

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM421151

SUBMISSION TYPE:	RESUBMISSION
NATURE OF CONVEYANCE:	Release of 2nd Lien Security Interest
RESUBMIT DOCUMENT ID:	900399096

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Cortland Capital Market Services LLC		03/17/2017	Limited Liability Company: DELAWARE

RECEIVING PARTY DATA

Name:	Communications & Power Industries LLC
Street Address:	811 Hansen Way
City:	Palo Alto
State/Country:	CALIFORNIA
Postal Code:	94304
Entity Type:	Limited Liability Company: DELAWARE
Name:	CPI Malibu Division
Street Address:	3760 Calle Tecate, Unit A
City:	Camarillo
State/Country:	CALIFORNIA
Postal Code:	93012
Entity Type:	Corporation: CALIFORNIA
Name:	CPI Locus Microwave, Inc.
Street Address:	176 Technology Drive
Internal Address:	Suite 200
City:	Boalsburg
State/Country:	PENNSYLVANIA
Postal Code:	16827
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 12

Property Type	Number	Word Mark
Registration Number:	0693775	EIMAC.
Registration Number:	1230935	KLYSTRODE
Registration Number:	2149633	COMMUNICATIONS & POWER INDUSTRIES
Registration Number:	2226433	CPI
Registration Number:	2074430	CPI COMMUNICATIONS & POWER INDUSTRIES

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	2522865	AUTOWAVE
Registration Number:	1916061	MALIBU RESEARCH
Registration Number:	2072082	FLAPS
Registration Number:	2074132	EDGE SCANNER
Registration Number:	3578639	SUPERLINEAR
Registration Number:	0601596	EIMAC
Registration Number:	3250935	LOCUS MICROWAVE

CORRESPONDENCE DATA

Fax Number: 2024083141

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

Phone: 2024083141

Email: jean.paterson@cscglobal.com

Correspondent Name: Corporation Service Company

Address Line 1: 1090 Vermont Avenue, NW

Address Line 4: Washington, D.C. 20005

ATTORNEY DOCKET NUMBER:	562274-20
NAME OF SUBMITTER:	Jean Paterson
SIGNATURE:	/jep/
DATE SIGNED:	03/27/2017

Total Attachments: 4

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**RELEASE OF SECOND LIEN SECURITY INTEREST IN TRADEMARK
COLLATERAL**

This Release of Second Lien Security Interest in Trademark Collateral is made and effective as of March 17, 2017 (“Release of Security Interest”) by Cortland Capital Market Services LLC, as collateral agent (in such capacity, the “Collateral Agent”), solely in its capacity as Collateral Agent for the lenders from time to time party to that certain Second Lien Credit Agreement dated as of September 17, 2015.

WHEREAS, each of (i) Communications & Power Industries LLC, (ii) CPI Malibu Division, and (iii) CPI Locus Microwave, Inc. (collectively, the “Pledgors” and each a “Pledgor”), owns the Trademarks and Trademark applications listed opposite its applicable name on Appendix 1 attached hereto (“Trademarks”), which Trademarks are registered or applications for registration have been filed in the United States Patent and Trademark Office (the “Office”); and

WHEREAS, pursuant to that certain Second Lien Security Agreement dated as of September 17, 2015 among the Collateral Agent, the Pledgors and certain other parties thereto from time to time (as amended, supplemented or otherwise modified from time to time, the “Security Agreement”), and that certain Second Lien Trademark Security Agreement dated as of September 17, 2015 among the Collateral Agent and the Pledgors (as amended, supplemented or otherwise modified from time to time, the “Trademark Security Agreement”), the Collateral Agent was granted a security interest in all of each Pledgor’s Pledged Collateral (as described in the Trademark Security Agreement), including the Trademarks, which Trademark Security Agreement was recorded in the Trademark Division of the Office on September 25, 2015 at Trademark Reel 5630 and Frame 0569; and

WHEREAS, the Collateral Agent has released its security interest in all of the Pledged Collateral;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Collateral Agent hereby states as follows:

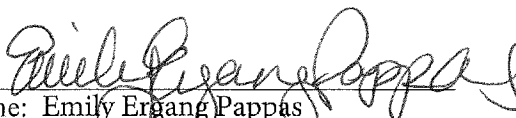
1. Definitions. Capitalized terms used in this Release of Security Interest and not otherwise defined herein have the meanings specified in the Trademark Security Agreement.
2. Release of Security Interest. The Collateral Agent hereby terminates, discharges, cancels and releases all of its security interests in and liens on all of the Pledged Collateral granted under the Security Agreement and the Trademark Security Agreement, and the Collateral Agent hereby acknowledges and agrees that it has no further interests in the Pledged Collateral, and that the Security Agreement and the Trademark Security Agreement are terminated and of no further force and effect.
3. Governing Law. This Release of Security Interest and the transactions contemplated hereby, and all disputes between the parties under or relating to this Release of Security Interest or the facts or circumstances leading to its execution, whether in contract, tort or

otherwise, shall be construed in accordance with and governed by the laws (including statutes of limitation) of the State of New York, without regard to conflicts of law principles that would require the application of the laws of another jurisdiction.

4. Further Assurances. The Collateral Agent hereby agrees, at the Pledgors' sole cost and expense, to duly execute, acknowledge, procure and deliver any further documents and to do such other acts as may be reasonably necessary to effectuate the release of the Security Interest contemplated hereby.

[Signature Page Follows]

Cortland Capital Market Services LLC

By: 
Name: Emily Ergang Pappas
Title: Associate Counsel

[RELEASE OF SECOND LIEN SECURITY INTEREST IN TRADEMARK COLLATERAL]

TRADEMARK
REEL: 006019 FRAME: 0322

APPENDIX 1

PLEDGED COLLATERAL

Trademark Registrations and Trademark Applications

Country: United States

Registered Holder	Mark	Jurisdiction	App./Reg. No.	Status
Communications & Power Industries LLC	EIMAC. and Design	United States	693775	Registered
Communications & Power Industries LLC	KLYSTRODE	United States	1230935	Registered
Communications & Power Industries LLC	COMMUNICATIONS & POWER INDUSTRIES	United States	2149633	Registered
Communications & Power Industries LLC	CPI	United States	2226433	Registered
Communications & Power Industries LLC	CPI COMMUNICATIONS & POWER INDUSTRIES and Design	United States	2074430	Registered
Communications & Power Industries LLC	AUTOWAVE	United States	2522865	Registered
CPI Malibu Division	MALIBU RESEARCH	United States	1916061	Registered
CPI Malibu Division	FLAPS	United States	2072082	Registered
CPI Malibu Division	EDGE SCANNER	United States	2074132	Registered
Communications & Power Industries LLC	SUPERLINEAR	United States	3578639	Registered
Communications & Power Industries LLC	EIMAC	United States	601596	Registered
CPI Locus Microwave, Inc.	LOCUS MICROWAVE	United States	3250935	Registered

Appendix 1 to Release of Second Lien Security Interest in Trademark Collateral