

05-12-2003



5-12-03

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

102444688 TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):

Data Device Corporation

5-12-03

- Individual(s) Association General Partnership Limited Partnership Corporation-State Delaware Other

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: 04/16/2003

2. Name and address of receiving party(ies)

Name: UBS AG, Stamford Branch

Internal Address: as Collateral Agent

Street Address: 677 Washington Boulevard

City: Stamford State: CT Zip: 06901

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Other Collateral Agent

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s) SEE ATTACHED SCHEDULE A

B. Trademark Registration No.(s) SEE ATTACHED SCHEDULE A

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name:

Internal:

Federal Research Company, LLC 1030 15th Street, NW, Suite 920 Washington, DC 20005

Street Address:

City: State: Zip: 10005

6. Total number of applications and registrations involved:

20

7. Total fee (37 CFR 3.41):

\$ 515.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

05/13/2003 6TOM11 00000010 2571819

01 FC:8521 02 FC:8522

Maureen P. Murphy Name of Person Signing

40.00 OP 475.00 OP

Maureen P. Murphy Signature

05/06/2003 Date

Total number of pages including cover sheet, attachments, and document:

12

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

TRADEMARK REEL: 002729 FRAME: 0418

# ADDITIONAL CONVEYING PARTIES:

ILC Dover, Incorporated

Beta Transformer Technology Corporation

ILC Industries, Inc.

SCHEDULE A  
to  
TRADEMARK SECURITY AGREEMENT

**TRADEMARK REGISTRATIONS:**

Owner: Data Device Corporation

Trademark	Registration Number	Registration Date	Expiration Date	Country	Description
DDC DATA DEVICE CORPORATION & DEVICE	2,571,819	05/21/2002	05/21/2012	United States	
DDC & DESIGN	2,062,429	05/20/1997	05/20/2007	United States	
DDC	1,176,957	11/10/1987	11/10/2007	United States	
DDC & DESIGN	1,179,898	12/18/2001	12/18/2011	United States	
DDC	830,114	06/13/1967	06/13/2007	United States	
LINKSET	2,058,821	05/06/1997	05/06/2007	United States	
STAR SERIES	2,443,276	04/10/2001	04/10/2011	United States	
MAGNUM MOTOR DRIVE & DESIGN	76/012,656	03/11/2003	03/11/2013	United States	
DDC ON BOARD	76/079,080	06/28/2000	n/a	United States	
MINI-ACE	Pending	n/a	n/a	United States	
MICRO-ACE	78/169,292	09/30/2002	n/a	United States	
MONOBRID	1,176,981	11/10/1981	11/10/2011	United States	
SPACEMAN DESIGN	1,218,064	11/30/1982	11/30/2012	United States	

Owner: ILC Dover, Incorporated

Trademark	Registration Number	Registration Date	Expiration Date	Country	Description
DOVERPAC	2,498,554	10/16/2001	10/16/2011	United States	
ARMORFLEX	2,350,491	05/16/2000	05/16/2010	United States	
VAPORGUARD	2,054,461	04/22/1997	04/22/2007	United States	
SCAPE	76/469,486	11/15/2002	n/a	United States	

Owner: Beta Transformer Technology Corporation

Trademark	Registration Number	Registration Date	Expiration Date	Country	Description
BTTC & DESIGN	1,502,909	09/06/1988	09/06/2008	United States	
BTTC	1,499,398	02/05/1995	02/05/2005	United States	
BETA TRANSFORMER TECHNOLOGY CORPORATION	1,500,389	01/31/1995	01/31/2005	United States	

Owner of Record: ILC Industries, Inc.

Trademark	Registration Number	Registration Date	Expiration Date	Country	Description
DESIGN	1,218,064	11/30/1982	11/30/2012	United States	

## TRADEMARK SECURITY AGREEMENT

TRADEMARK SECURITY AGREEMENT, dated as of April 16, 2003, by ILC Industries, Inc., a Delaware corporation ("Industries"), Data Device Corporation, a Delaware corporation ("DDC"), Beta Transformer Technology Corporation, a New York corporation ("Beta") and ILC Dover, Incorporated, a Delaware corporation ("Dover", together with Industries, DDC and Beta, the "Companies") in favor of UBS AG, STAMFORD BRANCH, in its capacity as collateral agent pursuant to the Credit Agreement (as defined in the Security Agreement, defined below), as pledgee, assignee and secured party (in such capacities and together with any successors in such capacities, the "Collateral Agent").

