.S. Trademark Registrations	
Registration No./Date	Trademark
2601531 7/30/02	Planar Blind-Mate
1683689 4/21/92	Planar Crown

(continued)

The Amended and Restated Trademark Security Agreement dated as of September 14, 2007, by IFR Systems, Inc., Inc., in favor of Collateral Agent, which was recorded with the United States Patent and Trademark Office on September 17, 2007 at Reel 003622, Frame 0578 and covering the following trademarks:

U.S. Trademark Registrations	
Registration No./Date	Trademark
2825047 3/23/04	IQCREATOR
1707914 8/18/92	IFR
2605729 8/6/02	Advancing Wireless Test

(continued)

The Amended and Restated Trademark Security Agreement dated as of September 14, 2007, by Aeroflex/Inmet, Inc., in favor of Collateral Agent, which was recorded with the United States Patent and Trademark Office on September 17, 2007 at Reel 003622, Frame 0564 and covering the following trademarks:

U.S. Trademark Registrations	
Registration No./Date	Trademark
2076709 7/8/97	Inmet

(continued)

The Trademark Security Agreement dated as of March 4, 2009, by VI Technology, Inc., in favor of Collateral Agent, which was recorded with the United States Patent and Trademark Office on May 1, 2009 at Reel 003981, Frame 0176 and covering the following trademarks:

U.S. Trademark Applications	
Registration No./Date	Trademark
2885233 9/14/04	Arendar

(continued)

The Patent Security Agreement dated as of August 15, 2007, by Aeroflex Colorado Springs, Inc., as successor of interest to UTMC Microelectronic Systems Inc. in favor of Collateral Agent, which was recorded with the United States Patent and Trademark Office on September 17, 2007 at Reel 019834, Frame 0419 and covering the following patents:

U.S. Patent Registrations	
Registration/Serial No./Date	Patent
5010256 4/23/91	Gate Output Driver Using Slew-Rate Control
5012404 4/30/91	Integrated Circuit Remote Terminal Stores Interface for Communication Between CPU And Serial BUS
5104818 4/14/92	Preimplanted N-Channel SOI MESA
5128733 7/07/92	Silicon Mesa Transistor Structure
5141597 8/25/92	Thin Polysilicon Resistors
5145802 9/08/92	Method of Making SOI Circuit with Buried Connectors
5146151 9/08/92	Floating Voltage Reference
5157625 10/20/92	Radiation Resistant SRAM Memory Cell
5166902 11/24/92	SRAM Memory Cell
5187113 2/16/93	Field Oxide Termination and Gate Oxide Formation
5206182 4/27/93	Trench Isolation Process
5218214 6/08/93	Field Oxide Termination and Gate Oxide
2367641	
5490254 2/06/96	MIL-STD-1553 Interface Device Having Autonomous Operation in All Modes

5525533 6/11/96	A Method of Making a Low Voltage Coefficient Capacitor
5543736 8/06/96	Gate Array Architecture and Layout for Deep Space Applications
5561073 10/01/96	Method of Fabricating an Isolation Trench for Analog Bipolar Devices in Harsh Environments
5565370 10/15/96	Method of Enhancing the Current Gain of Bipolar Junction Transistors
5658819 8/19/97	Antifuse Structure and Process for Manufacturing the Same
5670394 9/23/97	Method of Making Bipolar Transistor Having Amorphous Silicon Contact as Emitter Diffusion Source
5759876 6/02/98	Method of Making an Antifuse Structure Using a Metal Caplayer
5778947 7/14/98	Bent Lead Repair Tool for Electronic Components
5811855 9/22/98	SOI Combination Body Tie
5870332 2/09/99	High Reliability Logic Circuit for a Radiation Environment
6008125 12/28/99	Method of Eliminating Buried Contact Resistance in Integrated Circuits
6022598 2/08/00	'ICB Method of Forming High Refractive Index Films"
6063690 5/16/00	Method for Making Recessed Field Oxide for Radiation Hardened Microelectronics
6069078 05/30/00	Multi-Level Interconnect Metallization Technique
6121672 9/19/00	Raised Pedestal Radiation Shield For Sensitive Electronics
6226710 5/01/01	Content Addressable Memory (CAM) Engine
6271568 8/07/01	Voltage Controlled Resistance Modulation for Single Event Upset Immunity
6346427 2/12/02	Parameter Adjustment in a MOS Integrated Circuit

6353873 3/05/02	Apparatus and Method to Determine a Longest Prefix Match in a Content Addressable Memory
6414360 7/02/02	Method of Programmability and an Architecture for Cold Sparing of CMOS Arrays
6511893 1/28/03	Radiation Hardened Semiconductor Device
4753820 6/28/88	Variable Pitch IC Bond Pad Arrangement

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The Patent Security Agreement dated as of August 15, 2007, by Aeroflex/Weinschel, Inc., as successor in interest to MCE/Weinschel Corporation in favor of Collateral Agent, which was recorded with the United States Patent and Trademark Office on September 17, 2007 at Reel 019834, Frame 0386 and covering the following patents:

U.S. Patent Registrations	
Registration/Serial No./Date	Patent
6409550 6/25/02	Planar Blind-Mate Connectors

(continued)

The Patent Security Agreement dated as of August 15, 2007, by Aeroflex/Weinschel, Inc., as successor in interest to Lucas Weinschel, Inc., in favor of Collateral Agent, which was recorded with the United States Patent and Trademark Office on September 17, 2007 at Reel 019834, Frame 0376 and covering the following patents:

U.S. Patent Registrations	
Registration/Serial No./Date	Patent
5021001 6/4/91	Multiple Use Electrical Connector Having Planar Exposed Surface

