

PATENT ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:

NEW ASSIGNMENT

NATURE OF CONVEYANCE:

ASSIGNMENT

CONVEYING PARTY DATA

Name	Execution Date
Nortel Networks Limited	12/31/2006

RECEIVING PARTY DATA

Name:	Alcatel Lucent
Street Address:	54 rue La Boetie
City:	Paris
State/Country:	FRANCE
Postal Code:	75008

PROPERTY NUMBERS Total: 19

Property Type	Number
Application Number:	10807664
Application Number:	10780403
Application Number:	10416175
Application Number:	10762364
Application Number:	10961058
Application Number:	11475527
Application Number:	10479110
Application Number:	10889482
Application Number:	10500900
Application Number:	10111440
Application Number:	10843539
Application Number:	10718423
Application Number:	10510274
Application Number:	11114809
Application Number:	10701827

PATENT

500336199

REEL: 019706 FRAME: 0275

CH \$760.00 10807664

Application Number:	10654182
Application Number:	10875823
Application Number:	10948910
Application Number:	10948912

CORRESPONDENCE DATA

Fax Number: (202)293-7860

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 2026637926

Email: kclark@sughrue.com

Correspondent Name: David J. Cushing - Sughrue Mion PLLC

Address Line 1: 2100 Pennsylvania Avenue, N.W.

Address Line 2: Suite 800

Address Line 4: Washington, D.C, DISTRICT OF COLUMBIA 20037

ATTORNEY DOCKET NUMBER:

Q102842 - DJC - NORTEL

NAME OF SUBMITTER:

David J. Cushing

Total Attachments: 12

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(1)

ASSIGNMENT OF PATENTS AGREEMENT

Subject to the Closing (as that term is defined in the Asset Sale Agreement) having occurred, this Assignment of Patents Agreement is made from Nortel Networks Limited, a corporation duly incorporated under the laws of Canada, having its executive offices at 195 The West Mall, T05-04-005, Toronto, Ontario, M9C 5K1, Canada, ("Assigning Party") to Alcatel, a *société anonyme* organized under the laws of France, registered with the Paris Registry of Companies under number B 542 019 096 ("Assignee").

Capitalized terms used herein but not defined herein shall have the meanings set forth in the Asset Sale Agreement.

WHEREAS, Assigning Party and the Assignee have entered into a Asset Sale Agreement dated as of the Closing Date, for the sale by the Assigning Party to the Assignee of certain assets and an assumption by the Assignee of certain liabilities of the Assigning Party; and

WHEREAS, in connection with the Asset Sale Agreement, the Assigning Party desire to assign to the Assignee, and the Assignee desires to acquire, all of the Assigning Parties' right, title and interest in and to the patents and patent applications and the inventions claimed therein, set forth in Schedule A hereto (collectively, the "Patents"); and

WHEREAS, Assigning Party and the Assignee have entered into an Intellectual Property Licensing Agreement dated as of the Closing Date, wherein the Assigning Party retains certain rights under the Patents.

NOW THEREFORE, for good and valuable consideration, including the execution of the Asset Sale Agreement by Assignee, the receipt and sufficiency of which are hereby acknowledged, the Assigning Party and Assignee are entering into this Assignment of Patents Agreement ("Assignment of Patents Agreement") and hereby agree as follows:

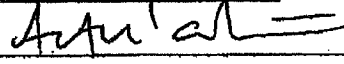
1. Assignment of Patents. Except for certain rights retained pursuant to the Intellectual Property Agreement, the Assigning Parties hereby sell, assign, set over and transfer to the Assignee all of the Assigning Party's respective right, title and interest in and to the said Patents, and in, to and under any and all Letters Patent which may be granted on or as a result thereof, and any re-issue, re-examination or extension of said Patents, and in and to any and all priority rights, convention rights and other benefits accruing or to accrue with respect to the filing of applications or patents or the issuance of patents in all countries in respect of the said Patents; the same to be held and enjoyed by the Assignee, its successors, assigns, nominees or legal representative, to the full end of the term or terms for which said Letters patent respectively may be granted, reissued or extended, as fully and entirely as the same would have been held and enjoyed by the Assigning Parties had this assignment, sale and transfer not been made. The Assigning Parties hereby authorize and request the Commissioner of Patents of the United States of America and any official of any country or countries foreign to the United States of America whose duty it is to issue patents on applications as aforesaid, to issue to the Assignee, any and all Letters Patent for the said Patents, which may be issued and granted on or as a result of the application aforesaid, in accordance with the terms of this Assignment of Patents Agreement.

