

11-27-1998

R



100907796

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

1. Name of conveying party:

Mitel, Inc.  
205 Van Buren Street, Suite 400  
Herndon, Virginia 20170-5336

2. Name and address of receiving party:

Canadian Imperial Bank of Commerce  
Commerce Court West, 7th Floor  
199 Bay Street  
Toronto, Ontario M5L 1A2

3. Nature of conveyance:

Granting of Security Interest

Execution Date: June 30, 1998

4. Application numbers and patent numbers:

A. Patent Application Nos.

Please see Supplemental Schedule II to Subsidiary Patent and Trademark Security Agreement (Mitel, Inc.) (U.S./Canada/U.K.) attached hereto.

B. Patent Nos.

Please see Supplemental Schedule II to Subsidiary Patent and Trademark Security Agreement (Mitel, Inc.) (U.S./Canada/U.K.) attached hereto.

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

Pina Bellafiore  
Legal Assistant  
O'Melveny & Myers LLP  
555 13th Street, N.W., #500 West  
Washington, D.C. 20004

6. Total number of applications and registrations involved: 2

7. Total fee: \$80.00 (Enclosed)

8. Deposit Account Number: N/A

9. Statement and Signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

  
Pina Bellafiore

November 19, 1998  
Date

11/24/1998 JSHABAZZ 00000201 2287594

01 FC:581

80.00 OP

TOTAL NUMBER OF PAGES COMPRISING COVER SHEET: 4

SUPPLEMENTAL SCHEDULE II  
TO  
SUBSIDIARY PATENT AND TRADEMARK SECURITY AGREEMENT (MITEL, INC.)  
(U.S./CANADA/U.K.)

PATENTS ISSUED

Country	Patent No.	Issue Date	Invention	Inventor
UK	2,287,594	May6/98	Low Frequency Discr...	Casselman

PATENTS PENDING

US	9/079,280	May15/98	Low Power Dialer	Casselman et al
----	-----------	----------	------------------	-----------------

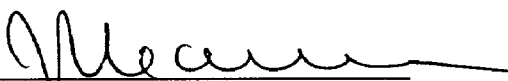
**SUBSIDIARY PATENT AND TRADEMARK  
SECURITY AGREEMENT SUPPLEMENT**

This SUBSIDIARY PATENT AND TRADEMARK SECURITY AGREEMENT SUPPLEMENT, dated as of June 30, 1998, is delivered pursuant to sections 6(d) and 6(e) of that certain Subsidiary Patent and Trademark Security Agreement (U.S.), dated as of February 12, 1998 (as it may be from time to time amended, modified or supplemented, the "**Security Agreement**"), by and among the Grantors named therein and Canadian Imperial Bank of Commerce, as Secured Party. Capitalized terms used herein not otherwise defined herein shall have the meanings ascribed thereto in the Security Agreement.

Subject to the terms and conditions of the Security Agreement, the undersigned Grantor hereby grants to Secured Party a security interest in all of such Grantor's right, title and interest in and to the Collateral listed on Supplemental Schedule [I] and Schedule [II] attached hereto, in each case whether now or hereafter existing or in which such Grantor now has or hereafter acquires an interest and wherever the same may be located. All such Collateral shall be deemed to be part of the Collateral and hereafter subject to each of the terms and conditions of the Security Agreement.

IN WITNESS WHEREOF, the undersigned Grantor has caused this Supplement to be duly executed and delivered by its duly authorized officer as of June 30, 1998.

**MITEL, INC.**

By:   
Name: Jean-Jacques Carrier  
Title: Treasurer

**SUPPLEMENTAL SCHEDULE I  
TO  
SUBSIDIARY PATENT AND TRADEMARK SECURITY AGREEMENT  
MITEL, INC. (U.S.)**

REGISTERED OWNER	U.S. TRADEMARK DESCRIPTION	REGISTRATION NUMBER	REGISTRATION DATE
NIL			

REGISTERED OWNER	U.S. TRADEMARK DESCRIPTION	APPLICATION NUMBER	APPLICATION DATE
NIL			