

Docket No.: 76855-7 /s/b

FORM PTO-1595 (Modified)
(Rev. 03-01)
OMB No. 0551-0027 (exp. 9/31/2002)
POBA/REV03

RECORDATION FORM COVER SHEET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

PATENTS ONLY

Tab settings

To the Director of the United States Patent and Trademark Office: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
BTL PHOTONIC SYSTEMS INC.

Additional names(s) of conveying party(ies) Yes No

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

Name: **MMV FINANCIAL INC.**

Address: **95 Wellington Street West**
22nd Floor

City: **Toronto** State/Prov.: **Ontario**

Country: **Canada** ZIP: **M5J 2N7**

Additional name(s) & address(es) Yes No

3. Nature of conveyance:

Assignment Merger

Security Agreement Change of Name

Other

Execution Date: **March 29, 2005**

4. Application number(s) or patent numbers(s):

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

Patent Application No.	Filing date	B. Patent No.(s)
		6,603,902 August 5, 2003

Additional numbers Yes No

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

Name: **Christine N. Genge**

Registration No. **45,405**

Address: **SMART & BIGGAR**
P.O. Box 2999, Station D
900 - 55 Metcalfe Street

City: **Ottawa** State/Prov.: **Ontario**

Country: **Canada** ZIP: **K1P 5Y6**

6. Total number of applications and patents involved: **1**

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

Enclosed - Any excess or insufficiency should be credited or debited to deposit account

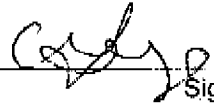
Authorized to be charged to deposit account

8. Deposit account number: **19-2550**

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

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.

Christine N. Genge (Reg. No. 45,405)  **April 21, 2005**

Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and **4**

FROM : BTI

FAX NO. : 613 2489156

Mar. 29 2005 04:59PM P2

CONFIRMATION OF GRANT OF SECURITY INTEREST

This will confirm that, pursuant to a general security agreement (hereinafter referred to as the "GSA") dated February 10, 2005, between BTI Photonic Systems Inc., a corporation incorporated under the laws of Ontario (hereinafter referred to as "BTI"), whose full post office address is 2191 Thurston Drive, Ottawa, Ontario, K1G 6C9 and MMV Financial Inc. (hereinafter referred to as "MMV"), a specialty finance corporation incorporated under the laws of Canada, whose full post office address is 95 Wellington Street West, 22nd Floor, Toronto, Ontario, M5J 2N7, and for good and valuable consideration, the receipt and sufficiency of which are hereby confirmed and acknowledged, BTI confirms that it has granted to MMV a security interest, lien and charge in all of BTI's right, title and interest in and to the intellectual property listed on Schedule "A" attached hereto, including, without limitation, the copyrights, trademarks, patents and trademark and patent applications and registrations listed therein, and in and to any and all continuations, continuations-in-part, updates, developments, divisions, reissues and re-examinations which issue therefrom, the same to be held and enjoyed by MMV, strictly subject to the terms of the GSA.

EXECUTED at Ottawa this 29th day of March, 2005.

BTI PHOTONIC SYSTEMS INC.Per:  c/sName: LANCE LAKING
Title: PRESIDENT & CEO

I have authority to bind the Corporation.

FROM : BT1

FAX NO. : 613 2499156

Mar. 29 2005 04:59PM P3

- 2 -

SCHEDULE "A"
INTELLECTUAL PROPERTY

1. **PATENTS**

Obtained:

- (a) Mountable Optical Fibre Couplers, as described in U.S. patent no. 6,334,715;
- (b) Optical Wavelength Measurement System, as described in U.S. patent no. 5,729,347;
- (c) Temperature-Compensating Packaging Method for FBGs, as described in U.S. patent no. 6,477,309 B2;
- (d) Wavelength Selective Variable Reflector (WSVR), as described in U.S. patent no. 6,603,902; and
- (e) Switchable Dynamic Gain-flattened Optical Amplifier and Methods, as described in U.S. patent no. 6,671,085.

Applications:

- (a) Optical Amplifier and Method, as described in U.S. Patent Application no. 10/800,747.

2. **TRADEMARKS**

- (a) "Plug and Link" as filed with the Canadian Intellectual Property Office under Application no. 1180756.
- (b) "Netstender" as filed with the Canadian Intellectual Property Office under Application no. 1180757.

3. **COPYRIGHTS**

None registered.