2. Further Assurances. At Assignee's expense, and upon Assignee's written request, the Assigning Party agrees to perform all further acts and execute and deliver all further documents and/or instruments which may be reasonably necessary to carry out the provisions of this Assignment, including without limitation, cooperating fully with Assignee to perfect the transfer of the Patents hereunder..
3. Governing Law. This Assignment of Patents Agreement shall be governed by and enforced in accordance with the laws of England and Wales, without giving effect to its conflict of laws principles.
4. Successors and Assigns. This Assignment of Patents Agreement shall be binding on, and shall inure to the benefit of, the parties hereto and their respective successors and assigns.

IN WITNESS WHEREOF, the Assigning Party and the Assignee have caused this Assignment of Patents Agreement to be executed by their authorized officers on the Closing Date.

ASSIGNOR:

NORTEL NETWORKS LIMITED

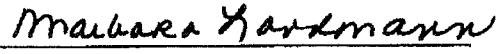
By: 

Name: A.A. NAVARATNAM

Title: Attorney in fact.

ASSIGNEE:

ALCATEL

By: 

Name: Barbara A. Landmann

Title: President, Intellectual Property & Standards

Schedule A: Transferred Patents

1	ID0661	United States	08/940,510	5 987 333	30-Sep-97	30-Sep-97
2	10292RO	United States	09/604,548	6 731 673	15-Feb-00	19-Feb-99
3	11045RO	United States	09/432,567	6 477 670	12-Nov-99	29-Jan-99
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4	11452ID	United States	09/488,736	6 680 902	20-Jan-00	20-Jan-00
5	12463FR	United States	09/937,572	7 043 244	24-Mar-00	1-Apr-99
6	12959FR	Japan	566 25/87	#EMPTY	13-Mar-01	15-Mar-00
	12959FR	United States	10/220,754	6 675 016	13-Mar-01	15-Mar-00
	12959FR	Canada	2 400 933	#EMPTY	13-Mar-01	15-Mar-00
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	12959FR	France	3308	2806576	15-Mar-00	15-Mar-00
7	12958FR	United States	10/111,440	#EMPTY	24-Oct-00	28-Oct-99
	12958FR	European Patent Convention	971490,8	#EMPTY	24-Oct-00	28-Oct-99
8	13079FR	United States	10/312,058	#EMPTY	20-Jun-01	22-Jun-00
	13079FR	France	8008	2810820	22-Jun-00	22-Jun-00
9	14086FR	United States	10/081,423	7 013 142	22-Feb-02	23-Feb-01
	14086FR	France	102499	2821517	23-Feb-01	23-Feb-01
10	14087FR	France	8486	2811191	30-Jun-00	30-Jun-00
11	14151FR	United States	10/046,527	7 079 489	14-Jan-02	15-Jan-01
	14151FR	France	100487	2819661	15-Jan-01	15-Jan-01
12	14236FR	United States	10/138,596	6 745 141	3-May-02	16-May-01
	14236FR	France	2291203,4	1 276 277	15-May-02	16-May-01
	14236FR	Great Britain	2291203,4	1 276 277	15-May-02	16-May-01
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14	13163FR	United States	10/088,753	#EMPTY	20-Mar-02	20-Sep-99
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	14346FR	France	107399	2825856	6-Jun-01	6-Jun-01
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	14346FR	Great Britain	2291319,8	1 265 374	30-May-02	6-Jun-01
16	14383FR	United States	10/195,225	#EMPTY	15-Jul-02	16-Jul-01
17	14085FR	United States	10/024,953	6 925 110	19-Dec-01	22-Dec-00
	14085FR	France	16925	2818835	22-Dec-00	22-Dec-00
18	14523RO	United States	10/001,877	6 961 395	16-Nov-01	16-Nov-01