(continued)

The Patent Security Agreement dated as of August 15, 2007, by Aeroflex Incorporated in favor of Collateral Agent, which was recorded with the United States Patent and Trademark Office on September 17, 2007 at Reel 019834, Frame 0216 and covering the following patents:

U.S. Patent Registrations	
Registration/Serial No./Date	Patent
5023531 6/11/91	Dual Hybrid Demand Refrigeration Control Apparatus

(continued)

The Patent Security Agreement dated as of August 15, 2007, by Aeroflex Powell, Inc. in favor of Collateral Agent, which was recorded with the United States Patent and Trademark Office on September 17, 2007 at Reel 019834, Frame 0206 and covering the following patents:

U.S. Patent Registrations	
Registration/Serial No./Date	Patent
7532856 5/12/09	Regenerative Jammer With Multiple Jamming Algorithms
11517804 9/8/06	Tone Comb Jammer
7697885 9/15/06	Multi-Band Jammer
7349457 3/29/04	Broadband Frequency Agile Signal Characterization
7634239 3/29/04	Generator for Agile Frequency Signals
6756854 6/29/04	Digitally Controlled Angle Noise Signal Generator

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The Patent Security Agreement dated as of August 15, 2007, by Aeroflex Colorado Springs, Inc., as successor in interest to Aeroflex UTMC Microelectronic Systems, Inc. in favor of Collateral Agent, which was recorded with the United States Patent and Trademark Office on September 17, 2007 at Reel 019834, Frame 0432 and covering the following patents:

U.S. Patent Registrations	
Registration/Serial No./Date	Patent
6452263 9/17/02	Radiation Shield and Radiation Shielded Integrated Circuit Device
6453447 9/17/02	Method for Fabricating Integrated Circuits
6473846 10/29/02	Content Addressable Memory (Cam) Engine
6570234 5/27/03	Radiation Resistant Integrated Circuit Design
6573774 6/3/03	Error Correcting Latch
6574786 6/3/03	Gate Array Cell Generator Using Cadence Relative Object Design
6640220 10/28/03	Search Coprocessor Subsystem Having Multiple Search Engines and Dedicated Key-Table Memory for Connection to a Computer System
6650003 11/18/03	Radiation Shielded Carriers for Sensitive Electronics
6831496 12/14/04	Error Correcting Latch
6890832 5/10/05	Radiation Hardening Method for Shallow Trench Isolation in CMOS
6917533 7/12/05	Radiation-Hardened Programmable Device

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The Patent Security Agreement dated as of August 15, 2007, by Aeroflex Colorado Springs, Inc., in favor of Collateral Agent, which was recorded with the United States Patent and Trademark Office on September 17, 2007 at Reel 019834, Frame 0442 and covering the following patents:

U.S. Patent Registrations	
Registration/Serial No./Date	Patent
7251150 7/31/07	Radiation-Hardened Programmable Device
7518218 4/14/09	Total Ionizing Dose Suppression Transistor Architecture
7619459 11/17/09	High Speed Voltage Translator Circuit
7853108 09/01/09	Current Comparator Using Wide Swing Current Mirrors
7800429 09/21/10	Temperature Insensitive Reference Circuit for use in a Voltage Detection Circuit
7733146 6/08/10	Set and Segr Resistant Delay Cell and Delay Line for Power-On Reset Circuit Applications
7423448 9/09/08	Radiation Hardened Logic Circuit
7729430 6/01/10	Autodetect Feature for a Spacewire Application
7544947 6/09/09	Cross-Talk and Back Side Shielding in a Front Side Illuminated Photo Detector Diode Array
7504637 3/17/09	Two Component Photodiode Detector
11621503 1/9/07	Data Throttling Circuit and Method for a Spacewire Application
7737535 6/15/10	Ionizing Dose Suppression Transistor Architecture
6855618 2/15/05	Radiation Hardened Semiconductor Device
7071749 7/4/06	Error Correcting Latch

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The Patent Security Agreement dated as of May 14, 2008, by Aeroflex Systems Group, Inc. (f/k/a Aeroflex High Speed Test Solutions, Inc.) in favor of Collateral Agent, which was recorded with the United States Patent and Trademark Office on May 15, 2008 at Reel 020951, Frame 0067 and covering the following patents:

U.S. Patent Registrations	
Registration/Serial No./Date	Patent
7532856 5/12/09	Regenerative Jammer with Multiple Jamming Algorithms
11517804 9/8/06	Tone Comb Jammer
7697885 4/13/10	Multi-Band Jammer
7349457 3/25/08	Broadband Frequency Agile Signal Characterization
7634239 12/15/09	Generator for Agile Frequency Signals
6756854 6/29/04	Digitally Controlled Angle Noise Signal Generator

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The Patent Security Agreement dated as of March 4, 2009 by VI Technology, Inc. in favor of Collateral Agent, which was recorded with the United States Patent and Trademark Office on May 1, 2009 at Reel 022628, Frame 0421 and covering the following patents:

U.S. Patent Registrations	
Registration/Serial No./Date	Patent
6785805 8/31/04	Network-Based Configuration Method for Systems Integration in Test, Measurement, and Automation Environments
7113883 9/26/06	Test Configuration and Data Management System and Associated Method for Enterprise Test Operations
60570702 5/14/04	Test Data Model, Data Handling and Automatic Test Structure Creation for Enterprise Test Configuration and Data Management Systems
11112171 4/22/05	Enterprise Test Data Management System Utilizing Automatically Created Test Data Structures and Related Methods