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U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

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

1. Name of conveying party(ies): TLY Corporation
Additional name(s) of conveying party(ies) attached? No

02/11/03

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

Internal Address:

3. Nature of Conveyance: Assignment, Security Agreement, Other, Merger, Change of Name

Street Address: 2200 Mission College Blvd.

City: Santa Clara State/Province: CA Zip: 95052

Country: U.S.A.

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

Execution Date(s): October 30, 2002

4. Application Number(s) or patent number(s): A. Patent Application No.(s) 09/438,887

If this document is being filed together with a new application, the execution date of the application is:

B. Patent No.(s) 6,341,189

Additional numbers attached? No

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

Charles K. Young
Name: Blakely, Sokoloff, Taylor & Zafman LLP
Internal Address:
Street Address: 12400 Wilshire Boulevard, 7th Floor
City: Los Angeles State: California Zip: 90025

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

8. Deposit Account Number:

02-2666

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

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9. Statement and signature. To the best of my knowledge and believe, the foregoing is true and correct and any attached copy is a true copy of the original document

Charles K. Young Reg.No.39,435
Name of Person Signing

Signature: Charles K. Young

Date: 1/22/03

Total number of pages including cover sheet, attachments, and document: 5

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

OFFICE OF PATENT RECORDS
FINANCE SECTION
2003 FEB 10 PM 4:06

Attorney Docket No. 42P15266

02/11/2003 LMUELLER 00000057 09438887

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Patent and Trademark Assignments
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PATENT
REEL: 013735 FRAME: 0557

## U.S. PATENT ASSIGNMENT

This U.S. Patent Assignment (this "Assignment") is made as of October 30, 2002 by TLY Corporation, a Delaware corporation ("Assignor"), to Intel Corporation, a Delaware corporation ("Assignee").

### RECITALS

- A. Assignor owns the patents issued by the United States Patent and Trademark Office and set forth on Exhibit A hereto (the "Patents").
- B. Assignor desires to assign to Assignee all of Assignor's right, title and interest in and to the Patents.

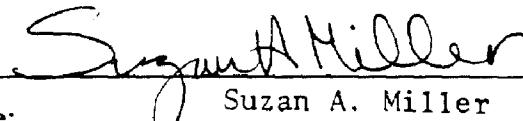
### AGREEMENT

NOW, THEREFORE, in consideration of the foregoing premises, and the covenants and agreements in this Assignment, Assignor agrees as follows:

1. Assignor does hereby sell, transfer, convey, assign and deliver to Assignee all of Assignor's right, title and interest in and to the Patents, including any foreign counterparts, divisions, continuations or reissues thereof, the same to be held by Assignee for Assignee's own use and enjoyment, and for the use and enjoyment of Assignee's successors, assigns and other legal representatives, as fully and entirely as the same would have been held and enjoyed by Assignor if this Assignment had not been made; together with all claims for Damages by reason of past infringements of the Patents, along with the right to sue for and collect such Damages for the use and benefit of Assignee and its successors, assigns and other legal representatives.
2. Assignor hereby authorizes and requests the Commissioner of Patents and Trademarks of the United States, and any officer of any country or countries foreign to the United States, whose duty it is to issue patents or other evidence or forms of intellectual property protection or applications as aforesaid, to issue the same to Assignee and its successors, assigns and other legal representatives in accordance with the terms of this instrument.
3. Assignor hereby covenants with Assignee and the successors and permitted assigns of Assignee that, from time to time after the date hereof, Assignor will promptly execute and deliver to Assignee or shall promptly procure the execution and delivery of any and all such instruments of sale, transfer, conveyance, assignment and delivery, consents, assurances, powers of attorney and other instruments as may reasonably be requested by Assignee in order to vest in Assignee all of Assignor's right, title and interest in and to the Patents and carry out the purpose and intent of this Assignment and the Purchase Agreement.

IN WITNESS WHEREOF, Assignor has executed this Assignment on the date first above written.

**TLY CORPORATION**

By:   
Name: Suzan A. Miller  
Title: President and Assistant Secretary

[SIGNATURE PAGE TO U.S. PATENT ASSIGNMENT]

**EXHIBIT A**

<u>Patent No.</u>	<u>Title</u>	<u>Inventor</u>	<u>Issued Date</u>
6/243,517	Channel-Switched Cross-Connect	David Deacon	June 5, 2001
6/293,688	Tapered Optical Waveguide Coupler	David Deacon	Sept. 25, 2001
6/321,011	Channel-Switched Cross-Connect	David Deacon	Nov. 20, 2001
6/324,204	Channel-Switched Tunable Laser for DWDM Communications	David Deacon	Nov. 27, 2001
6/341,189	Lenticular Structure for Integrated Waveguides	David Deacon	Jan. 22, 2002
6/393,186	Channel-Switched Cross-Connect	David Deacon	Feb. 15, 2001
6/373,872	Channel-Switched Tunable Laser for DWDM Communication	David Deacon	Sept. 10, 2001
6/393,185	Differential Waveguide Pair	David Deacon	May 21, 2002

Acknowledgment by Notary Public

State of CALIFORNIA

County of SANTA CLARA

On this 30<sup>th</sup> day of Oct., 2002 before me, the undersigned Notary Public, personally appeared SUZAN A. MILLER, 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 or she executed the same.

Seal:

Signature: Roxy Schroeder

Name: ROXY SCHROEDER, Notary Public