19	FR0105	France	9714717	2771585	24-Nov-97	24-Nov-97
20	14628FR	United States	10/479,110	#EMPTY	29-May-02	1-Jun-01
21	14720FR	United States	10/200,627	7 123 942	23-Jul-02	25-Jul-01
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	14720FR	France	109928	2828034	25-Jul-01	25-Jul-01
22	14767RR	United States	10/024,443	7 085 264	18-Dec-01	18-Dec-01
23	14973RO	United States	10/187,089	#EMPTY	28-Jun-02	28-Jun-02
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24	15039FR	United States	10/327,799	#EMPTY	23-Dec-02	26-Dec-01
	15059RR	United States	10/262,265	#EMPTY	1-Oct-02	27-Nov-01
25	15062FR	United States	10/500,900	#EMPTY	3-Jan-03	7-Jan-02
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	15159FR	France	205454	2839234	30-Apr-02	30-Apr-02
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30	15461RO	United States	10/261,054	#EMPTY	30-Sep-02	30-Sep-02
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	15522FR	France	301191	2850810	3-Feb-03	3-Feb-03
35	15523FR	United States	10/701,827	#EMPTY	5-Nov-03	8-Nov-02
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36	15644FR	United States	10/843,539	#EMPTY	11-May-04	12-May-03
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39	15732FR	United States	10/774,711	#EMPTY	9-Feb-04	10-Feb-03

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40	15682FR	United States	10/719,776	#EMPTY	21-Nov-03	4-Dec-02
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42	15883FR	United States	10/780,403	#EMPTY	17-Feb-04	18-Feb-03
	15883FR	European Patent Convention	4290366,6	#EMPTY	11-Feb-04	18-Feb-03
	15883FR	France	301935	2851400	18-Feb-03	18-Feb-03
43	15969FR	United States	10/880,684	#EMPTY	3-Jun-04	3-Jun-03
44	15998FR	United States	10/875,823	#EMPTY	24-Jun-04	24-Jun-03
	15998FR	European Patent Convention	4014728,2	#EMPTY	11-Jun-04	24-Jun-03
	15998FR	France	307609	2856876	24-Jun-03	24-Jun-03
45	16013FR	United States	PCT/FR04/01096	#EMPTY	6-May-04	14-May-03
	16013FR	Germany	4742658	6,02004E+1 1	6-May-04	14-May-03
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	16013FR	Great Britain	4742658	1 623 514	6-May-04	14-May-03
46	16062FR	Hong Kong	5101460,4	#EMPTY	22-Feb-05	20-Jun-03
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47	16090FR	United States	10/932,924	#EMPTY	2-Sep-04	3-Sep-03
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48	16139FR	United States	10/889,482	#EMPTY	12-Jul-04	23-Jul-03
49	16169RO	United States	10/728,874	#EMPTY	8-Dec-03	8-Dec-03
50	16170RO	United States	10/728,875	7 082 302	8-Dec-03	8-Dec-03
51	16184FR	United States	10/948,910	#EMPTY	24-Sep-04	25-Sep-03
	16184FR	France	311237	2860382	25-Sep-03	25-Sep-03
52	16206FR	United States	10/948,912	#EMPTY	24-Sep-04	25-Sep-03
	16206FR	France	311248	2860381	25-Sep-03	25-Sep-03
53	16375FR	United States	10/980,721	#EMPTY	3-Nov-04	3-Nov-03
	16375FR	European Patent Convention	3292737,8	#EMPTY	3-Nov-03	3-Nov-03
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	16458FR	France	400134	2865095	8-Jan-04	8-Jan-04
56	16500FR	France	313614	2862472	18-Nov-03	18-Nov-03

