# 65.00 234432

### TRADEMARK ASSIGNMENT

### Electronic Version v1.1 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY

#### **CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
LaSalle National Bank		107/21/2011	National Association: UNITED STATES

### **RECEIVING PARTY DATA**

Name:	Camber Corporation
Street Address:	635 Discovery Dr.
City:	Huntsville
State/Country:	ALABAMA
Postal Code:	35806
Entity Type:	CORPORATION: DELAWARE

#### PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Registration Number:	2344320	CAMBER
Registration Number:	2382057	RADAR TOOLKIT

#### **CORRESPONDENCE DATA**

Fax Number: (212)859-4000

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 212-859-8000

Email: Michael.Chen@ffhsj.com,teas@ffhsj.com

Correspondent Name: Michael Chen
Address Line 1: One New York Plaza
Address Line 2: Fried Frank LLP

Address Line 4: New York, NEW YORK 10004

ATTORNEY DOCKET NUMBER:	30991-43 CHEN
NAME OF SUBMITTER:	Michael Chen
Signature:	/MC/

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Date:	07/21/2011
Total Attachments: 22	
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### STATEMENT OF RELEASE OF SECURITY INTEREST IN TRADEMARKS

- I, Michael Whyte, declare the following:
- I am and have been since 1990 the Controller (1990 2000) or Chief Financial
   Officer (2000 present) of Camber Corporation, a Delaware corporation ("Camber").
- 2. Pursuant to the terms and conditions of that certain Loan and Security Agreement between Camber and LaSalle National Bank ("<u>LaSalle</u>"), dated as of December 17, 1998 (the "<u>1998 Loan and Security Agreement</u>"), Camber granted to LaSalle a security interest in all of Camber's personal property assets.
- 3. Pursuant to the terms and conditions of that certain Collateral Assignment of Intellectual Property by and between Camber and LaSalle, dated December 17, 1998 (the "1998 IP Security Agreement"), Camber granted a first priority mortgage, lien, and security interest on and in all of Camber's right, title and interest in and to all of its then owned or existing and thereafter acquired or arising (whether registered, filed, or recorded) intellectual property (collectively, the "1998 Intellectual Property"), including, without limitation, the United States trademark registrations set forth on Schedule A attached hereto (the "Trademarks") to secure, among other things, the full, complete, and timely payment and satisfaction of all of Camber's Liabilities (as defined in the Loan and Security Agreement) arising under the 1998 Loan and Security Agreement.
- 4. On or about March 10, 1999, the 1998 IP Security Agreement was recorded against the Trademarks in the United States Patent and Trademark Office at Reel/Frame 1876/0906.
- 5. Pursuant to the terms and conditions of that certain Loan and Security Agreement between Camber and LaSalle, dated as of June 27, 2002 (the "2002 Loan and Security Agreement", and together with the 1998 Loan and Security Agreement, the "Loan and Security Agreements"), Camber granted to LaSalle a security interest in all of Camber's personal property and assets.

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- 6. Pursuant to the terms and conditions of that certain Collateral Assignment of Intellectual Property by and between Camber and LaSalle, dated June 27, 2002 (the "2002 IP Security Agreement", and together with the 1998 IP Security Agreement, the "IP Security Agreement"), Camber granted a first priority mortgage, lien, and security interest on and in all of Camber's right, title and interest in and to all of its then owned or existing and thereafter acquired or arising (whether registered, filed, or recorded) intellectual property (collectively, the "2002 Intellectual Property"), and together with the 1998 Intellectual Property, the "Intellectual Property"), including, without limitation, the Trademarks, to secure, among other things, the full, complete, and timely payment and satisfaction of all of Camber's Liabilities (as defined in the 2002 Loan and Security Agreement) arising under the 2002 Loan and Security Agreement.
- 7. To the best of my knowledge and belief, and following investigation, Camber has paid all of its outstanding indebtedness to LaSalle, including without limitation, all of its outstanding indebtedness and related obligations under the Loan and Security Agreements.
- Association, a copy of which is attached hereto as Exhibit A (the "Pay-Off Letter"), LaSalle acknowledged that the credit facilities evidenced and secured by the 2002 Loan and Security Agreement and the other agreements, notes, instruments and certificates executed and delivered in connection therewith, have matured and have been paid in full. LaSalle further acknowledged in the Pay-Off Letter that on September 17, 2007, all security interests and liens granted to LaSalle in Camber's personal property collateral shall terminate, and expressly authorized Camber to file UCC-3 Termination Statements to terminate both the UCC-1 Financing Statement that recorded LaSalle's security interest created by the 2002 Loan and Security Agreement and the UCC-1

2

Financing Statement that recorded LaSalle's security interest created by the 1998 Loan and Security Agreement.

