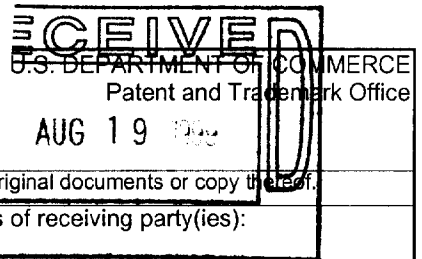


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FORM PTO-1595
(Rev. 6-93)
OMD No. 0651-0011 (exp. 4/94)

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

1. Name of conveying party(ies):
Tom Colley; Joe Kidder; Larry Manor; Terry Pearson

2. Name and address of receiving party(ies):
Nortel Networks Corporation

Additional name(s) of conveying party(ies) attached?
 No Yes

Internal Address: **World Trade Center of Montreal
8th Floor**

3. Nature of Conveyance:
 Assignment Change of Name
 Security Agreement
 Other
 Merger

Street Address: **380 St. Antoine Street West**

City: **Montreal** State: **Quebec** ZIP: **H2Y 3Y4**
Country: **CANADA**

Execution Date: **07/29/99, 08/09/99**

Additional name(s) & address(es) attached? No Yes

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: _____

A. Patent Application No.(s)
09/314,570

B. Patent No.(s) _____

Additional numbers attached? _____

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

6. Total number of applications and patents involved: **1**

Name: **Blakely, Sokoloff, Taylor & Zafman LLP**

7. Total Fee (37 CFR 3.41).....\$ **40.00**

Internal Address: _____

Enclosed
 Authorized to be charged to deposit account

Street Address: **12400 Wilshire Boulevard
7th Floor**

8. Deposit Account Number:

City: **Los Angeles** State: **CA** ZIP: **90025**

02-2666

(Attach duplicate copy of this page if paying by deposit account)

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9. Statement and signature.

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

08/20/1999 MTHA11 00000304 09314570

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40.00 OP

William W. Schaal, Reg. No. 39, 018

August 16, 1999

Name of Person Signing

Signature

Date

Total number of pages including cover sheet, attachments, and document: **3**

Mail documents to be recorded with required cover sheet information to:
Assistant Commissioner of Patents, Box Assignments
Washington, D.C. 20231

Attorney Docket No. **082771.P288**

ASSIGNMENT

WHEREAS, the undersigned inventors, hereinafter called the "Assignor", have invented a new and useful invention entitled:

Method and Apparatus for Quality of Service Translation

for which reference a full description is here made in an application for Letters Patent of the United States filed May 19, 1999, and assigned Application No. 09/314,570.

WHEREAS, Nortel Networks Corporation, a Canadian corporation having a principal office and place of business at, World Trade Center of Montreal, 380 St. Antoine Street West, 8th Floor, Montreal, Quebec H2Y 3Y4, Canada hereinafter called the ("Assignee"), is desirous of acquiring the entire right, title and interest in and to said invention, the application above-identified, and in, to and under Letters Patent which may be obtained for said invention, as hereinafter more fully set forth;

NOW, THEREFORE, TO ALL WHOM IT MAY CONCERN, be it known that for valuable and legally sufficient consideration, the receipt of which by the Assignor from the Assignee is hereby acknowledged, the Assignor has sold, assigned and transferred, and by these presents does sell, assign and transfer unto the Assignee, its successors and assigns, the entire right, title and interest in and to the invention and the application herein above-identified, and all letters Patents that may issue for the said invention, and all divisions, reissues, substitutions, continuations, and extensions thereof, to have and to hold for the sole and exclusive use and benefit of the Assignee, its successors and assigns to the full end of the term for which any and all of said Letters Patents for the said invention may issue.


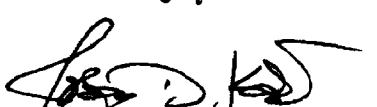
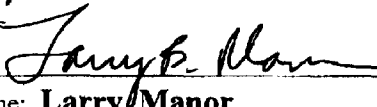

FURTHER, be it known that the Assignor has sold, assigned and transferred, and by these presents does sell, assign and transfer unto the Assignee, its successors and assigns, the entire foreign rights to the invention disclosed in said application, in all countries of the world, including the right to file applications and obtain patents under the terms of the International Convention for the Protection of Industrial Property, and of the European Patent Convention, and further agrees to execute any and all patent applications, assignments, affidavits, and any other papers in connection therewith necessary to perfect such patent rights.

And the Assignor does hereby covenant and agree for himself and his legal representatives, that they will assist the Assignee in the prosecution of the application herein identified; in making and prosecution of any other applications for Letters Patent that the Assignee may elect to make covering the invention herein identified, as herein before set forth, including any application for reissue, application for reexamination, application for foreign patent rights, or any proceeding in the United States Patent and Trademark Office affecting the invention, investing in the Assignee exclusive title in and to all such other applications and Letters Patent; and in the prosecution of any interference which may arise involving said invention, or any application or Letters Patents herein contemplated; that they will promptly execute and deliver to the Assignee any and all additional papers and make all lawful oaths which may be requested by the Assignee to fully carry out the terms of this assignment; and further that they will communicate to Assignee, or to its successors, assigns, and legal representatives, any facts known respecting said invention, and at the expense of the Assignee, testify in any legal proceeding, and generally do everything possible to aid the Assignee, its successors, assigns and nominees to obtain and enforce proper patent protection for said invention in all countries.

And the Commission of Patents and Trademarks is hereby authorized and requested to issue all Letters Patent to the Assignee in accordance with the terms of the assignment.

Each inventor: Please also list the date that you signed the accompanying DECLARATION & POWER OF ATTORNEY

Each Inventor: Please Sign and Date Below:

7/29/99 Date	 Name: Tom Colley	7/29/99 Date
7/29/99 Date	 Name: Joe Kidder	7/29/99 Date
7/29/99 Date	 Name: Larry Manor	7/29/99 Date
8/9/99 Date	 Name: Terry Pearson	8/9/99 Date
_____ Date	_____ Name:	_____ Date
_____ Date	_____ Name:	_____ Date
_____ Date	_____ Name:	_____ Date
_____ Date	_____ Name:	_____ Date
_____ Date	_____ Name:	_____ Date

Assignment Document Return Address:
BLAKELY, SOKOLOFF, TAYLOR & ZAFMAN LLP
12400 Wilshire Blvd., Seventh Floor
Los Angeles, CA 90025-1026
Telephone: (714) 557-3800

082771.P288

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