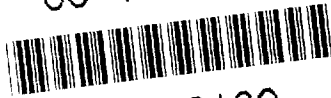


06-11-2002



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COVER SHEET

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U.S. DEPARTMENT OF
COMMERCE
Patent and Trademark Office

Tab settings 3333

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

1. Name of conveying party(ies):

6-5-02

Peter Manca, Paul Curtis, Ewan Milne, Max Smith, Alan Greenspan, Scott Geng, Edward Duffy, Peter Schuller,

2. Name and address of receiving party(ies):

Name: Egenera, Inc.

Internal Address:

Street Address: 165 Forest Street

City: Marlboro State: MA Zip: 01752

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

3. Nature of conveyance:

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

Execution Date: 4/18/02; 4/22/02

Additional name(s) & address(es) attached? Yes 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: _____

A. Patent Application No.(s)

10/038,355

B. Patent No.(s)

Additional numbers attached? Yes No

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

Name: Peter M. Dichiarà

Internal Address: Hale and Dorr LLP

Street Address: 60 State Street

City: Boston State: MA ZIP: 02109

6. Total number of applications and patents involved: 1

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

- Enclosed
- Authorized to be charged to deposit account
- Charge any additional fees associated with this paper or during the pendency of this application, or credit any overpayment, to deposit account

8. Deposit account number:

08-0219

(Attach duplicate copy of this page if paying by deposit account)

06/10/2002 6TDM11 00000150 080219 10038355

01 FEB 2002 40.00 CH

DO NOT USE THIS SPACE

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.

Peter M. Dichiarà

Name of Person Signing

Peter M. Dichiarà

Signature

Date

Total number of pages including cover sheet, attachments, and document: _____

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments

ASSIGNMENT

WHEREAS, we, Peter Manca, Paul Curtis, Ewan Milne, Max Smith, Alan Greenspan, Scott Geng, Edward Duffy and Peter Schulter, being citizens of the United States of, are the inventors of certain new and useful inventions and discoveries, for which an application has been made for a United States Patent Application entitled "**SERVICE CLUSTERS AND METHOD IN A PROCESSING SYSTEM WITH FAILOVER CAPABILITY**", the specifications of which were filed with the United States Patent and Trademark Office on January 4, 2002 and assigned serial number 10/038,355;

WHEREAS, **EGENERA, INC.** whose address is 165 Forest Street, Marlboro, Massachusetts 01752 which, together with its successors and assigns is hereinafter called "ASSIGNEE," is desirous of acquiring the title, rights, benefits, and privileges hereinafter recited;

NOW, THEREFORE, for and in consideration of our employment by ASSIGNEE and other valuable consideration furnished by ASSIGNEE to us, receipt and sufficiency of which we hereby acknowledge, we hereby, without reservations:

1. Assign, transfer, and convey to ASSIGNEE the entire right, title, and interest in and to said inventions and discoveries, said United States Patent Application, any and all other applications for Letters Patent(s) on said inventions and discoveries in whatsoever countries, including all divisional, renewal, substitute, continuation, continuation-in-part, reexamination and convention applications based in whole, or in part, upon said inventions or discoveries, or upon said United States Patent Application, and any and all Letters Patent(s), reissues, and extensions of Letters Patent(s) granted for said inventions and discoveries or upon said applications, and every priority right that is or may be predicated upon, or arise from, said inventions, said discoveries, said applications, and said Letters Patent(s);

2. Authorize ASSIGNEE to file patent applications in any or all countries on any or all of said inventions and discoveries in our names or in the name of ASSIGNEE or otherwise as ASSIGNEE may deem advisable, under International Conventions or otherwise;

3. The undersigned hereby authorizes and requests the attorneys of record in said application to insert in this assignment the filing date and serial number of said application when officially known;

4. Authorize and request the Commissioner of Patents and Trademarks of the United States of America and the empowered officials of all other governments throughout the world to issue or transfer all said Letters Patent(s) to ASSIGNEE, as assignee of the entire right, title, and interest therein or otherwise as ASSIGNEE may direct;

5. Warrant that we have not knowingly conveyed to others any right in said inventions, discoveries, applications, or patents, or any license to use the same, or to make, use,

or sell anything embodying or utilizing any of said inventions or discoveries; and that we have good right to assign the same to ASSIGNEE without encumbrance;


