

05-29-2002



FORM PTO-1595

(Rev. 03.01)

OMB No. 0651-0027 (exp. 5/31/2002)

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FINANCE SECTION ▼ ▼ ▼ ▼ ▼

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

1. Name of conveying party(ies):

CIT Group/Business Credit, Inc.

5-24-02

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

3. Nature of conveyance:

Assignment

Merger

Security Agreement
(Release)

Change of Name

Other

2. Name and address of receiving party(ies)

Name: Keptel, Inc.

Internal Address: _____

Street Address: 11450 Technology Circle

City: Duluth State: GA Zip: 30097

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

Execution Date: April 25, 2002

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) 09/552814

B. Patent No.(s) 6256444

09/414691

6288334

Additional numbers attached? Yes No

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

Name: Jacqueline Haley, Patent Agent

Internal Address: _____

Street Address: Troutman Sanders LLP

600 Peachtree Street, Bank of America Plaza, Suite 5200

City: Atlanta State: GA Zip: 30308

6. Total number of applications and patents involved: 64

7. Total fee (37 CFR 3.41).....\$2560.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

20-1507

DO NOT USE THIS SPACE

9. Signature.

Jacqueline Haley, 41,457

Name of Person Signing

Jacqueline Haley
Signature

May 8, 2002

Date

Total number of pages including cover sheet, attachments, and documents: 12

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

Commissioner of Patents & Trademarks, Box Assignments

Washington, D.C. 20231

05/28/2002 09:58:11 00000162 09552814

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PATENT
REEL: 012884 FRAME: 0943

Continuation of Item 4:

09/528669	6011831	D313803	5978540
5966492	5978472	6307933	5995617
5754724	D389804	D388061	5832078
5866849	5719934	5606606	5623542
5583932	6047063	5724421	5583931
5509099	5553183	5528684	5666453
5557670	5557669	5483573	5375185
5557672	5371323	5465031	5394466
5297199	5109467	5086459	4945559
4979209	D314385	4949376	D318653
D324207	4993063	4882647	4910770
D313417	D312244	4809323	D312820
D304339	4748651	4788710	4785381
4807277	4827504	D300923	4682347
D297136	4558182	5869785	5092663

**PARTIAL RELEASE OF
GRANT OF PATENT
SECURITY INTEREST**

This Partial Release of Grant of Patent Security Interest (this "**Partial Patent Release**") is dated as of April 25, 2002 and is entered into by and among The CIT Group/Business Credit, Inc., as administrative agent for the Lenders (as hereinafter defined) (in such capacity herein called "**Secured Party**") and Arris International, Inc. ("**Company**") regarding the Released Patents (as hereinafter defined). Reference is hereby made to that certain Security Agreement dated as of August 3, 2001, by and between Secured Party, Company, Arris Group, Inc., Arris Interactive L.L.C., Keptel, Inc. ("**Keptel**") and the other direct and indirect Subsidiaries of Company, and each Additional Grantor that may become a party thereto (as amended, supplemented or otherwise modified from time to time, the "**Security Agreement**"). Further reference is made to that certain Credit Agreement dated as of August 3, 2001, by and among Company, Arris Interactive L.L.C., each of Company's Subsidiaries listed on the signature pages thereof, the financial institutions listed on the signature pages thereof (the "**Lenders**"), Credit Suisse First Boston, as syndication agent for Lenders, lead arranger and book running manager, and The CIT Group/Business Credit, Inc., as administrative agent and collateral agent for Lenders, as amended by that certain First Amendment to Credit Agreement dated as of January 8, 2002, as further supplemented by that certain Acknowledgement dated as of March 21, 2002 and as further amended by that certain Second Amendment to Credit Agreement dated as of April 19, 2002 (as amended, supplemented or otherwise modified from time to time, the "**Credit Agreement**"). Capitalized terms used herein and not otherwise defined are used herein as defined in the Security Agreement.

Company hereby confirms that as of the date hereof it shall sell the Released Patents pursuant to the sale of substantially all of the assets of Keptel pursuant to that certain Asset Purchase Agreement dated as of April 19, 2002 among Alcoa Fujikura, Ltd., Keptel and Company as permitted by Section 7.7(xi) of the Credit Agreement.

