

**ASSIGNMENT
NORTEL NETWORKS CORPORATION**

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

whose full post office address is: NORTEL NETWORKS CORPORATION
World Trade Center of Montreal
380 St. Antoine Street West, 8th Floor
Montreal, Quebec
CANADA H2Y 3Y4

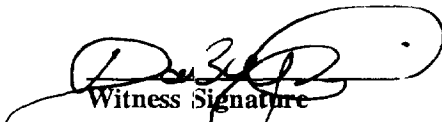
its successors, assigns and legal representative, the entire right, title and interest, including priority rights, for all countries, in and to certain inventions relating to:


A HIGHLY SCALABLE MODULAR OPTICAL AMPLIFIER BASED SUBSYSTEM

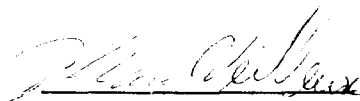
set forth in an application for letters patent of the UNITED STATES OF AMERICA


Serial No. 09/292,340, filed April 15, 1999


and all rights and privileges under any and all letters patent that may be granted for said inventions.

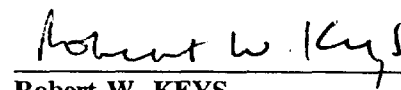

Witness Signature
David W. Boertjes
Witness Name (print)

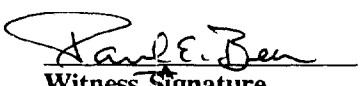

Loren S. BERG
22 McDermot Court
Kanata, Ontario K2L 3V1
CANADA
Date June 16, 1999

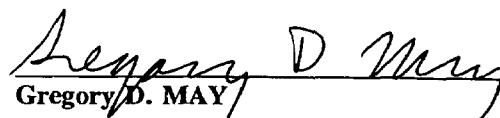

Witness Signature
Marc Veilleux
Witness Name (print)


Mark R. HINDS
74 Merritt Avenue
Ottawa, Ontario K1S 0J6
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Date JUNE 16/99


Witness Signature
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Witness Name (print)


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STITTSVILLE, ONTARIO K2S 1G9
Date June 17/1999


Witness Signature
PAUL E. BEER
Witness Name (print)


Gregory D. MAY
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Date June 21/1999

Additional Assignors on attached Page 2
Form NTP (02/98)

Alan G. Solheim Date June 24, 1999
Witness Signature Alan G. SOLHEIM

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Witness Signature Stephane ST-LAURENT Date _____
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Apartment 205
San Jose, CA 95134
U.S.A.

Witness Signature

Witness Name (print)



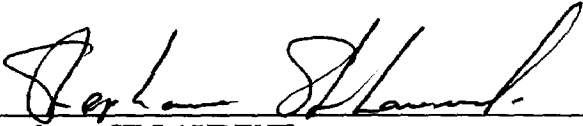
Witness Signature

DENIS HOULE

Witness Name (print)

Date

Alan G. SOLHEIM
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 Date 07/01/99

Stephane ST-LAURENT

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