1. Name of conveying party(ies): Nathan Myron Denkin
   Gerard Lingner III

   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: ____________________________

4. Application number(s) or registration number(s): 10293754

   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)

   Additional numbers attached? _Yes X No

5. Name and address of party to whom correspondence concerning document should be mailed:
   Name: Eamon J. Wall
   Internal Address: MOSER, PATTERSON & SHERIDAN, LLP
   Street Address: 595 Shrewsbury Avenue, Suite 100

   City: Shrewsbury  State: NJ  Zip: 07702

6. Total number of applications and patents involved: 1

7. Total fee (37 C.F.R. 3.41) _ Enclosed
   _ Authorized to be charged to deposit account

8. Deposit account number:

   402

   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.
   
   EAMON J. WALL
   Name of Person Signing
   Signature
   Date 11/12/02

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

Mail documents to be recorded with required cover sheet information to:
Assistant Commissioner of Patents, Box Assignments
Washington, D.C. 20231

11/22/2002 DBYRNE 00000288 200782 10293754
01 FC:8021 40.00 CH

PATENT
REEL: 013504 FRAME: 0419
ASSIGNMENT AND AGREEMENT

For value received, we, Nathan Myron Denkin of Matawan in the County of Monmouth and State of New Jersey, and Gerard Lingner III of Long Branch in the County of Monmouth and State of New Jersey, hereby sell, assign and transfer to Lucent Technologies Inc., a corporation of the State of Delaware, having an office at 600 Mountain Avenue, Murray Hill, New Jersey 07974-0636, 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 METHOD, APPARATUS AND SYSTEM FOR CONTROLLING POWER TRANSIENTS IN A RAMAN-AMPLIFIED OPTICAL TRANSMISSION SYSTEM described in an application for Letters Patent of the United States, executed by us 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 we 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.

We authorize Lucent Technologies 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 us, any and all benefits, including the right of priority provided by any and all treaties, conventions, or agreements.

We 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 Lucent Technologies Inc. to apply for patent or other form of protection for said inventions and to claim the aforesaid benefit of the right of priority.

We request that any and all patents for said inventions be issued to Lucent Technologies Inc. in the United States and in all countries foreign to the United States, or to such nominees as Lucent Technologies Inc. may designate.

We agree that, when requested, we shall, without charge to Lucent Technologies Inc. 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.

Nathan Myron Denkin

Date: 10/24/02

United States of America )
State of New Jersey ) ss.:
County of Monmouth )

On this 24th day of October, 2002, before me personally came Nathan Myron Denkin, to me known to be the individual described in and who executed the foregoing instrument, and acknowledged execution of the same.

Sharon R. Lobosco
Notary Public

SHARON L. LOBOSCO
Notary Public, State of New Jersey
No. 2278076
Qualified in Ocean County
Commission Expires August 14, 2006
Date: 24 OCT 02

United States of America
State of New Jersey ss.
County of Monmouth

On this 24th day of October, 2002, before me personally came Gerard Lingner III, to me known to be the individual described in and who executed the foregoing instrument, and acknowledged execution of the same.

[Signature]
Notary Public

Lucent Technologies Inc.
600 Mountain Avenue (Room 3C-512)
P. O. Box 636
Murray Hill, New Jersey 07974-0636

RECORDED: 11/12/2002
PATENT
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