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Form PTO-1595
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U.S. DEPARTMENT OF COMMERCE
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OMB No. 0651-0027 (exp. 6/30/2005)

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

1. Name of conveying party(ies):
WENGROVITZ, MICHAEL
NELSON, ANDREW

2. Name and address of receiving party(ies)
Name: ALCATEL INTERNETWORKING, INC.

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Internal Address: _____
Street Address: 26801 WEST AGOURA ROAD

Execution Date: 10/22/2002

City: CALABASAS State: CA Zip: 91301
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) _____
10/264,061

B. Patent No. (s) _____

Additional numbers attached? Yes No

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

Name: MICHAEL B. BROOKS
Internal Address: _____

6. Total number of applications and patents involved:

7. Total fee (37 CFR 3.41).....\$ 80.00
 Enclosed
 Authorized to be charged to deposit account

Street Address: BROOKS AND FILLBACH
5010 N. Parkway Calabasas, Suite 104
City: Calabasas State: CA Zip: 93065

8. Deposit account number:
02-3979

FINANCE SECTION
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9. Signature.
Michael B. Brooks  December 6, 2002
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and documents: 4

12/12/2002 6TON11 00000263 023979 10264061 Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

01 FC:8021 40.00 CH

PATENT
REEL: 013561 FRAME: 0570

ASSIGNMENT

WHEREAS, WE, MICHAEL WENGROVITZ and ANDREW NELSON, residing at 1315 Old Marlboro Road, Concord MA 01742 and 1 Wing Road, Lynnfield, MA 01940, respectively, have invented certain new and useful improvements disclosed in an application for United States Letters Patent entitled **NOVEL USAGE OF DIGITAL SET KEYBOARD/DISPLAY FOR GENERATING TEXT MESSAGES TO ALPHANUMERIC PAGERS CELLPHONES AND PDAS** , filed October 2, 2002, together with claim to the priority of United States Provisional Application No. 60/329,166, filed October 12, 2001.

AND WHEREAS ALCATEL INTERNETWORKING, INC., a California corporation, having a place of business at 26801 W. Agoura Rd., Calabasas, CA 91301 (hereafter, together with any successors, legal representatives or assigns thereof, called "ASSIGNEE") wants to acquire the entire right, title and interest in and to said improvements and application.

NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) to us in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, we have sold, assigned, transferred and set over, and do hereby sell, assign, transfer and set over to ASSIGNEE the entire right, title and interest in and to said improvements, and said application and all divisions and continuations thereof, and all United States Letters Patents which may be granted thereon and all reissues, reexaminations and extensions thereof, and all priority rights under all available International Agreements, Treaties and Conventions for the protection of intellectual property in its various forms in every participating country, and all applications for patents (including related rights such as utility-model registrations, inventor's certificates, and the like) heretofore or hereafter filed for said improvements in any foreign countries, and all patents (including all continuations, divisions, extensions, renewals, substitutes, and reissues thereof) granted for said improvements in any foreign countries; and we hereby authorize and request the United States Commissioner of Patents and Trademarks, and any officials of foreign countries whose duty it is to issue patents on applications as aforesaid, to issue all patents for said improvements to ASSIGNEE in accordance with the terms of this Assignment;

AND WE HEREBY covenant that we have full right to convey the entire interest herein assigned, and that we have not executed, and will not execute, any agreement in conflict herewith;

AND WE HEREBY further covenant and agree that we will communicate to ASSIGNEE any facts known to us respecting said improvements, and testify in any legal proceeding, sign all lawful papers, execute all divisional, continuation, substitute and reissue applications, make all rightful oaths and generally do everything possible to aid ASSIGNEE to obtain and enforce proper patent protection for said improvements in all countries.

ASSIGNMENT

Joint

Docket No. 48199/MBB/134093

IN TESTIMONY WHEREOF, I hereunto set my hand this 21st day of October, 2002.

Michael Wengrovitz
Michael Wengrovitz

STATE OF MASSACHUSETTS)
COUNTY OF MIDDLESEX)

On 10/21/02, before me CAROL LEE COUNCILMAN, Notary Public, personally appeared **Michael Wengrovitz** 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 executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Carol Lee Councilman
Signature of Notary **CAROL LEE COUNCILMAN**
NOTARY PUBLIC

My Commission Expires December 11, 2003

IN TESTIMONY WHEREOF, I hereunto set my hand this 22nd day of October, 2002.

A Nelson
Andrew Nelson

STATE OF New Hampshire
COUNTY OF Rochester)

On October 22, 2002, before me Debra Elliott, Notary Public, personally appeared **Andrew Nelson** 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 executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Debra A. Elliott
Signature of Notary

DEBRA A. ELLIOTT
Notary Public - New Hampshire
My Commission Expires August 23, 2005