Pursuant to Section 9.6 of the Credit Agreement, Secured Party hereby notifies, acknowledges to and agrees with Company, subject to the terms hereof, that Secured Party hereby releases and forever discharges all of its right, title or interest of any kind or nature granted, assigned or conveyed pursuant to the Security Agreement in the following:

(a) the Released Patents (as defined below) and all rights of the Company corresponding thereto (including, without limitation, the right to sue for past, present and future infringements) and all re-issues, divisions, continuations, renewals, extensions and continuations-in-part thereof.

As used in this Partial Patent Release the following terms have the following meanings:

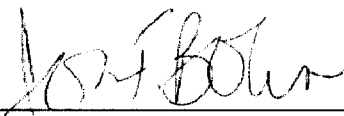
"**Released Patents**" means the patents listed on Schedule A annexed hereto.

This Partial Patent Release shall be limited precisely as written and relates and applies solely to the Released Patents and the associated interests specifically described in clause (a) above, and nothing in this Partial Patent Release shall be deemed to constitute a release of any other Collateral.

[Remainder of page intentionally left blank]

IN WITNESS WHEREOF, Secured Party and Company have caused this Partial Patent Release to be duly executed and delivered by their respective duly authorized officers as of the date first above written.

THE CIT GROUP/BUSINESS CREDIT, INC.

By: 
Name: JON W. BONON
Title: VP

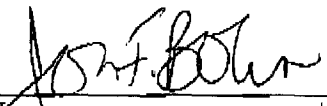
Acknowledged and agreed:

ARRIS INTERNATIONAL, INC.

By: _____
Name:
Title:

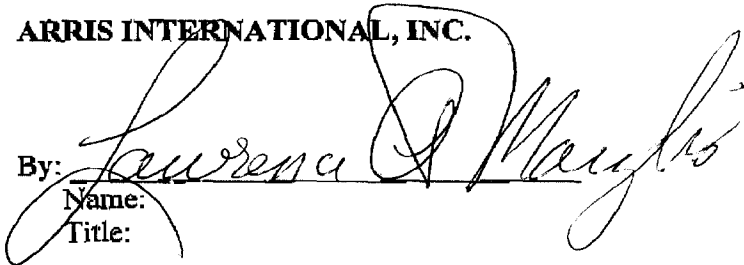
IN WITNESS WHEREOF, Secured Party and Company have caused this Partial Patent Release to be duly executed and delivered by their respective duly authorized officers as of the date first above written.

THE CIT GROUP/BUSINESS CREDIT, INC.

By: 
Name: JOHN F BONAN
Title: VP

Acknowledged and agreed:

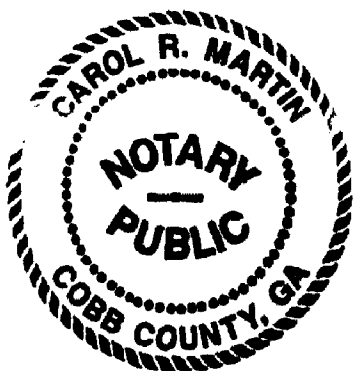
ARRIS INTERNATIONAL, INC.

By: 
Name:
Title:

On April 24, 2002 before me, personally appeared John J. Baker, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her authorized capacity, and that by his/her signature on the instrument the person or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand this 24 day of April 2002.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my official seal at my office in the _____ of _____ on the day in this certificate first above written.



MY COMMISSION EXPIRES MARCH 26, 2006

Carol R. Martin
Notary Public in and for the

My Commission Expires: 3-26-06

_____)
)
)

On April 25, 2002 before me, personally appeared LAWRENCE A. MARGOLIS personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her authorized capacity, and that by his/her signature on the instrument the person or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand this 25 day of April 2002.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my official seal at my office in the _____ of _____ on the day in this certificate first above written.

Laurie Wright

Notary Public in and for the

Notary Public, Fulton County, GA
My Commission Expires January 7, 2006
My Commission Expires:

**SCHEDULE A
TO PARTIAL RELEASE OF
GRANT OF PATENT
SECURITY INTEREST**

Released Patent List

See Attached.