57	16556FR	European Patent Convention	4005944,6	#EMPTY	11-Mar-04	11-Mar-04
58	16564FR	France	401172	#EMPTY	6-Feb-04	6-Feb-04
59	16574FR	France	401111	#EMPTY	5-Feb-04	5-Feb-04
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64	17023FR	France	403959	2869186	15-Apr-04	15-Apr-04
65	17057FR	European Patent Convention	5016281,7	#EMPTY	27-Jul-05	2-Aug-04
	17057FR	France	408534	#EMPTY	2-Aug-04	2-Aug-04
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69	10383RO	United States	09/293,540	6 529 741	16-Apr-99	22-Mar-99
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	FR0102	Great Britain	97402454,9	0 914 013	17-Oct-97	17-Oct-97
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78	17974FR	Patent Cooperation Treaty	PCT/IB2006/002790	#EMPTY	6-Oct-06	7-Oct-05
79	18055FR	Patent Cooperation Treaty	PCT/IB2006/002904	#EMPTY	2-Oct-06	15-Nov-05
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	12551FR	European Patent Convention	98402761,5	#EMPTY	6-Nov-98	6-Nov-98
82	15110FR	United States	10/436,064	7 103 310	13-May-03	30-May-02
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84	17135FR	Patent Cooperation Treaty	PCT/EP05/011205	#EMPTY	18-Oct-05	26-Oct-04
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86	18221FR	European Patent Convention	6290857,9	#EMPTY	24-May-06	24-May-06
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	13080FR	United States	09/862,062	6 909 887	21-May-01	23-May-00
	13080FR	Brazil	PI 0111063	#EMPTY	18-May-01	23-May-00
	13080FR	Canada	2 408 953	#EMPTY	18-May-01	23-May-00
	13080FR	Switzerland	1401301,5	1 158 828	18-May-01	23-May-00
	13080FR	China P.R.	1809910,6	1809910,6	18-May-01	23-May-00
	13080FR	Germany	1401301,5	60100063	18-May-01	23-May-00
	13080FR	Spain	1401301,5	2188578	18-May-01	23-May-00
	13080FR	Finland	1401301,5	1 158 828	18-May-01	23-May-00
	13080FR	France	1401301,5	1 158 828	18-May-01	23-May-00
	13080FR	Great Britain	1401301,5	1 158 828	18-May-01	23-May-00
95	13081FR	Hong Kong	4101152,8	1058452	18-May-01	23-May-00
	13081FR	Ireland	1401300,7	1 158 827	18-May-01	23-May-00
	13081FR	Italy	1401300,7	1 158 827	18-May-01	23-May-00
	13081FR	Austria	1401300,7	1 158 827	18-May-01	23-May-00
	13081FR	Portugal	1401300,7	1 158 827	18-May-01	23-May-00
	13081FR	Sweden	1401300,7	1 158 827	18-May-01	23-May-00
	13081FR	Singapore	200206904,5	93068	18-May-01	23-May-00
	13081FR	Belgium	1401300,7	1 158 827	18-May-01	23-May-00
	13081FR	United States	09/882,051	6 768 903	21-May-01	23-May-00
	13081FR	Switzerland	1401300,7	1 158 827	18-May-01	23-May-00
	13081FR	China P.R.	1812911	1812911	18-May-01	23-May-00
	13081FR	Germany	1401300,7	60100414	18-May-01	23-May-00
	13081FR	Spain	1401300,7	1 158 827	18-May-01	23-May-00
	13081FR	Finland	1401300,7	1 158 827	18-May-01	23-May-00
	13081FR	France	1401300,7	1 158 827	18-May-01	23-May-00
	13081FR	Great Britain	1401300,7	1 158 827	18-May-01	23-May-00
96	16029FR	United States	10/555,827	#EMPTY	6-May-04	12-May-03
	16029FR	China P.R.	2,0048E+11	#EMPTY	6-May-04	12-May-03
	16029FR	European Patent Convention	4742657,2	#EMPTY	6-May-04	12-May-03
	16029FR	France	305713	2855006	12-May-03	12-May-03
97	10816RO	Ireland	4017032,6	1 467 501	19-Jul-04	12-Jul-99
	10816RO	Italy	4017032,6	1 467 501	19-Jul-04	12-Jul-99
	10816RO	Sweden	4017032,6	1 467 501	19-Jul-04	12-Jul-99
	10816RO	United States	10/893,842	#EMPTY	19-Jul-04	12-Jul-99
	10816RO	Canada	2 308 651	#EMPTY	17-May-00	12-Jul-99
	10816RO	Germany	4017032,6	60024504	19-Jul-04	12-Jul-99
	10816RO	Spain	4017032,6	1 467 501	19-Jul-04	12-Jul-99
	10816RO	Finland	4017032,6	1 467 501	19-Jul-04	12-Jul-99

