

10-19-2006



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10/11/06

Recordation Form
PATENTS

To the Director of the U.S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):
Jeffery J. MAKI; Christopher M. LOOK

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

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

Execution Date: 10/09/06; 10/06/06

2. Name and address of receiving party(ies):
Name: **Intellambda Systems Inc.**

Internal Address: _____

Street Address: **46429 Landing Parkway**

City: **Fremont** State: **CA** Zip: **94538**

Country: **United States**

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

4. Application number(s) or patent number(s): This document is being filed together with a new application.

A. Patent Application No.(s)	B. Patent No.(s)
------------------------------	------------------

Additional numbers attached? No Yes

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

Name: **Blakely, Sokoloff, Taylor & Zafman LLP**

Internal Address: _____

Street Address: **12400 Wilshire Boulevard**
7th Floor

City: **Los Angeles** State: **CA** ZIP: **90025**

Phone Number: **(408) 720-8300**

Fax Number: **(408) 720-8383**

E-mail Address: **kevin_shao@bstz.com**

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 belief, the foregoing is true and correct and any attached copy is a true copy of the original document.

Kevin G. Shao _____ **October 11, 2006**

Name of Person Signing Signature Date

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

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services
Director of the US Patent and Trademark Office
P.O. Box 1450
Alexandria, VA 22313-1450

Docket No. 6518P019

PATENT
REEL: 018416 FRAME: 0365

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10/16/2006 EAYALEW1 00000023 11546676
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ASSIGNMENT

In consideration of good and valuable consideration, the receipt of which is hereby acknowledged, we, the undersigned:

Jeffery J. MAKI; Christopher M. LOOK

hereby sell, assign, and transfer to:

Intellambda Systems Inc.

a Corporation of Delaware, having a principal place of business at 46429 Landing Parkway, Fremont, California 94538 United States ("Assignee"), and its successors, assigns, and legal representatives, the entire right, title, and interest for the United States and all foreign countries, in and to any and all inventions and improvements that are disclosed in the application for the United States patent filed on October 11, 2006, and assigned Application No. and is entitled:

Modular WSS-Based Communications System with Colorless Add/Drop Interfaces

and in and to said application and all provisional, design, utility, divisional, continuing, continuation-in-part, substitute, renewal, reissue, and all other patent applications that have been or shall be filed in the United States and all foreign countries on any of said inventions and improvements; and in and to all original and reissued patents that have been or shall be issued in the United States and all foreign countries on said inventions and improvements; and in and to all rights of priority from the filing of said United States applications;

agree that said Assignee may apply for and receive a patent or patents for said inventions and improvements in its own name; and that, when requested, without charge to, but at the expense of, said Assignee, its successors, assigns, and legal representatives, to carry out in good faith the intent and purpose of this Assignment, the undersigned will execute all provisional, design, utility, divisional, continuing, continuation-in-part, substitute, renewal, reissue, and all other patent applications on any and all said inventions and improvements; execute all rightful oaths, assignments, power of attorney, and other papers; communicate to said Assignee, its successors, assigns, and legal representatives all facts known to the undersigned relating to said inventions and improvements and the history thereof; and generally assist said Assignee, its successors, assigns, or legal representatives in securing and maintaining proper patent protection for said inventions and improvements and for vesting title to said inventions and improvements, and all applications for patents and all patents on said improvements, in said Assignee, its successors, assigns, and legal representatives; and

covenant with said Assignee, its successors, assigns, and legal representatives that no assignment, grant, mortgage, license, or other agreement affecting the rights and property herein conveyed has been made to others by the undersigned, and that full right to convey the same as herein expressed is possessed by the undersigned.

Each Inventor: Please Sign and Date Below:

October 9, 2006 Jeffery J. Maki
Date Name: **Jeffery J. MAKI**

Date Name: **Christopher M. LOOK**

Date Name:

Date Name:

Date Name:

Date Name:

Date Name:

Date Name:

Date Name:

Date Name:

Date Name:

Date Name:

Assignment Document Return Address:
BLAKBLY, SOKOLOFF, TAYLOR & ZAFMAN LLP
12400 Wilshire Boulevard, 7th Floor
Los Angeles, CA 90025
Telephone: (408) 720-8300

covenant with said Assignee, its successors, assigns, and legal representatives that no assignment, grant, mortgage, license, or other agreement affecting the rights and property herein conveyed has been made to others by the undersigned, and that full right to convey the same as herein expressed is possessed by the undersigned.

Each Investor: Please Sign and Date Below:

Date

Oct. 10/06

Name: **Jeffery J. MAKI**

Christopher M. Look

Date

Name: **Christopher M. LOOK**

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