WHEREAS, each of the Companies has, pursuant to that certain security agreement dated as of April 11, 2003 (the "Security Agreement"; capitalized terms used but not defined herein having the meaning assigned to such term in the Security Agreement), made by Industries (as successor in interest to ILC Acquisition Sub 2, Inc.), ILC HOLDINGS, INC., a Delaware corporation ("Holdings"), and THE GUARANTORS PARTY THERETO (together with Holdings, the "Guarantors") pursuant to each certain Joinder Agreement, dated as of April 11, 2003, by and between each such guarantor, the Collateral Agent and the Administrative Agent (as defined in the Credit Agreement), as pledgors, assignors and debtors (Industries, together with the Guarantors, in such capacities and together with any successors in such capacities, the "Pledgors," and each, a "Pledgor"), in favor of the Collateral Agent, granted to the Collateral Agent for the benefit of the Secured Parties a security interest in and to all of the right, title and interest of such Pledgor, in, to and under the Pledged Collateral, including with respect thereto, the Trademarks, as collateral security for the payment and performance in full when due of the Secured Obligations; and

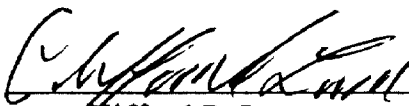
WHEREAS, the Companies and the Collateral Agent wish to further memorialize the security interest described above as it relates to the registered and pending U.S. federal Trademarks identified in Schedule A, attached hereto, and incorporated herein by this reference, and the goodwill attendant thereto and all other rights appurtenant thereto, including but not limited to all products and proceeds thereof

NOW THEREFORE, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, each of the Companies hereby grants unto the Collateral Agent a security interest in and lien on in all of its right, title and interest in the Trademarks identified in Schedule A, as collateral security for the payment and performance in full when due of the Secured Obligations.


*(Signature page follows)*

IN WITNESS WHEREOF, each of the Companies has executed this Trademark Security Agreement as an instrument as of the date first written above.

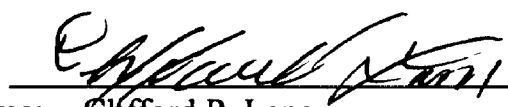
ILC INDUSTRIES, INC.

By:   
Name: Clifford P. Lane  
Title: President

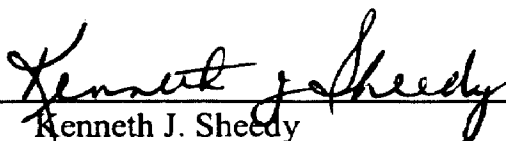
DATA DEVICE CORPORATION

By:   
Name: Clifford P. Lane  
Title: President

BETA TRANSFORMER TECHNOLOGY CORPORATION

By:   
Name: Clifford P. Lane  
Title: President

ILC DOVER, INCORPORATED

By:   
Name: Kenneth J. Sheedy  
Title: Assistant Vice President

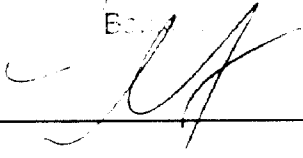
Acknowledged and Agreed:

UBS AG, STAMFORD BRANCH

By:  \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

By:  \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

Wilfred v. Sant  
Associate Director  
Banking Products  
Services, LLC



ACKNOWLEDGMENT OF PLEDGOR

STATE OF New York )  
 )  
COUNTY OF Suffolk )

ss.

On this 16<sup>th</sup> day of April, 2003 before me personally appeared CLIFFORD P. LANE, proved to me on the basis of satisfactory evidence to be the person who executed the foregoing instrument on behalf of ILC Industries, Inc., who being by me duly sworn did depose and say that he is an authorized officer of said corporation, that the said instrument was signed on behalf of said corporation as authorized by its Board of Directors and that he acknowledged said instrument to be the free act and deed of said corporation.

LEANNE L. WILLMER  
NOTARY PUBLIC, State of New York  
NO. 4771964  
QUALIFIED IN SUFFOLK COUNTY  
COMMISSION EXPIRES 8-31-06

Leanne L Willmer  
Notary Public

{seal}

ACKNOWLEDGMENT OF PLEDGOR

STATE OF New York )  
 )  
COUNTY OF SUFFOLK )

ss.

On this 16<sup>th</sup> day of APRIL, 2003 before me personally appeared CLIFFORD P. HANE, proved to me on the basis of satisfactory evidence to be the person who executed the foregoing instrument on behalf of Data Device Corporation, who being by me duly sworn did depose and say that he is an authorized officer of said corporation, that the said instrument was signed on behalf of said corporation as authorized by its Board of Directors and that he acknowledged said instrument to be the free act and deed of said corporation.

LEANNE L. WILLMER  
NOTARY PUBLIC, State of New York  
NO. 4771964  
QUALIFIED IN SUFFOLK COUNTY  
COMMISSION EXPIRES 8-31-06

Leanne L Willmer  
Notary Public

{seal}



