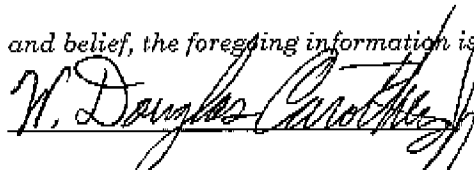


**RECORDATION FORM COVER SHEET
PATENTS ONLY**

Via FAX
Page 1 of 2

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

1. Name of conveying party(ies): Jagdeep Singh Drew D. Perkins David F. Welch Mark Yin Fred A. Kish, Jr. Additional name(s) of conveying party(ies) attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		2. Name and address of receiving party(ies): Name: Infinera Corporation Internal Address: Street Address: 1322 Bordeaux Drive Sunnyvale, CA 94089 Additional name(s) and addresses attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
3. Nature of Conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other Execution Date: 02/03/2004; 02/27/2004; 02/28/2004; 03/17/2004; and 03/23/2004;			
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). 10/267,212, filed October 8, 2002		B. Patent No(s).	
5. Name and address of party to whom correspondence concerning document should be mailed: W. Douglas Carothers, Jr. Infinera Corporation 1322 Bordeaux Drive Sunnyvale, CA 94089-1005		6. Total number of applications and patents involved: 1	
		7. Total fee (37 CFR 1.21(h)).....\$40.00	
		8. Deposit Account Number: 502022 (Attach duplicate copy of this page if paying by deposit account)	
DO NOT USE THIS SPACE			
9. Statement and signature. <i>To the best of my knowledge and belief, the foregoing information is true and correct and any copy is a true copy of the original document.</i> W. Douglas Carothers, Jr.  Date: March 23, 2004 P016 Registration No. 22,024 Total number of pages including cover sheet, attachments and document: 9			

CH \$40.00 502022 10267212

Names of additional Conveying Parties:

Stephen G. Grubb

Robert B. Taylor

Vincent G. Dominic

Matthew L. Mitchell

James R. Doff, Jr.

ASSIGNMENT OF PATENT APPLICATION

Docket No. P016

Applicant: Jagdeep Singh et al.
Serial No: 10/267,212
Filed: October 8, 2002
For: DIGITAL OPTICAL NETWORK ARCHITECTURE
Examiner: N/A
Art Unit: 2661
Confirm. No. 9499

Whereas we, the undersigned, have made certain inventions or discoveries (or both) set forth in the above-identified application for Letters Patent of the United States of America, and

Whereas Infinera Corporation, a Delaware corporation having a place of business at 1322 Bordeaux Drive, Sunnyvale, CA 94089, 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 valuable consideration furnished by Assignee to us, receipt and sufficiency of which is hereby acknowledged, we do hereby, without reservation:

1. Assign, transfer and convey to Assignee the entire right, title and interest in and to said inventions and discoveries, said application for Letters Patent of the United States of America, any and all other applications for Letters Patent on said inventions and discoveries in whatsoever countries, including all divisional, renewal, substitute, continuation, Convention and non-Convention applications based in whole or in part upon said inventions or discoveries, or upon said applications, and any and all Letters Patent, reissues, reexaminations, and extensions of Letters Patent 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;
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 the International Convention or otherwise;
3. Authorize and request the Commissioner of Patents and Trademarks of the United States of America and the empowered officials of all other governments to issue or transfer all said Letters Patent to Assignee, as assignee of the entire right, title and interest therein or otherwise as Assignee may direct;
4. 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;

5. 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 ourselves or them, all acts reasonably serving to assure that the said inventions and discoveries, the said patent applications and the said Letters Patent shall be held and enjoyed by Assignee as fully and entirely as the same could have been held and enjoyed by 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; to communicate to Assignee all facts known to us relating to said inventions and discoveries or the history thereof; and to furnish Assignee with 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.

In testimony of which we have executed this Assignment of Patent Application on the date indicated next to our names.

Jagdeep Singh
Jagdeep Singh

Date: 2-27-04

State of California

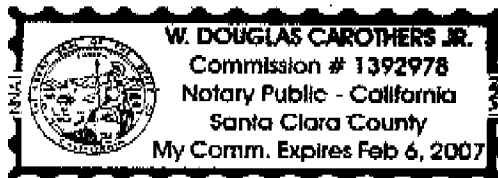
} ss

County of Santa Clara

On this 27TH day of FEBRUARY, 2004, before me, W. Douglas Carothers, Jr., personally appeared Jagdeep Singh/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/she executed the same in his/her capacity, and that by his/her signature on this instrument the person, or entity upon behalf of which the person acted, executed this instrument.

