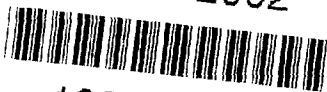


3/29/02

04-09-2002



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(Rev. 6-93)
OMD No. 0651-0011 (exp. 4/94)

J.S. DEPARTMENT OF COMMERCE
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1. Name of conveying party(ies):
Lisa Farr; Mark Rumer

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

2. Name and address of receiving party(ies):
Name: **Occam Networks**
Internal Address: _____

3. Nature of Conveyance:
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 Security Agreement Change of Name
 Other _____

Street Address: **77 Robin Hill Road**
City: **Santa Barbara** State: **California** ZIP: **93117**

Execution Date: **03/29/02, 03/29/02,** _____

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

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: **03/29/02**
A. Patent Application No.(s) _____

B. Patent No.(s) _____

Additional numbers attached? No Yes

10109794

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: **Blakely, Sokoloff, Taylor & Zafman LLP**
Internal Address: _____
Street Address: **12400 Wilshire Boulevard, 7th Floor**
City: **Los Angeles** State: **CA** ZIP: **90025**

6. Total number of applications and patents involved: **1**

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Raul D. Martinez
Signature

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Date

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(5/27/1997)

10659 U.S. PTO
10/109794
03/29/02

PATENT
REEL: 012755 FRAME: 0491

ASSIGNMENT

(For Execution Prior To Filing Patent Application)

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

Lisa Farr; Mark Rumer

hereby sell, assign, and transfer to:

Occam Networks

a corporation of California, having a principal place of business at 77 Robin Hill Road, Santa Barbara, California 93117, ("Assignee"), 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 inventions, improvements and/or designs 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:

BROADBAND LOOP CARRIER SYSTEM

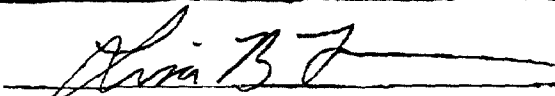
and in and to said application and all divisional, continuing, substitute, renewal, reissue, and all other patent applications that have been or shall be filed in the United States and all foreign countries on any of said inventions, improvements and/or designs; and in and to all original and reissued patents that have been or shall be issued in the United States and all foreign countries on said inventions, improvements and/or designs; and in and to all rights of priority resulting from the filing of said United States application;

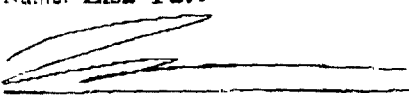
agree that said Assignee may apply for and receive a patent or patents for said inventions, improvements and/or designs in its own name; and that, when requested, without charge to, but at the expense of, said Assignee, its successors, assigns, and legal representatives, to carry out in good faith the intent and purpose of this Assignment, the undersigned will execute all divisional, continuing, substitute, renewal, reissue, and all other patent applications on any and all said inventions, improvements and/or designs; 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 inventions, improvements and/or designs and for vesting title to said improvements, and all applications for patents and all patents on said inventions, improvements and/or designs, in said Assignee, its successors, assigns, and legal representatives; and

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Each inventor: Please also list the date that you signed the accompanying DECLARATION & POWER OF ATTORNEY

Each Inventor: Please Sign and Date Below:

3/29/2002 
 Date Name: Lisa Farr

3/29/2002 
 Date Name: Mark Rumer

 Date Name:

 Date Name:

 Date Name:

 Date Name:

 Date Name:

 Date Name:

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