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
AIRSPAN NETWORKS INC.	05/13/2009

RECEIVING PARTY DATA

Name:	SILICON VALLEY BANK
Street Address:	3353 PEACHTREE ROAD, N.E.
Internal Address:	SUITE M-10
City:	ATLANTA
State/Country:	GEORGIA
Postal Code:	30326

PROPERTY NUMBERS Total: 11

Property Type	Number
Patent Number:	5828339
Patent Number:	5889837
Patent Number:	6021331
Patent Number:	5948063
Patent Number:	6181710
Patent Number:	6229800
Patent Number:	6351633
Patent Number:	6298246
Patent Number:	6907247
Patent Number:	6816726
Patent Number:	7440727

CORRESPONDENCE DATA

Fax Number: (404)962-6736

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

REEL: 022703 FRAME: 0815

PATENT 500864162

Phone: (404) 885-3038

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Correspondent Name: MICHAEL J. BRIGNATI, PH.D.
Address Line 1: TROUTMAN SANDERS LLP
Address Line 2: 600 PEACHTREE STREET, N.E.
Address Line 4: ATLANTA, GEORGIA 30308-2216

ATTORNEY DOCKET NUMBER: 220763.000614

NAME OF SUBMITTER: Michael J. Brignati, Ph.D.

Total Attachments: 8

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AMENDED AND RESTATED INTELLECTUAL PROPERTY SECURITY AGREEMENT

THIS AMENDED AND RESTATED INTELLECTUAL PROPERTY SECURITY AGREEMENT is entered into as of May 12, 2009 by and between SILICON VALLEY BANK ("Bank") and AIRSPAN NETWORKS INC. ("Grantor").

RECITALS

- A. Bank agreed to make certain advances of money and to extend certain financial accommodation to Grantor (the "Loans") in the amounts and manner set forth in that certain Loan and Security Agreement by and between Bank. Grantor and Airspan Communications Limited dated August 1, 2006 (as the same may be amended, modified or supplemented from time to time, the "Prior Loan Agreement").
- B. Pursuant to the terms of the Prior Loan Agreement, Grantor granted to Bank a security interest in all of Grantor's right, title and interest, whether presently existing or hereafter acquired, in, to and under all of Grantor's Intellectual Property Collateral (as hereinafter defined) pursuant to that certain Intellectual Property Security Agreement by and between Bank and Grantor dated August 1, 2006 (the "Prior 1P Agreement").
- C. Grantor has requested, and Bank has agreed to replace, amend and restate the Prior Loan Agreement in its entirety with that certain Amended and Restated Loan and Security Agreement by and among Grantor and Airspan Communications Limited (collectively, the "Borrowers") and Bank of even date herewith (as the same may be amended, modified or supplemented from time to time, the "Loan Agreement"; capitalized terms used herein but not defined in this Agreement shall have the meanings given to them in the Loan Agreement). Bank is willing to make the Loans to Borrowers and extend new financial accommodations to Borrowers, but only upon the condition, among others, that Grantor shall grant to Bank a security interest in certain Copyrights, Trademarks, Patents, and Mask Works (as each term is described below) to secure the obligations of Grantor under the Loan Agreement.
- D. Pursuant to the terms of the Loan Agreement, Grantor has granted to Bank a security interest in all of Grantor's right, title and interest, whether presently existing or hereafter acquired, in, to and under all of the Collateral. Grantor has requested, and Bank has agreed to replace, amend and restate the Prior IP Agreement in its entirety. The parties hereby agree that the Prior IP Agreement is hereby amended and restated in its entirety.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, and intending to be legally bound, as collateral security for the prompt and complete payment when due of its obligations under the Loan Agreement, Grantor hereby represents, warrants, covenants and agrees as follows:

AGREEMENT

To secure its obligations under the Loan Agreement, Grantor grants and pledges to Bank a security interest in all of Grantor's right, title and interest in, to and under its intellectual Tyson 01 38846381 220763 000614

property (including without limitation those Copyrights, Patents and Trademarks listed on Schedules A, B and C hereto), and including without limitation all proceeds thereof (such as, by way of example but not by way of limitation, license royalties and proceeds of infringement suits), the right to sue for past, present and future infringements, all rights corresponding thereto throughout the world and all re-issues, divisions continuations, renewals, extensions and continuations-in-part thereof (collectively, the "Intellectual Property Collateral").

This security interest is granted in conjunction with the security interest granted to Bank under the Loan Agreement. The rights and remedies of Bank with respect to the security interest granted hereby are in addition to those set forth in the Loan Agreement and the other Loan Documents, and those which are now or hereafter available to Bank as a matter of law or equity. Each right, power and remedy of Bank provided for herein or in the Loan Agreement or any of the Loan Documents, or now or hereafter existing at law or in equity shall be cumulative and concurrent and shall be in addition to every right, power or remedy provided for herein and the exercise by Bank of any one or more of the rights, powers or remedies provided for in this Intellectual Property Security Agreement, the Loan Agreement or any of the other Loan Documents, or now or hereafter existing at law or in equity, shall not preclude the simultaneous or later exercise by any person, including Bank, of any or all other rights, powers or remedies.