WITNESS my hand and official seal.

W. Douglas Carothers Jr.
Notary Public



{SEAL}

☒ Known to me personally

☐ Identification produced: _____

☒ Additional assignor name sheets attached.

Drew D. Perkins

Date: 2-27-2004

Drew D. Perkins

State of California

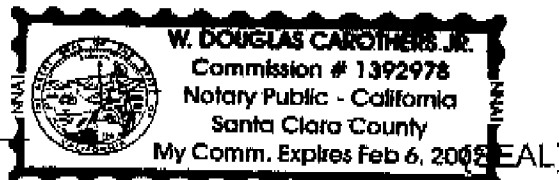
} ss

County of Santa Clara

On this 27TH day of FEBRUARY, 2004, before me, W. Douglas Carothers, Jr., personally appeared **Drew D. Perkins**, 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/she executed the same in his/her capacity, and that by his/her signature on this instrument the person, or entity upon behalf of which the person acted, executed this instrument.

WITNESS my hand and official seal.

W. Douglas Carothers Jr.
Notary Public



☒ Known to me personally

☐ Identification produced: _____

David F. Welch
David F. Welch

Date: 2/27/04

State of California

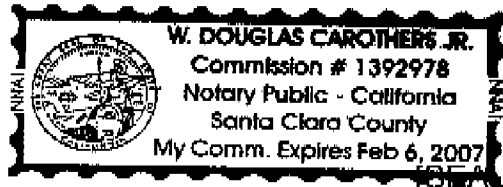
} ss

County of Santa Clara

On this 27TH day of FEBRUARY, 2004, before me, W. Douglas Carothers, Jr., personally appeared **David F. Welch**, 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/she executed the same in his/her capacity, and that by his/her signature on this instrument the person, or entity upon behalf of which the person acted, executed this instrument.

WITNESS my hand and official seal.

W. Douglas Carothers Jr.
Notary Public



☒ Known to me personally

☐ Identification produced: _____

Mark Yin

Date: February 27, 2004

State of California

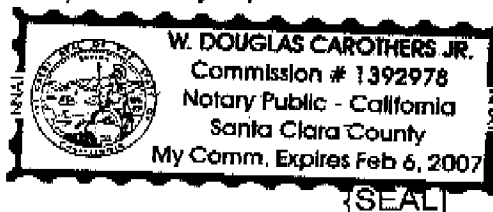
} ss

County of Santa Clara

On this 27TH day of FEBURARY, 2004, before me, W. Douglas Carothers, Jr., personally appeared **Mark Yin**, 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/she executed the same in his/her capacity, and that by his/her signature on this instrument the person, or entity upon behalf of which the person acted, executed this instrument.

WITNESS my hand and official seal.

W. Douglas Carothers Jr.
Notary Public



☒ Known to me personally

☐ Identification produced: _____

Fred A. Kish, Jr.
Fred A. Kish, Jr.

FX
Date: 2/27/04

State of California

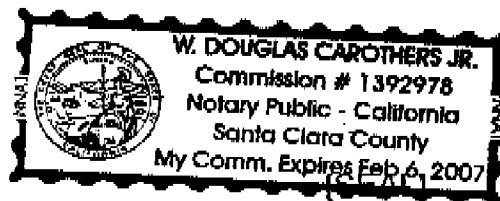
} ss

County of Santa Clara

On this 27TH day of FEBRUARY, 2004, before me, W. Douglas Carothers, Jr., personally appeared **Fred A. Kish, Jr.**, 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/she executed the same in his/her capacity, and that by his/her signature on this instrument the person, or entity upon behalf of which the person acted, executed this instrument.

WITNESS my hand and official seal.

W. Douglas Carothers Jr.
Notary Public



☒ Known to me personally

☐ Identification produced: _____

Stephen G. Grubb

Date: 3/23/04

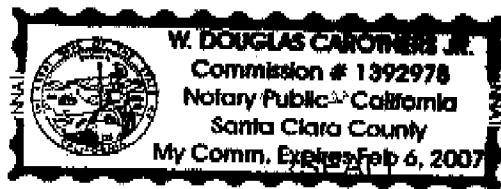
Stephen G. Grubb

State of CALIFORNIA }
County of SANTA CLARA } ss

On this 23RD day of MARCH, 2004, before me, W. DOUGLAS CAROTHERS, JR., personally appeared **Stephen G. Grubb**, 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/she executed the same in his/her capacity, and that by his/her signature on this instrument the person, or entity upon behalf of which the person acted, executed this instrument.