Arrix Patent Data
The following Patents will be Assigned to Buyer

Schedule A to Arrix Partial Release.xls
Assign

Business Unit	Status	Filing Date	File Number	Serial Number	Patent Number	Title	
	Pending	4/20/00	3375		09/552814	Patent	Raised Bridge for Improving Access and Space Allocation in Network Interface Devices
	Pending	10/7/99	3400		09/414691	Patent	Devices for Protecting and Routing Optical Fibers in a Rack
	Pending	3/20/00	3406		09/528669	Patent	Universal Splitter for Splitting Ribbon Fiber and Buffer Tubes
	Issued	9/21/99	3395	6,256,444 B1	09/400215	Patent	Adjustable Guide for Organizing Optical Fibers in an Equipment Rack
	Issued	8/31/99	3385	6,288,334	09/386242	Patent	Electronics Module Attached to Back Face of Jack Plate
	Issued	6/15/98	3345	6,011,831	09/098029	Patent	Network Interface Device Having Cavities for Housing Test Circuitry
	Issued	4/29/98	3055-D	Des.313803	187890	Patent	Telephone Network Interface Apparatus
	Issued	4/23/98	3340	5,978,540	09/065809	Patent	Apparatus for Interconnecting Optical Fibers
	Issued	12/19/97	3330	5,966,492	08/994512	Patent	Apparatus for Storing and Splicing Optical Fibers
	Issued	11/5/97	3320	5,978,472	08/964506	Patent	Network Interface Device for a Building Entrance Terminal
	Issued	9/22/97	3311	6,307,933	08/934961	Patent	Apparatus for Providing a Plurality of Providers of Subscribers Service Signals with Easy Access to at Least
	Issued	7/21/97	3281	5,995,617	08/897738	Patent	Connector Block Mountable Connector and Telephone Circuit
	Issued	11/8/96	3305	5,754,724	08/745266	Patent	Fiber Optic Support Apparatus
	Issued	9/30/96	3315-D	Des.389804	29/060538	Patent	Enclosure for Terminating Television Service and/or Telephone Service and/or Data Service at the Customer's
	Issued	9/13/96	3300-D	Des.388061	29/059740	Patent	Housing for Cable Television, Direct Broadcast Satellite and Multi-channel Multi-Point Distribution Systems
	Issued	8/9/96	3295	5,832,078	08/695,311	Patent	Multiple Jack and Enclosure Apparatus Combination
	Issued	8/8/96	3275	5,866,849	08/689465	Patent	Connector Sealing Sleeve
	Issued	6/19/96	3290	5,719,934	08/667959	Patent	Apparatus for Connecting and Disconnecting Subscriber Premises Line and Incoming Telephone Company Line
	Issued	6/14/96	3003.1	5,606,606	08/658426	Patent	Combination Telephone Network Interface and Cable Television Apparatus and Cable Television Module
	Issued	6/14/96	3002.1	5,623,542	08/658425	Patent	Combination Telephone Network Interface and Cable Television Apparatus and Cable Television Module
	Issued	2/27/96	3006.1	5,583,932	08/607859	Patent	Combination Telephone Network Interface and Cable Television Apparatus
	Issued	1/23/96	3270	6,047,063	08/590187	Patent	Methods and Apparatus for Providing an Auxiliary Communicatin Line
	Issued	11/16/95	3250	5,724,421	08/559565	Patent	Telephone Network Interface Apparatus
	Issued	7/14/95	3003.2	5,583,931	08/502770	Patent	Combination Telephone Network Interface and Coaxial Cable Apparatus and Coaxial Cable Module
	Issued	4/26/95	3015	5,509,099	08/430215	Patent	Optical Fiber Closure with Sealed Cable Entry Ports
	Issued	4/3/95	3010	5,553,183	08/415194	Patent	Apparatus for and Method of Splitting Fiber Optic Signals
	Issued	9/2/94	3235	5,528,684	08/300398	Patent	Coaxial Cable Interface Including Security Cover for Demarcation Point
	Issued	7/15/94	3410	5,666,453	275973	Patent	Fiber Optic Jumper Cables and Tracing Method Using Same
	Issued	10/12/93	3217	5,557,670	08/135025	Patent	Channel Interface Unit
	Issued	10/12/93	3216	5,557,669	08/135023	Patent	Channel Interface Unit
	Issued	6/30/93	3240	5,483,573	08/085581	Patent	Electric Circuit Connector with Auto-Termination
	Issued	4/30/93	3260	5,375,185	56302	Patent	Apparatus for Storing and Organizing Spliced Optical Fibers
	Issued	3/10/93	3215	5,557,672	08/028884	Patent	Channel Interface Unit
	Issued	3/10/93	3005-REX	5,371,323	08/028841	Patent	Splice Housing Apparatus

