PATENT ASSIGNMENT

Electronic Version v1.1 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY AGREEMENT

CONVEYING PARTY DATA

Name	Execution Date
Axerra Networks, Ltd.	07/15/2008

RECEIVING PARTY DATA

Name:	PLENUS MANAGEMENT (2004) LTD.	
Street Address:	16 Abba Eban Blvd.	
City:	Herzliya Pituach	
State/Country:	ISRAEL	

PROPERTY NUMBERS Total: 1

Property Type	Number	
Patent Number:	6662254	

CORRESPONDENCE DATA

(212)563-7108 Fax Number:

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

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c/o Shiboleth, Yisraeli, Roberts, Zisman Correspondent Name:

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ATTORNEY DOCKET NUMBER: 2356

NAME OF SUBMITTER: **Edward Langer**

Total Attachments: 2 source=Scan 001#page1.tif source=Scan 001#page2.tif

PATENT

500594842 REEL: 021243 FRAME: 0434

MEMORANDUM OF FIXED CHARGE AGREEMENT

WHEREAS, WE, Axerra Networks Ltd. (the "Pledgor"), a company organized under the laws of the State of Israel (Company No. 51209245) with offices at 24 Raoul Wallenberg St., Tel Aviv 69719 Israel, have executed, on July 9, 2008 a Loan Agreement with the lenders specified in the signature page below (collectively: "Plenus"), with offices located at 16 Abba Eban Blvd., Herzliya Pituach, Israel,

AND WHEREAS, pursuant to said Loan Agreement, the Pledgor has also executed a Fixed Charge Agreement in which the Pledgor unconditionally pledges and grants Plenus a first priority fixed charge (the "Fixed Charge") on all the Intellectual Property currently owned by the Pledgor, including registered Intellectual Property and applications for registration of Intellectual Property, worldwide, (collectively, the "Collateral");

AND WHEREAS, pursuant to said Fixed Charge Agreement, the Pledgor has undertaken to register the Fixed Charge;

NOW THEREFORE, the Pledgor hereby authorizes registration of said Fixed Charge in favor of Plenus, relating specifically to the following Intellectual Property:

U.S. Patent No. 6,662,254 System Architecture
Description

IN WITNESS WHEREOF, this Memorandum has been signed by the Pledgor and accepted by Plenus.

Axerra Netvorks, Ltd.

By:

Name: Asker Avidal

Title: (F.)

Date: July 15 Joof

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REEL: 021243 FRAME: 0435

Plenus II, Limited Partnership	Plenus II (D.C.M), Limited Partnership
By: PLENUS MANAGEMENT (2004) LTD.	By: PLENUS MANAGEMENT (2004) LTD.
By: Name:	By: Name:
Date:	Date:
Plenus III, Limited Partnership	Plenus III (D.C.M), Limited Partnership
By: PLENUS MANAGEMENT III 2007	By: PLENUS MANAGEMENT III 2007 LTD.
By: Name:/	By: Name:
Date:	Date:
Plenus III (2), Limited Partnership	Plenus LH1 (C.I), L.P
By: PLENUS MANAGEMENT III 2007 LTD.	By: PLENUS MANAGEMENT III 2007 LTD.
By: Name:	By: Name:
Date:	Dale:

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RECORDED: 07/17/2008

REEL: 021243 FRAME: 0436