

3/31/04

04-06-2004



Form PTO-1594
1-31-92

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

102714296

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

1. Name of conveying party(ies):
Morgan Stanley & Co., Incorporated

Individuals Association
 General Partnership - Limited Partnership
 Corporation-State -
 Other Collateral Agent

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):
Name: Advanced Power Systems Incorporated

Internal Address: _____
 Street Address: 2366 Bernville Road
 City: Reading State: PA ZIP: 19605

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation- Pennsylvania
 Other _____

OFFICE OF PUBLIC RECORDS
2004 MAR 31 AM 8:55
FINANCE SECTION

3. Nature of conveyance:

Assignment Merger
 Security Interest Change of Name
 Other Release of Security Interest

Execution Date: March 17, 2004

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)

Trademark Registration No.(s)
1174952
1147530
1274932

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Meredith Schorr
Internal Address: c/o White & Case LLP

Street Address: 1155 Avenue of the Americas
City: New York State: New York
ZIP: 10036

6. Total number of applications and registration involved 3

7. Total fee (37 CFR 3.41): \$90.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
23-1705 (in event of deficiency)
(Attach duplicate copy of this page if paying by deposit account)

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01 FC:4521 40.00 DP
02 FC:4522 50.00 DP

I, Meredith Schorr, do hereby certify that the foregoing information is true and correct and any attached copy is a true copy of the original document.

Meredith Schorr Name of Person Signing
Meredith Schorr Signature
3/31/04 Date

Total number of pages comprising cover sheet: 1

OMB No. 0651-0011 (exp. 4/94)

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Mail documents to be recorded with required cover sheet information to:

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Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

TRADEMARK RELEASE

THIS TRADEMARK RELEASE, dated as of this 17th day of March, 2004, given by Morgan Stanley & Co., Incorporated, as Collateral Agent, (the "Assignee") with principal offices at 1585 Broadway, New York, New York 10036, to Advanced Power Systems Incorporated, a Pennsylvania corporation (together with any successors-in-interest to the Marks, the "Assignor"), having an address at 2366 Bernville Road, Reading PA 19605, as follows:

W I T N E S S E T H


WHEREAS, the Assignor has heretofore granted to the Assignee a security interest in certain U.S. trademarks, trademark registrations and trademark applications more particularly set forth on Schedule A attached hereto (the "Marks") to secure the Obligations (as defined in that certain Security Agreement, dated as of November 9, 2000, among the Assignor, the other assignors from time to time party thereto and the Assignee (as amended, restated, modified and/or supplemented from time to time, the "Security Agreement")); and

WHEREAS, the Assignee wishes to release and restore all right, title and interest in and to the Marks to the Assignor and to dissolve any and all liens and encumbrances respecting the Marks.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Assignee hereby releases, discharges, quit claims and relinquishes unto the Assignor the security interest in the Marks set forth on Schedule A granted to Assignee by the Assignor pursuant to the Security Agreement, which security interest was duly recorded on 05/07/2002, at Reel/Frame 2505/0230 in the United States Patent and Trademark Office. Assignee will execute any other necessary document(s) if this Trademark Release fails to release Assignee's security interest in the Marks in which it acquired a security interest under the

Security Agreement, and shall provide such other further assurances as may be necessary. IN WITNESS WHEREOF, the undersigned, by and through its authorized officer, has caused this instrument to be executed under seal on the date first written above.

Morgan Stanley & Co., as Collateral Agent

By 
Name: *Edward F. Martin*
Title: *MANAGING DIRECTOR*

TRADEMARKS OWNED BY ADVANCED POWER SYSTEMS INCORPORATED**U.S. Trademarks**

<u>Mark</u>	<u>Serial/Reg. No.</u>	<u>Date of Reg./Applic.</u>
GROUND HUGGER	1,174,952	Oct. 27, 1981
MOTOCROSS BATTERY AND DESIGN	1,147,530	Feb. 24, 1981
MXB (STYLIZED)	1,274,932	April 24, 1984

Canadian Trademarks

<u>Mark</u>	<u>Serial/Reg. No.</u>	<u>Date of Reg./Applic.</u>
DYNACEL	TMA 267, 626	Mar. 26, 1982
DYNACLAD	TMA 267,675	Mar. 26, 1982
ESB	TMA 217,020	Nov. 12, 1976
ESB	TMA 218,509	Jan. 21, 1977
ESB	TMA 127,792	Aug. 31, 1962
ESB AND DESIGN	TMA 127,942	Sept. 14, 1962
ESB AND DESIGN	TMA 216,559	Oct. 8, 1976
ESB AND DESIGN	TMA 218,510	Jan. 21, 1977
GBC AND DESIGN	TMA 228,368	June 9, 1978
HERTNER AND DESIGN	TMA 230,529	Sept. 29, 1978
IRONCLAD	TMA 22530	May 1, 1917
LOADHOG	TMA 276,633	Feb. 11, 1983
MANCHEX	UCA 33912	Dec. 9, 1949
POWERCLAD	UCA 19801	Sept. 18, 1944
SUPER CELL	TMA 230,156	Sept. 8, 1978
SUPER CELL AND DESIGN	TMA 268,647	Apr. 30, 1982