6. Bind our heirs, legal representatives, and assigns, as well as ourselves, to do, upon ASSIGNEE's request and at ASSIGNEE's expense, but without additional consideration to either ourselves or them, all acts reasonably serving to assure that said inventions and discoveries, said patent applications, and said Letters Patent(s) shall be held and enjoyed by ASSIGNEE as fully and entirely as the same could have been held and enjoyed by us, our heirs, legal representatives, and assigns if this Assignment had not been made; and particularly to execute and deliver to ASSIGNEE all lawful application documents including petitions, specifications, and oaths, and all assignments, disclaimers, and lawful affidavits in form and substance as may be requested by ASSIGNEE; and to communicate to ASSIGNEE all facts known to us relating to said inventions and discoveries or the history thereof, and to testify as to the same in any court or proceeding; and to furnish ASSIGNEE any and all documents, photographs, models, samples, and other physical exhibits in our control or in the control of our heirs, legal representatives, or assigns which may be useful for establishing the facts of our conceptions, disclosures, and reduction to practice of said inventions and discoveries.

WITNESS my hand and seal this 22 day of April, 2002.



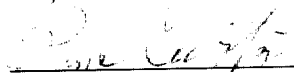
Peter Manca

On this 22 day of April, 2002, before me personally came the above-named **Peter Manca** to me personally known and known to me to be the same individual who executed the foregoing assignment, and who acknowledged to me that execution of the same was of his own free will for the use and purposes therein set forth.




Notary Public
My commission expires: 10/2/03

WITNESS my hand and seal this 22 day of April, 2002.



Paul Curtis

On this 22 day of April, 2002, before me personally came the above-named **Paul Curtis** to me personally known and known to me to be the same individual who executed the foregoing assignment, and who acknowledged to me that execution of the same was of his own free will for the use and purposes therein set forth.

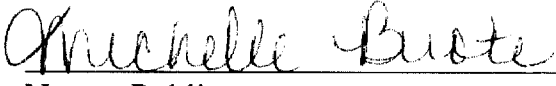


Notary Public
My commission expires: 10/2/03

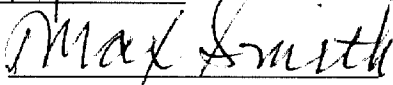
WITNESS my hand and seal this 22 day of April 2002.


Ewan Milne

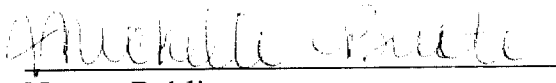
On this 22 day of April, 2002, before me personally came the above-named **Ewan Milne** to me personally known and known to me to be the same individual who executed the foregoing assignment, and who acknowledged to me that execution of the same was of his own free will for the use and purposes therein set forth.


Notary Public
My commission expires: 10/2/03

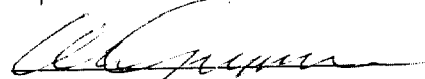
WITNESS my hand and seal this 18 day of April 2002


Max Smith

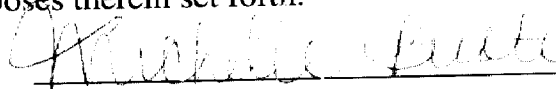
On this 18 day of April, 2002, before me personally came the above-named **Max Smith** to me personally known and known to me to be the same individual who executed the foregoing assignment, and who acknowledged to me that execution of the same was of his own free will for the use and purposes therein set forth.


Notary Public
My commission expires: 10/2/03

WITNESS my hand and seal this 18 day of April 2002


Alan Greenspan

On this 18 day of April, 2002, before me personally came the above-named **Alan Greenspan** to me personally known and known to me to be the same individual who executed the foregoing assignment, and who acknowledged to me that execution of the same was of his own free will for the use and purposes therein set forth.


Notary Public
My commission expires: 10/2/03

WITNESS my hand and seal this 22 day of April 2002

Scott M Geng
Scott Geng

On this 22 day of April, 2002, before me personally came the above-named **Scott Geng** to me personally known and known to me to be the same individual who executed the foregoing assignment, and who acknowledged to me that execution of the same was of his own free will for the use and purposes therein set forth.

Michelle Butte
Notary Public
My commission expires: 10/12/03

WITNESS my hand and seal this 22 day of April 2002

E. G. Duffy
Edward Duffy

On this 22 day of April, 2002, before me personally came the above-named **Edward Duffy** to me personally known and known to me to be the same individual who executed the foregoing assignment, and who acknowledged to me that execution of the same was of his own free will for the use and purposes therein set forth.

Michelle Butte
Notary Public
My commission expires: 10/12/03

WITNESS my hand and seal this 22 day of April 2002

Peter Schuller
Peter Schuller

On this 22 day of April, 2002, before me personally came the above-named **Peter Schuller** to me personally known and known to me to be the same individual who executed the foregoing assignment, and who acknowledged to me that execution of the same was of his own free will for the use and purposes therein set forth.

Michelle Butte
Notary Public
My commission expires: 10/12/03