WITNESS my hand and official seal:

W. Douglas Carothers Jr.
Notary Public



☒ Known to me personally

☐ Identification produced: _____

Robert B. Taylor
Robert B. Taylor

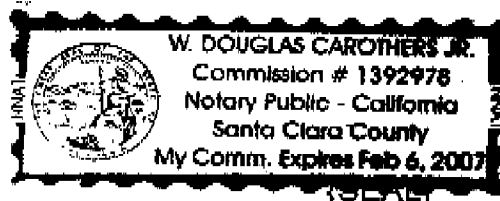
Date: 3/17/04

State of CALIFORNIA }
County of SANTA CLARA } ss

On this 17TH day of MARCH, 2004, before me, W. DOUGLAS CAROTHERS, JR., personally appeared **Robert B. Taylor**, 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/she executed the same in his/her capacity, and that by his/her signature on this instrument the person, or entity upon behalf of which the person acted, executed this instrument.

WITNESS my hand and official seal:

W. Douglas Carothers Jr.
Notary Public



☒ Known to me personally

☐ Identification produced: _____

Vincent G. Dominic
Vincent G. Dominic

Date: Feb. 27, 2004

State of California

County of Santa Clara

ss

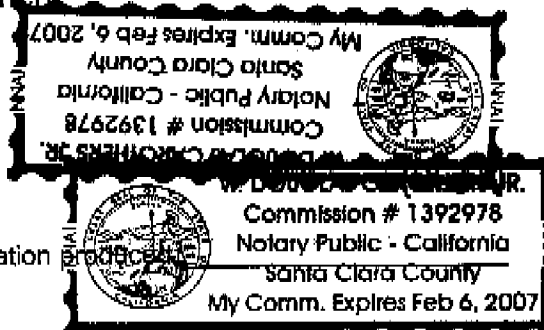
On this 27TH day of FEBRUARY, 2004, before me, W. Douglas Carothers, Jr., personally appeared **Vincent G. Dominic**, personally known to me or proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her capacity, and that by his/her signature on this instrument the person, or entity upon behalf of which the person acted, executed this instrument.

WITNESS my hand and official seal.

W. Douglas Carothers, Jr.
Notary Public

☒ Known to me personally

☐ Identification



Matthew L. Mitchell
Matthew L. Mitchell

Date: 1/28/04

State of CALIFORNIA

County of SANTA CLARA

ss

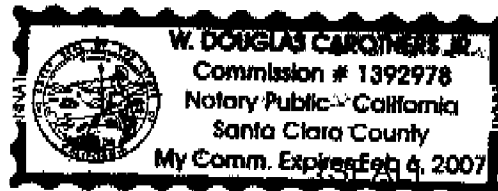
On this 28TH day of JANUARY, 2004, before me, W. DOUGLAS CAROTHERS, JR., personally appeared **Matthew L. Mitchell**, personally known to me or proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her capacity, and that by his/her signature on this instrument the person, or entity upon behalf of which the person acted, executed this instrument.

WITNESS my hand and official seal.

W. Douglas Carothers, Jr.
Notary Public

☒ Known to me personally

☐ Identification produced: _____



James R. Dodd, Jr.

Date: Feb 3, 2004

State of California

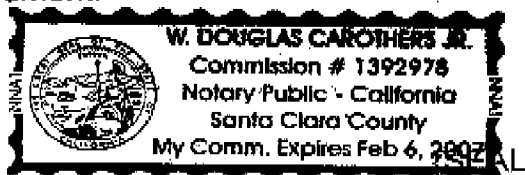
} ss

County of Santa Clara

On this 3RD day of FEBRUARY, 2004, before me, W. Douglas Carothers, Jr., personally appeared **James R. Dodd, Jr.**, 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/she executed the same in his/her capacity, and that by his/her signature on this instrument the person, or entity upon behalf of which the person acted, executed this instrument.

WITNESS my hand and official seal.

W. Douglas Carothers Jr.
Notary Public



☒ Known to me personally

☐ Identification produced: _____