	10816RO	France	4017032,6	1 467 501	19-Jul-04	12-Jul-99
	10816RO	Great Britain	305889,8	1 069 703	12-Jul-00	12-Jul-99
	10816RO	Great Britain	4017032,6	1 467 501	19-Jul-04	12-Jul-99
98	16478RO	United States	PCT/EP2004/012927	#EMPTY	15-Nov-04	18-Nov-03
	16478RO	European Patent Convention	4797898,6	#EMPTY	15-Nov-04	18-Nov-03
	16478RO	France	313513	2862473	18-Nov-03	18-Nov-03
99	17020FR	United States	PCT/EP05/004498	#EMPTY	27-Apr-05	7-May-04
	17020FR	European Patent Convention	5732507,8	#EMPTY	27-Apr-05	7-May-04
	17020FR	France	404878	2870063	7-May-04	7-May-04
100	17196FR	United States	10/941,794	#EMPTY	15-Sep-04	25-Aug-04
	17196FR	Patent Cooperation Treaty	PCT/EP05/008906	#EMPTY	17-Aug-05	25-Aug-04
101	17516FR	Patent Cooperation Treaty	PCT/EP2006/000910	#EMPTY	2-Feb-06	8-Feb-05

M2

N°11682*01

DECLARATION DE MODIFICATION

RESERVE AU CFE M G U I D B E F H J K T

PERSONNE MORALE 543 1908

Déclaration n°

G7552 9666144

ise le

- ☒ Dénomination, forme juridique, capital ☐ Transfert du siège
☐ Déclaration relative à un établissement : (ouverture, modification, transfert, mise en location gérance, fermeture)
☐ Reprise d'activité ☐ Dissolution

REEMPLIR DANS TOUS LES CAS les cadres n° 1, 2, 17, 18 ET LES MENTIONS NOUVELLES OU MODIFIÉES en indiquant la date de l'événement.

RAPPEL D'IDENTIFICATION AVANT MODIFICATION

N° UNIQUE D'IDENTIFICATION 542011901916

☒ IMMATRICULATION AU RCS DU GREFFE DE PARIS☐ AU RM DANS LE DEPT. DE

Greffe(s) du ou des immatriculation(s) secondaire(s)

Dénomination / Sigle ALCATEL

Forme Juridique SA

Siège ou 1er établissement en France pour les sociétés étrangères :

rés., bât., n° voie, lieu dit 54 RUE LA BOSTIE

Code Postal 75008 Commune PARIS

Désignation du centre des impôts où ont été déposées les dernières déclarations de résultats et de TVA

DECLARATION RELATIVE A LA MODIFICATION DE LA PERSONNE MORALE

301112006 Dénomination ALCATEL LUCENT

Date

Forme juridique

☐ Société réduite à un associé unique

Durée de la personne morale

Date de clôture de l'exercice social

301112006 Nom commercial ALCATEL-LUCENT

301112006 Capital : montant, unité monétaire 4 618 682 740 EUROS

Si capital variable : Montant minimum

☐ Continuation de la société malgré un actif net inférieur à la moitié du capital social☐ Reconstitution des capitaux propres

Personnes morales ayant participé à l'opération :

☐ Fusion ☐ Scission Cette opération entraîne ☐ une augmentation de capital☐ Dissolution.

Indiquer le liquidateur au cadre 15. Dans le cas de fermeture d'établissement(s), remplir cadre 8

Nom du journal d'annonces légales

Date de parution

Adresse de liquidation : ☐ siège ☐ adresse du liquidateur ☐ autre :

DECLARATION RELATIVE A UN ETABLISSEMENT

Cette demande concerne ☐ UNE OUVERTURE ☐ UNE MODIFICATION ☐ UN TRANSFERT ☐ UNE MISE EN LOCATION GERANCE ☐ UNE FERMETURE

ETABLISSEMENT TRANSFERE OU FERME

Date

Ancien Etablissement : ☐ Siège ☐ Etablissement principal☐ Siège-Etablissement principal ☐ Etablissement secondaire ☐ Premier établissement en France d'une société étrangère

Adresse : rés., bât., n° voie, lieu dit (Si différente de celle du cadre 2)

Code postal

Commune

Date

ETABLISSEMENT CREE OU MODIFIE

Adresse : rés., bât., app., étage, n° voie, lieu dit

Code postal

Commune

Contrat de domiciliation : Nom du domiciliataire

N° unique d'identification :

et dirigé par une personne ayant le pouvoir de lier des rapports juridiques avec les tiers ☐ oui ☐ non

POUR UN ETABLISSEMENT MODIFIE :

Il devient ☐ Principal ☐ Secondaire (seulement si changement de nature).

