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Form 1 (Rev. 6/01)

U.S. Patent & TMO/c/TM Mail Rcpt Dt. #22

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DEPARTMENT OF COMMERCE S. Patent and Trademark Office

OMB No. 0001-0027 (exp. 5/31/2002)

Tab settings

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies): Power Ten</p> <p style="text-align: right; font-size: 2em;">2-8-02</p> <p><input type="checkbox"/> Individual(s)      <input type="checkbox"/> Association  <input type="checkbox"/> General Partnership      <input type="checkbox"/> Limited Partnership  <input type="checkbox"/> Corporation-State  <input checked="" type="checkbox"/> Other a California Corporation</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies) Name: Elgar Electronics Corporation</p> <p>Internal Address: _____ Address: _____</p> <p>Street Address: 9250 Brown Deer Road</p> <p>City: San Diego State: CA Zip: 92121</p> <p><input type="checkbox"/> Individual(s) citizenship _____  <input type="checkbox"/> Association _____  <input type="checkbox"/> General Partnership _____  <input type="checkbox"/> Limited Partnership _____  <input checked="" type="checkbox"/> Corporation-State California  <input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No  (Designations must be a separate document from assignment)  Additional name(s) &amp; address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</p>
<p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment      <input checked="" type="checkbox"/> Merger  <input type="checkbox"/> Security Agreement      <input type="checkbox"/> Change of Name  <input type="checkbox"/> Other _____</p> <p>Execution Date: 12-28-01</p>	<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s) _____</p> <p>B. Trademark Registration No.(s) 2,203,753</p> <p>Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: Peter K. Hahn, Esq.</p> <p>Internal Address: Luce, Forward, Hamilton &amp; Scripps, LLP</p> <p>Street Address: 600 West Broadway, Suite 2600</p> <p>City: San Diego State: CA Zip: 92101</p>	<p>6. Total number of applications and registrations involved: <span style="border: 1px solid black; padding: 2px;">1</span></p> <p>7. Total fee (37 CFR 3.41).....\$ 40.00</p> <p><input checked="" type="checkbox"/> Enclosed  <input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: _____</p>
<b>DO NOT USE THIS SPACE</b>	
<p>9. Signature.</p> <p>Peter K. Hahn, Esq. <span style="float: right;">February 8, 2002</span></p> <p style="text-align: center;"> Signature</p> <p style="text-align: right;">Date</p> <p style="text-align: right;"><span style="border: 1px solid black; padding: 2px;">5</span></p> <p style="text-align: center; font-size: small;">Total number of pages including cover sheet, attachments, and document:</p>	

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Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

TRADEMARK REEL: 002451 FRAME: 0777

# State of California



## SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 5 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

**IN WITNESS WHEREOF**, I execute this certificate and affix the Great Seal of the State of California this day of

JAN 13 2002

*Bill Jones*

Secretary of State



## CERTIFICATE OF OWNERSHIP

## MERGING

POWER TEN,  
A CALIFORNIA CORPORATION

## INTO

ELGAR ELECTRONICS CORPORATION,  
A CALIFORNIA CORPORATION**ENDORSED - FILED**  
in the office of the Secretary of State  
of the State of California

JAN - 1 2002

BILL JONES, Secretary of State

We, Kenneth R. Kilpatrick and Stephen L. Brooks, certify that:

1. That they are the President and Secretary respectively of Elgar Electronics Corporation, a corporation duly organized and existing under the laws of the State of California.

2. This corporation owns all of the outstanding shares of Power Ten, a corporation duly organized and existing under the laws of the State of California.

3. The board of directors of this corporation duly adopted the following resolution:

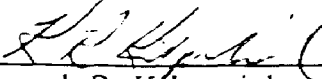
RESOLVED, that this corporation merge Power Ten, its wholly-owned subsidiary corporation, into itself and assumes all of its obligations pursuant to Section 1110 of the California Corporations Code.

4. This certificate shall become effective upon filing.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

[Signatures on Next Page]

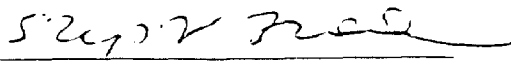
Dated: December 28, 2001

  
\_\_\_\_\_  
Kenneth R. Kilpatrick,  
President

\_\_\_\_\_  
Stephen L. Brooks,  
Secretary

Dated: December 28, 2001

\_\_\_\_\_  
Kenneth R. Kilpatrick,  
President

  
\_\_\_\_\_  
Stephen L. Brooks,  
Secretary

