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M COVER SHEET

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U.S. DEPARTMENT OF COMMERCE PATENT AND TRADEMARK OFFICE

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MIMILISMODIE OF LATERIES AND LIQUELINES: Please record the attached original documents or copy thereof.

2. Name and address of receiving party(ies): 1. Name of conveying party(ies): Kim Byron Roberts, Franz Li Hsien Mok, Richard Achille Habel and Nigel Edward Name: Northern Telecom Limited Jolley Internal Address Street Address: World Trade Center of Montreal Additional name(s) of conveying party(ies) attached? Yes X No 380 St. Antoine Street West, 8th Floor, Montreal, Quebec H2Y 3Y4 Canada 3. Nature of conveyance: X Assignment Merger Additional name(s) & address(es) attached? Yes X No Security Agreement _ Change of Name _Other_ Execution Date: October 19, 1998, October 19, 1998, October 30, 1998 and September 24, 1998 4. Application number(s) or patent number(s). If this document is being filed together with a new application, the execution date of the application is: B. Patent No.(s) A. Patent Application No.(s) 09/185,932 Additional numbers attached: 6. Total number of applications and patents involved: one 5. Name and address of party to whom correspondence concerning document should be mailed: 7. Total fee (37 CFR 3.41) \$40.00 Name: William M. Lee, Jr. Lee, Mann, Smith, McWilliams, Sweeney & Ohlson Internal Address: ____ X Enclosed Street Address: _ P.O. Box 2786 City: Chicago State: Illinois Zip: 60690-2786 Authorized to be charged to deposit account 8. Deposit account number: 12-0913 (Attach duplicate copy of this form if paying by deposit account.) DO NOT USE THIS SPACE 9. Statement and signature To the best of my knowledge and belief, the foregoing information is the and correct and any attached copy is a true copy of the original document. December 9, 1998 William M. Lee, Jr. Date Name of Person Signing Signature Total number of pages including cover sheet, attachments and document 3 Do not detach this portion Mail documents to be recorded with required cover sheet information to:

> Commissioner of Patents and Trademarks **Box Assignments** Washington, D.C. 20231

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12/17/1998 SBURNS

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PATENT REEL: 9622 FRAME: 0479

CASE: REFERENCE 1D0801

ASSIGNMENT NORTHERN TELECOM LIMITED

For value received, I (we) the undersigned, whose full post office addresses is (are) adjacent my (our) name(s), hereby sell, assign and transfer to

NORTHERN TELECOM LIMITED

the address of whose registered office is:

World Trade Center of Montreal. 380 St. Antoine Street West, 8th floor,

Montreal, Quebec Canada H2Y 3Y4

(hereinafter called "Nortel"), its successors, assigns and legal representatives, the entire right, title and interest for all countries, including any and all priority rights, in and to certain inventions relating to

OPTICAL AMPLIFIER GAIN CONTROL

identified in Nortel's records as ID0801 Roberts et al 34 and set forth in an application for letters patent of the United States of America Serial Number 09/185, 932 filed on 11/4/98,

and all rights and privileges under any and all letters patent in all countries that may be granted for said inventions, to the intent that any such patent or other intellectual property protection shall be issued to Nortel alone or to its successors, assigns or legal representatives.

I (We) undertake without charge to Nortel but at its request and expense to execute all documents, take all oaths and do all reasonable acts to enable Nortel, its successors, assigns and legal representatives to procure and maintain patent or other intellectual property protection for said inventions in any and all countries and to vest title thereto in Nortel, its successors, assigns or legal representatives.

I (We) agree that a copy of this Assignment shall be deemed a full legal and formal equivalent of any assignment, consent or the like which may be required in any country for any purpose and more particularly in proof of the irrevocable right of Nortel, its successors, assigns and legal representatives to apply for and maintain patent or other intellectual property protection for said inventions in any and all countries and to claim the benefit of any right of priority.

This Assignment does not form part of a larger transaction or series of transactions in respect of which the amount or value or aggregate amount or value of the consideration exceeds £60,000.

non Whats Date: Oct 19/18
Assignor

10 Mission Inn Grove Nepean Ontario K2R 1C6 Canada

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Additional Assignors on attached Page 2

REEL: 9622 FRAME: 0480

Josep Beig Witness Signature

CASE: ID0801 Roberts et al 34

Date: Oct 19, 1948

Assignor

Franz Li Hsien Mok 7 Windcrest Court Kanata, Ontario Canada K2T 1B4

Witness Name (print)

Witness Signature

Achille Pichard Achille

Richard Achile Habel 561 Mansfield Avenue Ottawa, Ontario Canada K2A 2T1

Witness Name (print)

Witness Signature

S.F. LAURENCE.

N.C. Illes

Nigel Edward Jolley 100 Honeybourne Bishop's Stortford, Herts CM23 4EF United Kingdom Date: Oct 30,96

Assignor

Date: 24/a/98

Assignor