PATENT

Artis Patent Data
The following Patents will be Assigned to Buyer

Schedule A to Artis Partial Release.xls
Assign

Business Unit	Status	Filing Date	File Number	Serial Number	Patent Number	Patent Type	Title
	Issued	3/3/93	3370	5,465,031	08/025740	Patent	Programmable Actuator for Light Dimmer
	Issued	2/16/93	3000	5,394,466	08/018327	Patent	Combination Telephone Network Interface and Cable TV Apparatus and Cable TV Module
	Issued	2/20/92	3020	5,297,199	07/839355	Patent	Apparatus for Connecting and Disconnecting Subscriber premises Line and Incoming Telephone Company Line
	Issued	2/27/91	3025	5,109,467	07/661212	Patent	Interconnect Cabinet for Optical Fibers
	Issued	2/23/90	3035	5,086,459	07/483875	Patent	Timing Circuit and a Secure Telephone Jack Utilizing this Circuit
	Issued	1/17/89	3090	4,945,559	07/433572	Patent	Telephone Network Interface Apparatus
	Issued	10/13/89	3065	4,979,209	07/436767	Patent	Individual Subscriber Line Module
	Issued	8/7/89	3050-D	Des. 3,14385	390679	Patent	Telephone Network Interface Apparatus
	Issued	6/15/89	3080	4,949,376	07/366498	Patent	Telephone Network Interface Apparatus
	Issued	5/15/89	3040-D	Des. 3,18653	351814	Patent	Subscriber Network Interface Enclosure
	Issued	5/15/89	3030-D	Des. 324207	351816	Patent	Subscriber Network Interface Enclosure
	Issued	12/27/88	3126	4,993,063	07/289810	Patent	Channel Unit Interface Circuit
	Issued	12/15/88	3110	4,882,647	07/284671	Patent	Combination Apparatus for Clamping Ground Conductor and for Mounting Lightning Protector
	Issued	11/22/88	3105	4,910,770	07/275349	Patent	Network Interface Device and Enclosure
	Issued	7/7/88	3060-D	Des. 3,13417	216258	Patent	Telephone Network Interface Apparatus
	Issued	3/28/88	3075-D	Des. 3,12244		Patent	Enclosure for an Electrical Protector and Terminal Block
	Issued	3/4/88	3140	4,809,323	07/164433	Patent	Telephone Network Interface Apparatus
	Issued	3/4/88	3070-D	Des. 3,12820	164008	Patent	Telephone Network Interface Apparatus
	Issued	10/30/87	3115-D	Des. 304339	139427	Patent	Telephone Network Interface Apparatus
	Issued	6/12/87	3165	4,748,651	07/062089	Patent	Multiline Transmission Line Test Receptacle With Provision for Testing Each Line
	Issued	6/11/87	3186	4,788,710	07/61500	Patent	Telephone Line Selection and Isolation Method and Apparatus
	Issued	5/22/87	3150	4,785,381	07/053304	Patent	Holder for Clip Mounting Telephone Circuits to Connecting Blocks
	Issued	5/15/87	3145	4,807,277	07/051043	Patent	Remotely Activated Switching Apparatus
	Issued	3/4/87	3135	4,827,504	07/021475	Patent	Telephone Network Interface Apparatus
	Issued	9/17/86	3130-D	Des. 300923	908172	Patent	Network Interface Enclosure
	Issued	2/10/86	3185	4,682,347	828205	Patent	Telephone Line Selection and Isolation Method and Apparatus
	Issued	3/20/85	3155-D	Des. 297136	713818	Patent	Network Interface Enclosure
	Issued	11/1/84	3200	4,558,182	667423	Patent	Remotely-Activated Switching Apparatus

Artris Patent Data
 The following patents will be licensed to Buyer

Schedule A to Artris Partial Release.xls
 License

Business Unit	Status	Filing Date	File Number	Serial Number	Patent Number	Patent Type	Title
	Issued	6/10/97	3335	5,869,785	08/872432	Patent	Wire Clamp with Parallel Gripping Action
	Issued	5/21/90	1040	5,092,663	07/526875	Patent	Apparatus and Mechanism for Storing Excess Fiber

PATENT

REEL: 012884 FRAME: 0954

RECORDED: 05/24/2002