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

<p>1. Name of conveying party(ies): Name: Roy D. Mead, Dennis Lowenthal and Jason N. Farmer</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p style="text-align: center; font-size: 2em;">2-8-01</p>	<p>2. Name and address of receiving party(ies): Name: ACULIGHT CORPORATION Address: 11805 North Creek Parkway S., Suite 113 Bothell, WA 98011</p> <p>Additional name(s) of receiving party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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3. Nature of Conveyance:

<input checked="" type="checkbox"/> Assignment	<input type="checkbox"/> Merger
<input type="checkbox"/> Security Agreement	<input type="checkbox"/> Change of Name
	<input type="checkbox"/> Other: _____

Execution Date: January 29, 2001 and January 31, 2001

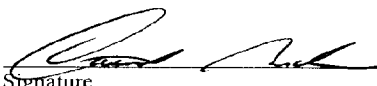
<p>4. Application Number(s) or Patent Number(s):</p> <p>A. Patent Application Number(s). 09/690,787</p> <p>Title: FIBER RAMAN AMPLIFIER PUMPED BY AN INCOHERENTLY BEAM COMBINED DIODE LASER</p> <p>Filed: October 17, 2000</p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>B. Patent Number(s): _____</p> <p>Title: _____</p> <p>Filed: _____</p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <div style="border: 1px solid black; padding: 5px; display: inline-block;"> <p style="font-size: 1.5em; margin: 0;">FEB - 8 2001</p> </div>
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<p>5. Name and address of party to whom correspondence concerning this document should be mailed:</p> <p>Name: <u>David G. Beck</u></p> <p>Address: <u>McCutchen, Doyle, Brown & Enersen</u> <u>Three Embarcadero Center</u> <u>San Francisco, California 94111</u></p>	<p>6. Total number of applications and patents involved: <u>1</u></p> <p>7. Total fee (37-C.F.R. § 3.41) (\$40.00 per assignment): <u>\$40</u></p> <p><input type="checkbox"/> Enclosed</p> <p><input checked="" type="checkbox"/> Authorized to be charged to deposit account.</p> <p><input type="checkbox"/> The Commissioner is authorized to charge underpayment of any fees or credit any overpayment to deposit Account Number _____</p> <p>8. Deposit Account Number: <u>50-1193</u></p>
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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. 40E

David G. Beck, Reg. No. 37,776
Name, Registration Number


Signature

2/8/01
Date

Total number of pages including cover sheet, attachments and document: 5

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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ASSIGNMENT OF PATENT APPLICATION

WHEREAS, Roy D. Mead, Dennis D. Lowenthal and Jason N. Farmer as "Assignors," of the invention described and set forth in the below-identified application for United States Letters Patent:

Title of Invention: **FIBER RAMAN AMPLIFIER
PUMPED BY AN
INCOHERENTLY BEAM
COMBINED DIODE LASER**

Filing Date: **October 17, 2000**

Application No.: **09/690,787**

WHEREAS, Aculight Corporation, having a business offices at 11805 North Creek Parkway, Bothell, Washington 98011, hereinafter referred to as "ASSIGNEE," is desirous of acquiring an interest in the invention and application and in any U.S. Letters Patent and Registrations which may be granted on the same;

For good and valuable consideration, receipt of which is hereby acknowledged by Assignors, Assignors have assigned, and by these presents do assign to Assignee all right, title and interest in and to the invention and application and to all foreign counterparts (including patent, utility model and industrial designs), and in and to any Letters Patent and Registrations which may hereafter be granted on the same in the United States and all countries throughout the world, and to claim the priority from the application as provided by the Paris Convention. The right, title and interest is to be held and enjoyed by Assignee and Assignee's successors and assigns as fully and exclusively as it would have been held and enjoyed by Assignors had this Assignment not been made, for the full term of any Letters Patent and Registrations which may be granted thereon, or of any division, renewal, continuation in whole or in part, substitution, conversion, reissue, prolongation or extension thereof.

Assignors further agree that they will, without charge to Assignee, but at Assignee's expense, (a) cooperate with Assignee in the prosecution of U.S. Patent applications and foreign counterparts on the invention and any improvements, (b) execute, verify, acknowledge and deliver all such further papers, including patent applications and instruments of transfer, and (c) perform such other acts as Assignee lawfully may request to obtain or maintain Letters Patent and Registrations for the invention and improvements in any and all countries, and to vest title thereto in Assignee, or Assignee's successors and assigns.

IN TESTIMONY WHEREOF, Assignor has signed his name on the date indicated.

Date: 1/29/01 _____
Roy D. Mead
Roy D. Mead

My Commission Expires: 2-21-04

STATE OF Washington

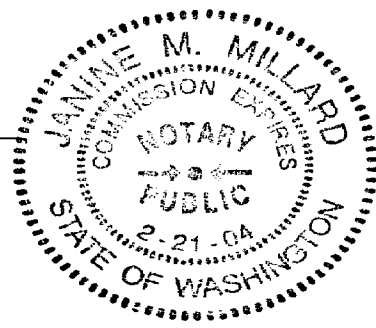
COUNTY OF King

On January 29, 2001, before me, Janini M. Millard, personally appeared Roy Mead, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument, and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Signature J. Millard _____

(Seal)



IN TESTIMONY WHEREOF, Assignor has signed his name on the date indicated.

Date: 29 Jan 2001 ^{DDL} ~~2006~~

Dennis D. Lowenthal
Dennis D. Lowenthal

My Commission Expires: 2-21-04

STATE OF Washington

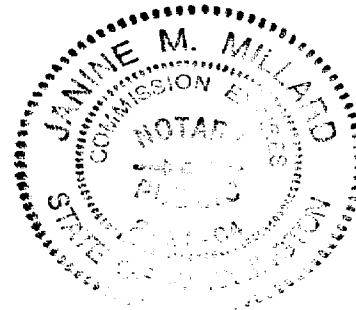
COUNTY OF King

On January 29, 2001, before me, Janine M. Millard personally appeared Dennis Lowenthal, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument, and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Signature J. Millard

(Seal)



IN TESTIMONY WHEREOF, Assignor has signed his name on the date indicated.

Date: 1/31/01 Jason Farmer
Jason N. Farmer

My Commission Expires: 8/03

STATE OF Washington

COUNTY OF King

On Jan 31, 2001, before me, Juliet A. Aviado, personally appeared Jason Farmer, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument, and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Signature Juliet A. Aviado

(Seal)