POUR UN ETABLISSEMENT CREE :

☐ Etablissement principal ☐ Siège - Etablissement principal☐ Etablissement secondaire, dans ce cas, est-il permanent☐ oui ☐ non

ORIGINE POUR UN FONDS DE COMMERCE OU ARTISANAL :	
☐ Creation, passez directement au cadre suivant	☐ Achat
☐ Prise en location gérance	☐ Autre
Précédent exploitant : n° unique de l'entreprise	
Nom de naissance / Dénomination	
Nom d'usage	
Achat, apport : Journal d'annonces légales, date de parution	
Nom du journal : au	
Renouvellement par tacite reconduction ☐ oui ☐ non	
Loueur du fonds : si différent du précédent exploitant	
Nom de naissance / Dénomination	
Nom d'usage	
Domicile / Siège	
Code postal	
Commune	
EFFECTIF SALARIE de l'établissement créé : Data d'embauche du 1er salarié	
Total effectif salarié de l'entreprise dont : apprentis VRP	
Salariés présents dans l'établissement ☐ oui ☐ non	
Code postal	
Commune	
FONDS DONNE EN LOCATION GERANCE	
MISE EN LOCATION-GERANCE	
Totalité du fonds ☐ Une partie du fonds, laquelle	
Locataire-gérant : nom, prénoms/dénomination :	
POUR LA SARL DECLARATION SOCIALE. A compléter par le volet social TNS pour le gérant majoritaire - associé unique	
LA NATURE DE LA GERANCE EST MODIFIEE ☐ oui ☐ non Si oui, elle devient :	
☐ MINORITAIRE/EGALITAIRE ☐ une société est associée	
☐ MAJORITAIRE, si le conjoint est associé, il participe à l'activité sans être rémunéré ☐ oui ☐ non	
DECLARATION RELATIVE AU DIRIGEANT Suite sur intercalaire(s) M pour les associés indéfiniment et solidairement responsables.	
POUR DECLARATION DE MODIFICATION	
☐ Modification situation personnelle ☐ Maintenu ancienne qualité	
QUALITE	
Pour les sociétés commerciales, l'intéressé peut-il engager seul la société ☐ oui ☐ non	
Nom de naissance	
Nom d'usage	
Né(e) le à	
Prénom	
Nationalité	
Dénomination, forme juridique	
Domicile / Siège	
Code postal	
Commune	
Pour une personne morale Lieu et n° d'immatriculation	
OBSERVATIONS :	
Adresse de correspondance ☒ Déclarée au cadre n° 2 ☐ Autre	
Code Postal	
Commune	
Le présent document constitue une demande de modification au RCS, le cas échéant au RM, et vaut déclaration aux services fiscaux, aux organismes de sécurité sociale, à l'INS (Etat) et à l'inspection du travail. Quiconque donne, de mauvaise foi, des indications inexactes ou incomplètes s'expose à des sanctions pénales pouvant aller jusqu'à l'emprisonnement.	
LE REPRESENTANT LEGAL	
☒ LE MANDATAIRE ayant procuration	
☐ AUTRE PERSONNE justifiant d'un intérêt	
nom, prénom/dénomination et adresse	
LA LOI - 33 RUE DES JEUNEURS - B.P. 6597	
75061 PARIS CEDEX	
02/ARF/6420740/001/Compte client :	
75010013	
Certifie l'exactitude des renseignements donnés	
Fait à PARIS	
le 18/12/2006	
Nombre d'intercalaires(s) 4J	
volets TNS 10J	
SIGNATURE :	
Signer chaque feuille séparément	

English Translation of Relevant Portions of DECLARATION DE MODIFICATION

DECLARATION DE MODIFICATION
= DECLARATION OF MODIFICATION

RAPPEL D'IDENTIFICATION AVANT MODIFICATION
= REMINDER OF IDENTIFICATION BEFORE MODIFICATION

Dénomination / Sigle - ALCATEL
= Name / Abbreviation - ALCATEL

DECLARATION RELATIVE A LA MODIFICATION DE LA PERSONNE MORALE
= DECLARATION RELATING TO MODIFICATION OF THE LEGAL ENTITY

Dénomination - ALCATEL LUCENT
= Name - ALCATEL LUCENT