

MRP 4/28/98

FORM P-1584 (Rev. 8-93) OMB No. 0651-0011 (Rev. 4-94)

RECORDATION FORM COVER SHEET

U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

05-07-1998

NLY

Tab settings

To the Honorable Commissioner:



the attached original documents or copy thereof.

1. Name of conveying party(ies): 100706105

METAWAVE COMMUNICATIONS CORPORATION

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State Delaware, Other

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

3. Nature of conveyance:

- Assignment, Merger, Security Agreement, Change of Name, Other

Execution Date: April 27, 1998

Name: SEE ATTACHED PAGE 2

Internal Address:

Street Address:

City: State: ZIP:

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State, Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from assignment) Additional name(s) & address(es) attached: Yes No

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

75/376,994 75/102,315
75/167,712 75/325,856
75/151,043 75/163,724
75/336,689 75/376,995
75/376,993 75/677,659

B. Trademark Registration No.(s)

Additional numbers attached? Yes No

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

Name: Ira J. Schultz
Internal Address: Dennison Meserole Pollack & Scheiner
612 Crystal Square 4
Street Address: 1745 Jefferson Davis Hwy.
City: Arlington State: VA ZIP: 22202

6. Total number of applications and registrations involved: 10

7. Total fee (37 CFR 3.41): \$265.00

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

01 FC:481 48.00 DP
02 FC:482 88.00 DP

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Ira J. Schultz
Name of Person Signing

[Signature]
Signature

April 28, 1998
Date

Total number of pages including cover sheet, attachments, and document: 7

Mail documents to be recorded with required cover sheet information to: TRADEMARK
Commissioner of Patents & Trademarks, Box 400, Washington, D.C. 20231 TRADEMARK: 0019

The Brown & Williamson Master Retirement Trust (Registered holder: Iceship & Co.)
The Mainstay Funds, on behalf of its Strategic Income Fund Series (Registered holder: Hare & Co.)
Highbridge Capital Corporation (Registered holder: Bear Stearns Securities Corp.)
The Mainstay Funds, on behalf of its High Yield Corporate
Bond Fund Series (Registered holder: Daffodil & Co.)
Mainstay VP Series Fund Inc., on behalf of its High Yield Corporate
Bond Portfolio (Registered holder: Hare & Co.)
Police Officers Pension System of the City of Houston (Registered holder: Booth & Co.)
Vulcan Materials Company High Yield Account (Registered holder: Booth & Co.)
The 1199 Health Care Employees Pension Fund (Registered holder: Booth & Co.)
All of the above:
c/o MacKay-Shields Financial Corporation
9 West 57th Street
New York, New York 10019

BT Holdings (NY), Inc. (Registered holder: BT Alex Brown, Inc.)
14 Wall Street
7th Floor
New York, New York 10005

Imperial Bank
777 108th Avenue NE
Bellevue, Washington 98004-6672

Powerwave Technologies, Inc.
2026 McGaw Avenue
Irvine, California 92614

BankAmerica Investment Corporation
231 South LaSalle Street
Chicago, Illinois 60697

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GRANTS OF SECURITY IN AND
MORTGAGE OF UNITED STATES TRADEMARKS
AND PATENTS

April 27, 1998

FOR GOOD AND VALUABLE CONSIDERATION, the receipt and sufficiency of which are hereby acknowledged, Metawave Communications Corporation, a Delaware corporation (the "Grantor") with principal offices at 8700 148th Avenue, N.E., Redmond, Washington 98052, hereby assigns, grants and mortgages to the persons set forth on Schedule I hereto (collectively, the "Grantee"), a security interest in (i) all of the Grantor's right, title and interest in and to the United States trademarks, trademark registrations and trademark applications (the "Marks") set forth in Schedule A attached hereto, (ii) all of the Grantor's right, title and interest in and to United States patents (the "Patents") set forth on Schedule B attached hereto, in each case together with (iii) all Proceeds (as such term is defined in Section 9-306 of the New York State Uniform Commercial Code) and products of the Marks and Patents, (iv) the goodwill of the business symbolized by the Marks, and (v) all causes of action arising prior to or after the date hereof for infringement of any of the Marks and Patents or unfair competition regarding the same.

THIS AGREEMENT is entered into to secure the full and prompt performance and payment of all the Obligations of the Grantor, as such term is defined in the Company Security Agreement among the Grantor and the Grantee, dated as of April 27, 1998 (as amended from time to time, the "Security Agreement". Upon the occurrence of the Termination Date (as defined in the Security Agreement), the Grantee shall, upon such satisfaction, execute, acknowledge, and deliver to the Grantor such statements, documents or other instruments in writing as may be reasonably requested by Grantor relating to the security interest and mortgage in the Marks and Patents granted under this Agreement.

This Agreement has been entered into in conjunction with the security interest granted to the Grantee under the Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are without prejudice to, and are in addition to those set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Agreement are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

The undersigned have executed this Agreement as of the date first above written.

