

05-04-2001

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RECORDATION FORM COVER SHEET

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

1. Name of conveying party(ies):
Kevan P. Jones and Ian P. McClean

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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name

Execution Date: January 18, 2001 and January 28, 2001

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

Name: Nortel Networks Limited
Internal Address: World Trade Center of Montreal
Street Address: 380 St. Antoine St. West, 8th Floor
City: Montreal, Quebec Country: Canada Zip: H2Y 3Y4

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

MAR 20 2001

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)

09/716,589

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: 1

7. Total fee (37 CFR 3.41) \$ 40 **E**

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 any attached copy is a true copy of the original document.

William M. Lee, Jr.

Name of Person Signing

William M. Lee, Jr.

Signature

April 23, 2001

Date

Total number of pages including cover sheet, attachments and document 4

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Mail documents to be recorded with required cover sheet information to:

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**ASSIGNMENT
NORTEL NETWORKS 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

NORTEL NETWORKS 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

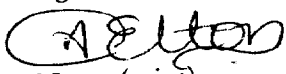
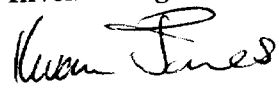
identified in Nortel's records as 12840ID and set forth in an application for letters patent of Serial Number _____ filed on 20 November 2000,

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.

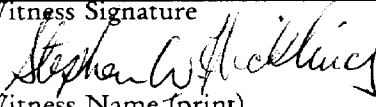
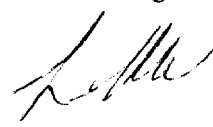
I (We) undertake without charge to Nortel but at its request and expense to execute all documents, take all oaths and do all reasonable acts to enable Nortel, its successors, assigns and legal representatives to procure and maintain patent or other intellectual property protection for said inventions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

	Name of 1st Inventor Kevan P JONES	Date 18/01/2001
Witness Signature 	Address of 1st Inventor 6 Holly Villas Ashprington Totnes Devon, TQ9 7UU United Kingdom	Inventor Signature 
Witness Name (print) C. A. EUTON		

Additional Assignors on attached Page 2

	Name of 2nd Inventor Ian P MCCLEAN	Date 28/1/01
Witness Signature  Witness Name (print) S.W. HICKLING	Address of 2nd Inventor 37 Lichfield Drive Brixham Devon TQ5 8 DH United Kingdom	Inventor Signature 
	Name of 3rd Inventor	Date
Witness Signature Witness Name (print)	Address of 3rd Inventor	Inventor Signature