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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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09/860367 05/18/01

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

1. Name of conveying party(ies): I. Claude Denton Additional name(s) of conveying party(ies) attached? No

5-18-01

2. Name and address of receiving party(ies) Name: Network Elements, Inc. Internal Address: Street Address: 9560 SW Nimbus Avenue City: Beaverton State: OR Zip: 97008 Additional name(s) & address(es) attached? No

3. Nature of conveyance: [X] Assignment [] Merger [] Security Agreement [] Change of Name [] Other Execution Date: May 17, 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) B. Patent No.(s) Additional numbers attached? No

09/860367

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Robert A. Diehl Internal Address: COLUMBIA IP LAW GROUP, PC Street Address: 4900 SW Meadows Road Suite 109 City: Lake Oswego State: OR Zip: 97035

6. Total number of applications and patents involved: 1 7. Total fee (37 CFR 3.41).....\$ 40.00 [X] Enclosed [] Authorized to be charged to deposit account

8. Deposit account number: 40E (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 information is true and correct and any attached copy is a true copy of the original document. Robert A. Diehl, Reg. #40,992 Name of Person Signing Signature Date May 18, 2001 Total number of pages including cover sheet, attachments, and documents: 3

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

ASSIGNMENT
(For Execution Prior To Filing Patent Application)

In consideration of good and valuable consideration, the receipt of which is hereby acknowledged that the undersigned,

ASSIGNOR(S): I. Claude Denton

hereby sell, assign, and transfer to

ASSIGNEE: Network Elements, Inc.
9560 SW Nimbus Avenue
Beaverton, Oregon 97008
A corporation of Oregon.

and its successors, assigns, and legal representatives, the entire right, title, and interest for the United States and all foreign countries, in and to any and all improvements that are disclosed in the application for the United States patent that has been executed by the undersigned prior hereto or concurrently herewith on the dates indicated below and is entitled:

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and in and to said application and all divisional applications, continuation applications, continued prosecution applications, continuation-in-part applications, substitute applications, renewal applications, reissue applications, reexaminations, extensions, and all other patent applications that have been or shall be filed in the United States and all foreign countries on any of said improvements; and in and to all original patents, reissued patents, reexamination certificates, and extensions, that have been or shall be issued in the United States and all foreign countries on said improvements; and in and to all rights of priority resulting from the filing of said United States application;

agree that said Assignee may apply for and receive a patent or patents for said improvements in its own name; and that, when requested, without charge to, but at the expense of, said Assignee, its successors, assigns, and legal representatives, to carry out in good faith the intent and purpose of this Assignment, the undersigned will execute all divisional applications, continuation applications, continued prosecution applications, continuation-in-part applications, substitute applications, renewal applications, reissue applications,

reexaminations, extensions and all other patent applications on any and all said improvements; execute all rightful oaths, assignments, powers of attorney, and other papers; communicate to said Assignee, its successors, assigns, and representatives all facts known to the undersigned relating to said improvements and the history thereof; and generally assist said Assignee, its successors, assigns, or representatives in securing and maintaining proper patent protection for said improvements and for vesting title to said improvements, and all applications for patents and all patents on said improvements, in said Assignee, its successors, assigns, and legal representatives; and

covenant with said Assignee, its successors, assigns, and legal representatives that no assignment, grant, mortgage, license, or other agreement affecting the rights and property herein conveyed has been made to others by the undersigned, and that full right to convey the same as herein expressed is possessed by the undersigned.

Inventor: Please indicate the date you signed the Combined Declaration And Power Of Attorney:

Inventor: Please sign and date below:

5/17, 2001
Date

I. Claude Denton
Name: I. Claude Denton

5/17, 2001
Date

Assignment Document Return Address:

COLUMBIA IP LAW GROUP, PC
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