METAWAVE COMMUNICATIONS
CORPORATION

By Vito Palermo
Name: VITO PALERMO
Title: CFO

METAWAVE TRADEMARK APPLICATIONS

MARK	APPLICATION NO.	APPLICATION DATE	CLASS OF GOODS
Lanplighter	75/376,994	October 21, 1997	Computer software and hardware for controlling placement, operation and maintenance of wireless communications systems
Lighthouse	75/167,712	September 18, 1996	Antennas in the field of wireless communications
Metastar	75/151,043	August 13, 1996	Antennas in the field of wireless communications
Metawave	75/336,689	August 6, 1997	Wireless communications services
Metawave	75/376,993	October 21, 1997	Wireless communication systems
Cube design	75/102,315	May 10, 1996	Antennas and computer hardware and software to facilitate use and control of wireless telephone communications systems
SiticNet	75/325,836	July 17, 1997	Antennas and computer hardware and software to facilitate use and control of wireless telephone communications systems
Netmentor	75/163,724	September 10, 1996	Computer software for planning and placement of antennas
Spotlight	75/376,995	October 21, 1997	Wireless communications systems, including antennas and systems controllers
Spotlight Spectrum Management System	75/677,639	May 19, 1995	Wireless communication system comprising computer hardware and embedded operating software

TRADEMARK
REEL: 1729 FRAME: 0023

METAWAVE PATENTS AND PATENT APPLICATIONS

ISSUED/ALLOWED PATENT APPLICATIONS

Narrow Beam Antenna Systems With Angular Diversity — filed 6/8/95 — issued as patent no. 5,567,610

Apparatus, Systems and Methods for Multiple Antenna Transmission in Wireless Communications Systems — filed 8/28/95—issued as patent no. 5,648,968

System and Method for Cellular Beam Spectrum Management — filed 5/20/96—to be issued 4.28.98 as patent no. 5,745,841

Multiple Beam Antenna Design (Cylinder) — filed 12/3/96— issued as design patent no. D390,566

Multiple Beam Antenna Design (Hexagon) — filed 12/3/96—issued as design patent no. D390,568

Multiple Beam Antenna Design (Dodecagon) — filed 12/3/96—issued as design patent no. D390,569

Narrow Beam Wireless Systems with Angularly Diverse Antennas — filed 10/4/96—allowed 9/18/97 — S/N 08/726,277

Cellular System Signal Conditioner — filed 5/20/96—allowed 3/18/98—S/N 08/651,980

PENDING U.S. PATENT APPLICATIONS

Diversity Among Narrow Antenna Beams — filed 9/3/97—S/N 08/923,051

System and Method for Frequency Multiplexing Antenna Signals — filed 8/28/95—S/N 08/520,000

Method and Apparatus for Improved Control Over Cellular Systems — filed 1/3/96—S/N 08/582,525

Conical Omni-Directional Coverage Multibeam Antenna — filed 7/16/96—S/N 08/680,992

Conical Omni-Directional Coverage Multibeam Antenna with Parasitic Elements — filed 9/9/96—S/N 08/711,058

**Conical Omni-Directional Coverage Multibeam Antenna with Multiple Feed Network —
filed 2/28/97—S/N 08/808,304**

System and Method for Per Beam Elevation Scanning — filed 3/4/98—S/N 09/034,471

**Forward Link TDMA Power Control System and Method — filed 4/7/97—Serial No.
08/826,721**

**Antenna Deployment Sector Cell Shaping System and Method — filed 1/27/97—S/N
08/786,725**

**Antenna Deployment Sector Cell Shaping System and Method — filed 9/5/97—S/N
08/924,285**

Antenna Deployment Sector Cell Shaping System and Method — filed 9/5/97—S/N 08/924,285

**Multi-Sector Pivotal Antenna System and Method — filed 1/13/97—S/N 08/782,051—awaiting
first Office Action**

**Multiple Beam Planar Antenna Array with Parasitic Elements — filed 7/17/97—S/N
08/896,036**

**Universal Wideband Switchless Channel Selector — filed 7/15/97—S/N 08/893,170—awaiting
First Office Action**

**System and Method for 911 Cellular Location Determination — filed 7/15/97—S/N
08/892,946**

Butler Matrix LPA Reduction System — filed 7/29/97—S/N 08/902,057

TDMA Repeater Eliminating Feedback — filed 7/17/97—S/N 08/895,734

LPA Reduction System - filed 7/29/97—S/N 08/901,932

Embedded Digital Beam Switching — filed 9/5/97—S/N 08/924,741

Input Specific Independent Sector Mapping — filed 11/13/97—S/N 08,970,121

Dynamic Mobile Parameter Optimization — filed 11/13/97—S/N 08/970,704

**Gain Control on Reverse Antenna Beam to Suppress Interference on CDMA — filed 11/19/97
— S/N 08/974,592**

REGISTRATION INFORMATION

10014672.06
11/14 AM

RECORDED: 04/28/1998

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