

09-10-1999

FORM



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Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Julian A. Fells, Andrew J. Collar and Howard N. Rourke
MRP 8-30-99
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):
Name: Northern Telecom Limited
Internal Address:
Street Address: World Trade Center of Montreal
380 St. Antoine Street West, 8th Floor, Montreal, Quebec H2Y 3Z5
Canada

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____
Execution Date: all on August 24, 1999

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

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: same as above

A. Patent Application No.(s)
09/385939

B. Patent No.(s)

Additional numbers attached: Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: William M. Lee, Jr.
Internal Address: Lee, Mann, Smith, McWilliams, Sweeney & Ohlson
Street Address: P.O. Box 2786
City: Chicago State: Illinois Zip: 60690-2786

6. Total number of applications and patents involved: one

7. Total fee (37 CFR 3.41) \$ 40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
12-0913
(Attach duplicate copy of this form if paying by deposit account.)

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

William M. Lee, Jr. *William M. Lee* August 30, 1999
Name of Person Signing Signature Date

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

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ASSIGNMENT NORTEL NETWORKS CORPORATION

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

the address of whose registered office is: **NORTEL NETWORKS CORPORATION**
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

CHROMATIC DISPERSION COMPENSATION

identified in Nortel's records as 10524ID Fells and set forth in an application for letters patent of the United States of America Serial Number _____ filed on _____,

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.

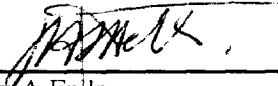
This Assignment does not form part of a larger transaction or series of transactions in respect of which the amount or value or aggregate amount or value of the consideration exceeds £60,000.



Witness Signature

W SPACKNOLETT

Witness Name (print)



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Date: 24/8/1999
Assignor

Additional Assignors on attached Page 2

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Witness Signature

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