As used herein, the following terms shall have the following meanings:

"Copyrights" are all copyright rights, applications or registrations and like protections in each work or authorship or derivative work, whether published or not (whether or not it is a trade secret) now or later existing, created, acquired or held.

"Patents" are patents, patent applications and like protections, including improvements, divisions, continuations, renewals, reissues, extensions and continuations in part of the same.

"Trademarks" are trademark and service mark rights, registered or not, applications to register and registrations and like protections, and the entire goodwill of the business of Grantor connected with the trademarks.

ISIGNATURES APPEAR ON THE FOLLOWING PAGE!

IN WITNESS WHEREOF, the parties have caused this Intellectual Property Security Agreement to be duly executed by its officers thereunto duly authorized as of the first date written above.

GRANTOR:

Address of Grantor:

777 Yamato Road Boca Raton, Florida 33431 . .

DAVID BRANT

3y: _____

Title:

BANK:

Name Title

Address of Bank: SILICON VALLEY BANK

3353 Peachtree Road, N.E., Suite M-10 Atlanta, Georgia 30326

(Signature Page to Amended and Restated Intellectual Property Security Agreement)

EXHIBIT A

Copyrights

Description Registration Registration Application Application Number Date

Note N/A N/A

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EXHIBIT B

Patents

9511188.6 02-Jun-95 2301712 Great Britain Airspan Networks, Inc Grant	Application No.	Filing Date	Patent No.	Commen	Ammlingus	6 4.4
9919579.4 02-Jun-95 2337861 Great Britain Airspan Networks, Inc Grant United States of Airspan Networks, Inc Grant O8/650,284 17-Nov-95 5,828,339 America Airspan Networks, Inc Grant O8/658,939 31-May-96 5,889,837 America Airspan Networks, Inc Grant O8/658,939 31-May-96 5,889,837 America Airspan Networks, Inc Grant O8/603,601 21-Feb-97 6,021,331 America Airspan Networks, Inc Grant O8/803,601 21-Feb-97 5,948,063 United States of America Airspan Networks, Inc Grant O8/804,490 21-Feb-97 5,948,063 United States of America Airspan Networks, Inc Grant O8/803,071.0 10-Jun-98 0988769 France-European Airspan Networks, Inc Grant O9/901,023 30-Dec-97 6,181,710 America Airspan Networks, Inc Grant O9/901,023 30-Dec-97 6,181,710 America Airspan Networks, Inc Grant O8/960,327 29-Oct-97 6,229,800 United States of America Airspan Networks, Inc Grant O8/960,327 29-Oct-97 6,229,800 United States of America Airspan Networks, Inc Grant O8/960,327 29-Oct-97 6,229,800 United States of Airspan Networks, Inc Grant O9/01,1 14-Dec-98 1040629 Grant-European Airspan Networks, Inc Grant O9/212,783 16-Dec-96 1040629 Grant-European Airspan Networks, Inc Grant O9/212,783 16-Dec-96 5,351,633 America Airspan Networks, Inc Grant O9/212,783 16-Dec-96 5,351,633 America Airspan Networks, Inc Grant O9/212,783 13-Nov-96 1033041 France-European Airspan Networks, Inc Grant O9/192,994 16-Nov-96 1033041 France-European Airspan Networks, Inc Grant O9/192,994 16-Nov-97 2331686 Great Britain Airspan Networks, Inc Grant O9/902,239 08-Mar-01 (9,907,247 Omerica Airspan Networks, Inc Grant O9/902	. ,			•		Status
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191453	28-Nov-06	Israel	Airspan Networks, Inc.	Pending
2008-7013783	28-Nov-06	Korea, Republic of	Airspan Networks, Inc.	Pending
0611230.4	07-Jun-06	Great Britain	Airspan Networks, Inc.	Pending
06808704.8	28-Nov-06	European	Airspan Networks, Inc.	Pending
191452	28-Nov-06	Israel	Airspan Nelworks, Inc	Pendino
2008-7013784	28-Nov-06	Korea, Republic of	Airspan Nelworks, Inc.	Pending
0611227.0	07-Jun-06	Great Britain	Airspan Networks, Inc	Pending

EXHIBIT C

Trademarks

Description	Registration Application <u>Number</u>	Registration Application Date
AIRPI.AN	2480175	08/21/2001
AIRSPAN	2063647	05/20/1997

Tyson@1 188463v1 220763 000614

· [IF APPLICABLE]

EXHIBIT D

Mask Works

Description

Registration Application Number

Registration Application Date

Tyson01 388463v1 220763.000614

PATENT REEL: 022703 FRAME: 0824

RECORDED: 05/19/2009