- 9. Camber filed, on behalf of LaSalle, the above-identified UCC-3 Termination
  Statements to terminate the UCC-1 Financing Statements pertaining to the collateral securing the
  Loan and Security Agreements. Copies of these UCC statements are attached hereto as Exhibit B.
- 10. I believe in good faith, and after investigation, that Camber has no further obligations to LaSalle or any of its assignees pursuant to the Loan and Security Agreements, the IP Security Agreements or otherwise.
- America completes LaSalle acquisition, Columbus Business First, October 1, 2007, located at http://www.bizjournals.com/columbus/stories/2007/10/01/daily1.html), and Camber no longer has an active relationship with anyone from whom it can procure a separate release of the IP Security Agreements.
- 12. I hereby respectfully request that the Commissioner of Trademarks record this Statement of Release of Security Interest in Trademarks as a release, discharge, relinquishment, termination and dissolution of LaSalle's first priority mortgage, lien, and security interest on and in all of Camber's right, title and interest in and to the Intellectual Property, including without limitation the Trademarks, and reassign and transfer any right, title and interest that LaSalle may have in the Intellectual Property, including without limitation the Trademarks, to Camber.
- 13. The facts set forth above are true and correct to the best of my knowledge, information and belief.

3

Date: July 21, 2011	Date:	July	21,	2011
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Ву: \_\_\_\_\_\_

Name: Michael Whyte

Title: Vice President and Chief Financial

Officer

I, STEP WANTE JATTO Notary Public hereby declare that I was personally present and did see Michael Whyte, who is personally known to me to be the person named in the above affidavit duly sign and execute the same. IN TESTIMONY WHEREOF I have hereunto subscribed my name and affixed my official seal at \_\_\_\_\_\_\_\_ on this 21st day of July, 2011.

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### SCHEDULE A U.S. TRADEMARKS

Country	Trademark	Reg. No.	Reg. Date	Record Owner
United States	CAMBER	2,344,320	4/25/2000	Camber Corporation
United States	RADAR TOOLKIT	2,382,057	9/5/2000	Camber Corporation

### EXHIBIT A



September 17, 2007

Wachovia Bank, National Association Mail Code GA4524 171 17th Street, N.W., 4th Floor Atlanta, GA 30363 Attn. Mark J. Pinion, Vice President

Re: Camber Corporation

Ladies and Gentlemen:

We reference the Loan and Source Agreement" dated as of June 27. 2002, by and between LaSalle Bank National Association ("Lender") and Camber Corporation ("Borrower") and other agreements, notes, instruments and certificates executed and delivered in connection with the Loan Agreement (individually and collectively, "Loan Documents").

You have advised us that on September 17, 2007 ("Funding Date"), Borrower intends to enter into a credit facility with Wachovia Bank, National Association. Please be advised that on the Funding Date no sums will be owing to Lender under the Loan Documents. The credit facilities evidenced and secured by the Loan Documents have matured and have been paid in full prior to the Funding Date.

On the Funding Date (i) all amounts then owing to Lender under the Loan Agreement, the Loan Documents and otherwise shall have been paid in full, (ii) the Loan Agreement and other Loan Documents shall be terminated, (iii) all security interests and liens granted to Lender in all real and personal property collateral of Borrower shall terminate, (iv) all guaranties granted by any individuals and any subsidiaries and other affiliates of Borrower shall be deemed released, (v) you and the Borrower are authorized to file in all necessary filing offices UCC-3 termination statements to terminate the UCC-1 financing statements listed on Exhibit A attached and (vi) we will execute and deliver to you such additional documents, instruments or agreements as you may reasonably request to further evidence the termination of all instruments of record in favor of Lender with respect to the security interests and liens granted to Lender in all real and personal property collateral of Borrower or any guarantor and the release and termination of all assignments of government contracts under the Assignment of Claims Act.

This letter agreement shall be governed by, and be construed in accordance with, the laws of the State of Georgia. This letter may be executed in any number of counterparts and by different parties hereto in separate counterparts, each of which when so executed shall be deemed to be an original and all of which taken together shall constitute one and the same letter. Telecopy signatures will be deemed to be original signatures. We acknowledge and agree that



Wachovia Bank, National Association, party to a loan agreement with Borrower, will rely on this letter in making future financial accommodations to Borrower.

Very truly yours,

LaSalle Bank National Association

Name

Title

itle: Vice Presid



### EXHIBIT A

### UCC-1 FINANCING STATEMENTS TO BE TERMINATED

<u>Debtor</u>	Secured Party	Filing Office	File Number
Camber Corporation	LaSalle Bank National Association	DE SoS	11629273
Camber Corporation	LaSalle Bank National Association	DE SoS	21580269

1217895v2

### EXHIBIT B

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## EXHIBIT A TO UCC FINANCING STATEMENT SHOWING CAMBER CORPORATION AS DEBTOR AND LASALLE BANK NATIONAL ASSOCIATION AS SECURED PARTY

This financing statement covers all the assets or personal property of the Debtor, wherever now or hereafter located and whether now or hereafter owned, existing, acquired, or arising (terms used herein and not defined herein shall have the meaning ascribed to such terms under the Uniform Commercial Code of the State of Illinois in effect from time to time) including, without limitation, the following property of the Debtor:

- (a) all accounts and all goods whose sale, lease, or other disposition by the Debtor has given rise to accounts and have been returned to or repossessed or stopped in transit by the Debtor;
- (b) all chattel paper, electronic chattel paper, instruments, notes, documents, documents of title, intellectual property, general intangibles (including, without limitation, all patents, patent applications, trademarks, trademark applications, tradenames, trade secrets, goodwill, copyrights, registrations, licenses, franchises, customer lists, tax refund claims, claims against carriers and shippers, guarantee claims, contract rights, security interests, security deposits, and any rights to indemnification), payment intangibles, investment property, certificated securities, uncertificated securities, securities, letters of credit, contract rights, contracts, supporting obligations, commercial tort claims, tax refunds, health-care-insurance-receivables, software, embedded software in goods, and deposit accounts;
  - (c) all inventory;
- (d) all goods (other than inventory) including, without limitation, equipment, vehicles, fixtures, and related equipment;
- (e) all deposits, cash, and any other property of the Debtor now or hereafter in the possession, custody, or control of the Secured Party or any agent, parent, affiliate, or subsidiary of the Secured Party or any participate with the Secured Party in the debt secured hereby, for any purpose (whether for safekeeping, deposit, collection, custody, pledge, transmission, or otherwise): and
- (f) all additions and accessions to, substitutions for, and replacements, products, supporting obligations, and proceeds of the foregoing property, including, without limitation, proceeds of all insurance policies insuring the foregoing property or proceeds under business interruption insurance policies, and all of the Debtor's books and records relating to any of the foregoing and to the Debtor's business or businesses.

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### EXHIBIT B

### ATTACHMENT TO UCC - 1 FINANCING STATEMENT CAMBER CORPORATION AS DEBTOR

File Date	<u>File Number</u>	SI	Filing Office	Filing Type
12/21/1998	B998-53157	AL	Secretary of State	Original
12/21/1998	19982076962	CO	Secretary of State	Original
12/21/1998	98111705	CO	Larimer County	Original
12/22/1998	980000283222	FL	Secretary of State	Original
12/21/1998	441998012478	GA	De Kalb County	Original
01/04/1999	0039100000041934	MD	Secretary of State	Original
12/21/1998	99831B	MI	Secretary of State	Original
12/21/1998	2986310	MO	Secretary of State	Original
12/21/1998	1878772	NJ	Secretary of State	Original
12/21/1998	AP0108303	OH	Secretary of State	Original
12/21/1998	981221-154747A	sc	Secretary of State	Original
12/21/1998	98-251016	TX	Secretary of State	Original
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4. This FINANCING STATEMENT covers the following collectors:	······································		
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# EXHIBIT A TO UCC FINANCING STATEMENT SHOWING CAMBER CORPORATION AS DEBTOR AND LASALLE BANK NATIONAL ASSOCIATION, FOR ITSELF AND AS AGENT, AS SECURED PARTY

This financing statement covers all the assets and personal property of the Debtor, wherever now or hereafter located and whether now or hereafter owned, existing, acquired, or arising (terms used herein and not defined herein shall have the meaning ascribed to such terms under the Uniform Commercial Code of the State of Illinois in effect from time to time) including, without limitation, the following property of the Debtor:

- (a) all accounts and all goods whose sale, lease, or other disposition by the Debtor has given rise to accounts and have been returned to or repossessed or stopped in transit by the Debtor;
- (b) all chattel paper, electronic chattel paper, instruments, notes, documents, documents of title, intellectual property, general intangibles (including, without limitation, all patents, patent applications, trademarks, trademark applications, tradenames, trade secrets, goodwill, copyrights, registrations, licenses, franchises, customer lists, tax refund claims, claims against carriers and shippers, guarantee claims, contract rights, security interests, security deposits, and any rights to indemnification), payment intangibles, investment property, certificated securities, uncertificated securities, securities, letters of credit, contract rights, contracts, supporting obligations, commercial tort claims, tax refunds, health-care-insurance-receivables, software, embedded software in goods, and deposit accounts;
  - (c) all inventory;
- (d) all goods (other than inventory) including, without limitation, equipment, vehicles, fixtures, and related equipment;
- (e) all deposits, cash, and any other property of the Debtor now or hereafter in the possession, custody, or control of the Secured Party or any agent, parent, affiliate, or subsidiary of the Secured Party or any participate with the Secured Party in the debt secured hereby, for any purpose (whether for safekeeping, deposit, collection, custody, pledge, transmission, or otherwise); and
- (f) all additions and accessions to, substitutions for, and replacements, products, supporting obligations, and proceeds of the foregoing property, including, without limitation, proceeds of all insurance policies insuring the foregoing property or proceeds under business interruption insurance policies, and all of the Debtor's books and records relating to any of the foregoing and to the Debtor's business or businesses.

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