

**PATENT ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	AMENDMENT NUMBER ONE TO PATENT SECURITY AGREEMENT

**CONVEYING PARTY DATA**

Name	Execution Date
POWERWAVE TECHNOLOGIES, INC.	01/31/2011

**RECEIVING PARTY DATA**

Name:	WELLS FARGO CAPITAL FINANCE, LLC, as Agent
Street Address:	2450 Colorado Avenue, Suite 3000W
City:	Santa Monica
State/Country:	CALIFORNIA
Postal Code:	90404

**PROPERTY NUMBERS Total: 20**

Property Type	Number
Application Number:	12624305
Application Number:	12434512
Application Number:	12468710
Application Number:	12490212
Application Number:	12577009
Application Number:	12660629
Application Number:	12754453
Application Number:	12759582
Application Number:	12795577
Application Number:	12888295
Application Number:	29355373
Application Number:	61301566
Application Number:	61301587
Application Number:	61314525
Application Number:	61320658

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Application Number:	61321085
Application Number:	29359261
Application Number:	61321113
Application Number:	61321488
Application Number:	61377065

**CORRESPONDENCE DATA**

Fax Number: (213)627-0705  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: (213) 683-5627  
Email: nancychow@paulhastings.com  
Correspondent Name: Nancy Chow  
Address Line 1: Paul, Hastings, Janofsky & Walker LLP  
Address Line 2: 515 S. Flower Street, 25th Floor  
Address Line 4: LOS ANGELES, CALIFORNIA 90071

ATTORNEY DOCKET NUMBER:	POWERWAVE (45035.00332)
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NAME OF SUBMITTER:	Nancy Chow
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**Total Attachments: 7**  
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**AMENDMENT NUMBER ONE TO PATENT SECURITY AGREEMENT**

This **AMENDMENT NUMBER ONE TO PATENT SECURITY AGREEMENT**, dated as of January 31, 2011 (this "Amendment"), is delivered pursuant to Section 5 of that certain Patent Security Agreement, dated as of April 3, 2009 (as amended, restated, supplemented or otherwise modified from time to time, the "Patent Security Agreement"), among Grantors from time to time signatory thereto (each referred to hereinafter individually as a "Grantor" and collectively, jointly, and severally as "Grantors"), and **WELLS FARGO CAPITAL FINANCE, LLC**, formerly known as Wells Fargo Foothill, LLC, a Delaware limited liability company, in its capacity as the administrative agent for the Lender Group and the Bank Product Providers, as such terms are defined therein (in such capacity, together with its successors, "Agent"). Capitalized terms used herein and not otherwise defined shall have the meanings set forth in the Patent Security Agreement, which by this reference is incorporated herein.

**WHEREAS**, Grantors and Agent are parties to that certain Patent Security Agreement recorded with the United States Patent and Trademark Office on or about April 6, 2009 at Reel 022507, Frame 0027; and

**WHEREAS**, Grantors and Agent wish to amend the Patent Security Agreement by amending Schedule I to the Patent Security Agreement to add certain Patents to the Patent Collateral, and have agreed to do so.

**NOW THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree to amend the Patent Security Agreement as follows:

1. Each Grantor and Agent hereby agree that Schedule I to the Patent Security Agreement is hereby amended by adding the Patent Collateral listed on Schedule I attached hereto (the "Additional Patent Collateral"), which such Additional Patent Collateral shall be and become part of the Patent Collateral referred to in the Patent Security Agreement and Schedule I attached thereto and shall secure all Secured Obligations.

2. Each Grantor hereby: (a) reaffirms all prior grants of security interests in favor of Agent in all of such Grantor's right, title, and interest in, to, and under the Patent Collateral identified on Schedule I to the Patent Security Agreement prior to the effectiveness of this Amendment; (b) grants, assigns, transfers and conveys to Agent, for the benefit of the Lender Group and the Bank Product Providers, continuing security interests in all of such Grantor's right, title, and interest in, to, and under the Additional Patent Collateral<sup>3</sup> identified on Schedule I attached hereto; (c) represents and warrants that the representations and warranties in the Patent Security Agreement, as amended by this Amendment, are true and correct in all material respects on and as of the date hereof, as though made on such date; and (d) agrees that the Patent Security Agreement as amended hereby is and shall remain in full force and effect.

3. THE VALIDITY OF THIS AMENDMENT, THE CONSTRUCTION, INTERPRETATION, AND ENFORCEMENT HEREOF, AND THE RIGHTS OF THE PARTIES HERETO WITH RESPECT TO ALL MATTERS ARISING HEREUNDER OR RELATED HERETO SHALL BE DETERMINED UNDER, GOVERNED BY, AND CONSTRUED IN ACCORDANCE WITH THE LAWS OF THE STATE OF CALIFORNIA.

4. This Amendment may be executed in any number of counterparts, each of which shall be deemed to be an original, but all such separate counterparts shall together constitute but one and the same instrument. In proving this Amendment or any other Loan Document in any judicial proceedings, it shall not be necessary to produce or account for more than one such counterpart signed by the party against whom

such enforcement is sought. Any signatures delivered by a party by facsimile transmission or by other electronic means of transmission shall be deemed an original executed counterpart hereto.

5. This Amendment is a Loan Document.

[signature pages follow]

IN WITNESS WHEREOF, the undersigned parties hereto have executed this Amendment by and through their duly authorized officers, as of the day and year first above written.


