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Lucent Technologies
600 Mountain Avenue
Murray Hill, New Jersey 07974

5-17-02

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

2. Name and address of receiving party(ies)

Name: Fitel USA Corporation

Internal Address: _____

Street Address: 2000 Northeast Expressway

City: Norcross State: GA Zip: 30071

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

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other _____

Execution Date: 11-16-01

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) _____

Patent Numbers in attached Appendix A

Additional numbers attached? Yes No

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

Name: Fitel USA Corp.

Internal Address: Docket Administrator

Suite F020

Street Address: 2000 Northeast Expressway

City: Norcross State: GA Zip: 30071

6. Total number of applications and patents involved: **610**

7. Total fee (37 CFR 3.41).....\$ 24400.00

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PATENT
REEL: 012946 FRAME: 0578

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293. 5263103	11/16/1993
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<u>U.S. Patent Number</u>	<u>Issue Date</u>
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U.S. Patent Number	Issue Date
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143. Jennings 10-17-37	09/430640	10/29/1999	
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150. Jennings 17-3-24-44	09/532298	3/23/2000	
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163. L Hsu 3-5-22-28	09/844643	4/27/2001	
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239. Sheldon 5-23	09/282931	4/1/1999	
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274. 124050			
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281. 123968			
282. 123969			
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PATENT ASSIGNMENT

by and between

LUCENT TECHNOLOGIES INC.

and

FITEL USA CORP.

Effective as of November 16, 2001

PATENT ASSIGNMENT

THIS PATENT ASSIGNMENT (this "Patent Assignment"), effective as of November 16, 2001 (the "Effective Date"), is by and between Lucent Technologies Inc., a Delaware corporation, with offices at 600 Mountain Avenue, Murray Hill, New Jersey 07974, United States of America ("Assignor"), and Fitel USA Corp., a Delaware corporation, with offices at 2000 Northeast Expressway, Norcross, Georgia 30071, United States of America ("Assignee").

RECITALS

A. WHEREAS, Assignor has sold certain assets and liabilities with respect to Assignor's Optical Fiber Solutions business to Assignee in accordance with a certain Asset and Stock Purchase Agreement;

B. WHEREAS, Assignor presently owns or controls certain patents, patent applications, and invention submissions listed in the attached Appendix A and Appendix B (hereinafter "Transferred Patents", collectively) and;

C. WHEREAS, in furtherance of the foregoing sale of assets, Assignor desires to transfer, assign, convey, deliver and vest all of its interests and rights in Transferred Patents for all countries, jurisdictions and political entities of the world, to and in Assignee;

NOW, THEREFORE, in consideration of the promises and for other good and valid consideration, the receipt and sufficiency of which are hereby acknowledged, the parties, intending to be legally bound, agree as follows:

Assignor, subject to (i) the receipt by Assignor from Assignee of the consideration in the Asset and Stock Purchase Agreement, (ii) existing rights and licenses of third parties, and (iii) the Intellectual Property Agreement between Assignor and Assignee executed concurrently herewith, does hereby assign, convey, transfer and deliver, and agrees to assign, convey, transfer and deliver to Assignee, its successors, assigns and legal representatives or nominees, Assignor's present entire right, title and interest, for all countries, jurisdictions and political entities of the world, along with the right to sue for past infringement, in and to all Transferred Patents, and corresponding counterpart foreign patents and patent applications, with respect to which, and to the extent to which, Assignor now has or hereafter acquires the right to so assign, convey, transfer and deliver.

Assignor agrees that, upon request it will, at any time without charge to Assignee but at Assignee's expense, furnish all necessary documentation relating to or supporting chain of title, sign all papers, take all rightful oaths, and do all acts which may be reasonably necessary for vesting title to Transferred Patents in Assignee, its successors, assigns and legal representatives or nominees; including but not limited to any acts which may be reasonably necessary for claiming said rights and for securing and maintaining patents for said inventions in

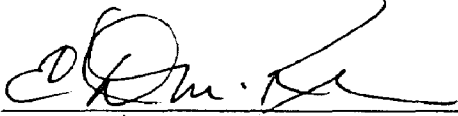
any and all countries and for vesting title thereto in Assignee and its respective successors,
assigns and legal representatives or nominees.

NY/361085.3

PATENT
REEL: 012946 FRAME: 0607

IN WITNESS WHEREOF, the parties have caused this PATENT ASSIGNMENT to be executed by their duly authorized representatives on the respective dates entered below.

LUCENT TECHNOLOGIES INC.


By: 

Name: Edward D. McKeever

Title: Vice President - Law

Date: November 16, 2001

FITEL USA CORP.

By: 

Name: Osamu Seto

Title: President and CEO

Date: November 16, 2001

ACKNOWLEDGMENTS

STATE OF NEW YORK)
: ss:
COUNTY OF NEW YORK)

I CERTIFY that on November 15, 2001, Edward D. McHugh personally came before me and this person acknowledged under oath, to my satisfaction that:

a.) this person signed, sealed and delivered the attached Patent Assignment as Vice President of Lucent Technologies Inc.; and

b.) this Patent Assignment was signed and made by Lucent Technologies Inc. as its voluntary act and deed by virtue of authority from its Board of Directors.

Denise E. McHugh

Name:
Notary Public
My Commission Expires:
[Notarial Seal]

DENISE E. McHUGH
Notary Public, State of New York
No. 01MC7843700
Qualified in Putnam County
Commission Expires October 31, 2002

STATE OF NEW YORK)
: ss:
COUNTY OF NEW YORK)

I CERTIFY that on November 16, 2001, Osamu Sato personally came before me and this person acknowledged under oath, to my satisfaction that:

a.) this person signed, sealed and delivered the attached Patent Assignment as President and CEO of Fitel USA Corp.; and

b.) this Patent Assignment was signed and made by Fitel USA Corp. as its voluntary act and deed by virtue of authority from its Board of Directors.

Suzanne DeGennaro

Name:
Notary Public
My Commission Expires:
[Notarial Seal]

SUZANNE DE GENARO
Notary Public, State of New York
No. 4789700, Suffolk County
Certificate Filed in New York County
Term Expires 2-28-02