

ASSIGNMENT AND AGREEMENT

FOR VALUE RECEIVED, I, STEFAN PAUL KELLER-TUBERG, a citizen of Australia and residing at 501 Shelly Ridge Lane, #205, Raleigh, North Carolina 27609, hereby sell, assign and transfer to ALCATEL ALSTHOM COMPAGNIE GÉNÉRALE D'ELECTRICITÉ, a corporation duly organized and existing under the laws of France, and having a principal place of business at 54, rue La Boétie, 75008 Paris, France, as assignee, and its successors, assigns and legal representatives, the entire right, title and interest, for all countries in and to certain inventions relating to improvements in HIGH SPEED INTERNET ACCESS, which is described in an application for Letters Patent of the United States Serial No. 09/057,287, filed April 8, 1998; and all the rights and privileges under any and all Letters Patent that may be granted therefor.

I request that any and all patents for said inventions be issued to said assignee, its successors, assigns and legal representatives, or to such nominees as it may designate.

I agree that, when requested, I will, without charge to said assignee but at its expense, sign all papers, take all rightful oaths, and do all acts which may be necessary, desirable or convenient for securing and maintaining patents for said inventions in any and all countries and for vesting title thereto in said assignee, its successors, assigns and legal representatives or nominees.

I authorize and empower the said assignee, its successors, assigns and legal representatives or nominees, to invoke and claim for any application for patent or other form of protection for said inventions filed by it or them, the benefit of the right of priority provided by the International Convention for the Protection of Industrial Property, as amended, or by convention which may henceforth be substituted for it, and to invoke and claim such right of priority without further written or oral authorization from us.

I hereby consent that a copy of this assignment shall be deemed a full legal and formal equivalent of any assignment, consent to file or like document which may be required in any country for any purpose and more particularly in proof of the right of the said assignee or nominee to claim the aforesaid benefit of the right of priority provided by the International Convention for the protection of Industrial Property, as amended, or by any convention which may henceforth be substituted for it.

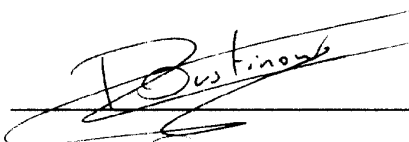
I covenant with said assignee, its successors and assigns and legal representatives, that the rights and property herein conveyed are free and clear of any encumbrance, and that I have full right to convey the same as herein expressed.

Signed at Raleigh this
8th day of May, 19 98.



Stefan Paul Keller-Tuberg

Signed in our presence and acknowledged to be an assignment of the application (invention) herein above referred to.

Witness  Date 05/08/98

Witness  Date 5/8/98