

06-13-2001

Attorney Docket No.: Lim 1

To the Honorable Commissioner of Patents

ed original documents or copy thereof.

1. Name of conveying party(ies):

JIN HONG LIM

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

3. Nature of conveyance:

- (x) Assignment () Merger
() Security Agreement () Change of Name
() Other _____

Execution Date: May 24, 2001Name: Agere Systems Optoelectronics Guardian Corp.

Internal Address: _____

Street Address: Room 301E12119333 S. John Young ParkwayCity: Orlando State: FL ZIP: 32819

Additional name(s) and address(es) attached? () Yes (x) 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: May 24, 2001

A. Patent Application No.(s)

B. Patent No.(s)

Additional numbers attached: () Yes (x) No

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

Name: William H. Murray, Esq.

Internal Address: _____

Street Address: Duane, Morris & Heckscher LLP4200 One Liberty PlaceCity: Philadelphia State: PA ZIP: 19103-7396

6. Total number of applications and patents involved: (1) One

7. Total fee (37 CFR 3.41).....\$40.00

() Enclosed

(X) Authorized to be charged to deposit account

8. Deposit account number:

50-1735

(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.

Joseph F. Oriti, Reg. No. 47,835

Name of person signing

Signature

June 1, 2001

Date

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

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

Commissioner of Patents and Trademarks, Box Assignments

ASSIGNMENT AND AGREEMENT

For value received, I, Jin Hong Lim of Breinigsville, in the County of Lehigh and the Commonwealth of Pennsylvania, hereby sell, assign and transfer to Agere Systems Optoelectronics Guardian Corp., a corporation of the State of Delaware, having an office at 9333 S. John Young Parkway, Room 301E1211, Orlando, FL 32819, U.S.A., and its successors, assigns and legal representatives, the entire right, title and interest, for the United States of America, in and to certain inventions related to **PASSIVELY OUTPUT FLATTENED OPTICAL AMPLIFIER**, described in an application for Letters Patent of the United States, executed by me of even date herewith, and all the rights and privileges in said application and under any and all Letters Patent that may be granted in the United States for said inventions; and I also concurrently hereby sell, assign and transfer to Lucent Technologies Inc. the entire right, title and interest in and to said inventions for all countries foreign to the United States, including all rights of priority arising from the application aforesaid, and all the rights and privileges under any and all forms of protection, including Letters Patent, that may be granted in said countries foreign to the United States for said inventions.

I authorize Agere Systems Optoelectronics Guardian Corp. Inc. to make application for such protection in its own name and maintain such protection in any and all countries foreign to the United States, and to invoke and claim for any application for patent or other form of protection for said inventions, without further authorization from me, any and all benefits, including the right of priority provided by any and all treaties, conventions, or agreements.

I hereby consent that a copy of this assignment shall be deemed a full legal and formal equivalent of any document which may be required in any country in proof of the right of Agere Systems Optoelectronics Guardian Corp. to apply for patent or other form of protection for said inventions and to claim the aforesaid benefit of the right of priority.

I request that any and all patents for said inventions be issued to Agere Systems Optoelectronics Guardian Corp. in the United States and in all countries foreign to the United States, or to such nominees as Agere Systems Optoelectronics Guardian Corp. they may designate.

I agree that, when requested, I shall, without charge to Agere Systems Optoelectronics Guardian Corp. but at its expense, sign all papers, and do all acts which may be necessary, desirable or convenient in connection with said applications, patents, or other forms of protection.

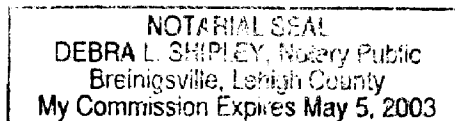

Jin Hong Lim

Date: 5/24/01

United States of America)
Commonwealth of Pennsylvania) ss.:
County of Lehigh)

On this 24th day of May, 2001, before me personally came Jin Hong Lim, to me known to be the individual described in and who executed the foregoing instrument, and acknowledged execution of the same.


Notary Public



Agere Systems Optoelectronics Guardian Corp.
9333 S. John Young Parkway
Room 301E1211
Orlando, FL 32819

PHI\846912.1