GRANTORS:

POWERWAVE TECHNOLOGIES, INC.,  
a Delaware corporation

By:

Name:

Title:

  
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Kevin T. Michaels  
\_\_\_\_\_  
CFO  
\_\_\_\_\_

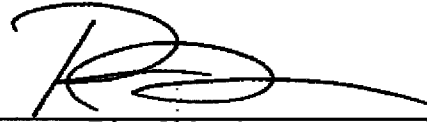
[SIGNATURE PAGE TO AMENDMENT NUMBER ONE TO PATENT SECURITY AGREEMENT]

PATENT  
REEL: 025735 FRAME: 0434

**AGENT:**

**WELLS FARGO CAPITAL FINANCE, LLC,  
formerly known as Wells Fargo Foothill, LLC,  
a Delaware limited liability company**

**By:  
Name:  
Title:**



**Rina Shinoda  
Vice President**

**[SIGNATURE PAGE TO AMENDMENT NUMBER ONE TO PATENT SECURITY AGREEMENT]**

**PATENT  
REEL: 025735 FRAME: 0435**

**SCHEDULE I**  
**TO**  
**AMENDMENT NUMBER ONE TO PATENT SECURITY AGREEMENT**

Docket Number/Subcase Name	Country	Case Type	Application Number/Date	Publication Number/Date	Patent Number/Date	Status Expiration Date
1306/CON	United States of America	CON	12/624,305 23-Nov-2009	2010-0141532 10-Jun-2010		Published
<i>Title: Improved Antenna Isolation II</i>						
1342/ORD	United States of America	ORD	12/434,512 01-May-2009	2009-027298 05-Nov-2009		Published
<i>Title: Masthead amplifier unit</i>						
1343/ORD	United States of America	ORD	12/468,710 19-May-2009	2009-0291632 26-Nov-2009		Published
<i>Title: Adaptive Echo Cancellation for an On-Frequency RF Repeater with Digital Sub-band Filtering</i>						
1344/ORD	United States of America	ORD	12/490,212 23-Jun-2009	2009-0322642 31-Dec-2009		Published
<i>Title: Resonant Cap Loaded High Gain Patch Antenna</i>						
1345/ORD	United States of America	ORD	12/577,009 09-Oct-2009	2010-0098139 22-Apr-2010		Published
<i>Title: Crest Factor Reduction (CFR) For Downlink LTE by Transmitting Phase Shifted Resource Blocks</i>						
1350/ORD	United States of America	ORD	12/660,629 02-Mar-2010	2010-0225415 09-Sep-2010		Published
<i>Title: Micro P-Coupler</i>						

Docket Number/Subcase Name	Country	Case Type	Application Number/Date	Publication Number/Date	Patent Number/Date	Status Expiration Date
1354/	United States of America	ORD	12/754,453 05-Apr-2010	2010-0283707 11-Nov-2010		Published
<i>Title:</i> Dual-Polarized Dual-Band Broad-beamwidth Directive Patch Antenna						
1355/ORD	United States of America	ORD	12/759,582 13-Apr-2010	2010-0265150 21-Oct-2010		Published
<i>Title:</i> Antenna assembly consisting of two or more single array antenna assemblies						
1356/ORD	United States of America	ORD	12/795,577 07-Jun-2010	2010-0311353 09-Dec-2010		Published
<i>Title:</i> Multi element amplitude and phase compensated antenna array with adaptive pre-distortion for Wireless Network						
1358/	United States of America	ORD	12/888,295 22-Sep-2010			Pending
<i>Title:</i> Co-Location of a Pico eNB and Macro Up-link Repeater						
1361/	United States of America	DES	29/355,373 05-Feb-2010			Pending
<i>Title:</i> Base Station Design Language						
1362/	United States of America	PRO	61/301,566 04-Feb-2010			Pending 04-Feb-2011
<i>Title:</i> Active Antenna Heatsink						
1363/	United States of America	PRO	61/301,587 04-Feb-2010			Pending 04-Feb-2011
<i>Title:</i> Active Antenna Radome						



Docket Number/Subcase Name	Country	Case Type	Application Number/Date	Publication Number/Date	Patent Number/Date	Status Expiration Date
1364/PRO	United States of America	PRO	61/314,525 16-Mar-2010			Pending 16-Mar-2011
<i>Title:</i> Walk-In MicroFlex outdoor enclosure						
1365/PRO	United States of America	PRO	61/320,658 02-Apr-2010			Pending 02-Apr-2011
<i>Title:</i> System and Method for performance enhancement in heterogeneous wireless access network						
1366/	United States of America	PRO	61/321,085 05-Apr-2010			Pending 05-Apr-2011
<i>Title:</i> PICO Base Station Applications for use on Mobile Devices						
1366/DES	United States of	DES	29/359,261 07-Apr-2010			Pending
<i>Title:</i> PICO Base Station Applications for use on Mobile Devices						
1367/	United States of America	PRO	61/321,113 05-Apr-2010			Pending 05-Apr-2011
<i>Title:</i> System and Method for performance enhancement in heterogeneous wireless access network employing distributed system						
1368/	United States of America	PRO	61/321,488 06-Apr-2010			Pending 06-Apr-2011
<i>Title:</i> Reduced Size Cavity Filters for Pico Base Stations						
1370/	United States of America	PRO	61/377,065 25-Aug-2010			Pending 25-Aug-2011
<i>Title:</i> Transmit Leakage Cancellation in a Wide Bandwidth Distribution Antenna System DAS						

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