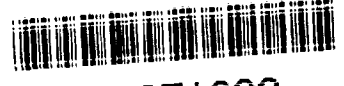


10-20 98

11-05-1998



100871092

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original document or copy thereof.

1. Name of Party(ies) conveying an interest:

Packet Engines (WA) Incorporated
Box 14497
Spokane, Washington 99214-0497

Individual(s) Association
 General Partnership Limited Partnership
 Corporation Washington
 Other

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

2. Name and Address of Party(ies) receiving an interest:

Name: Electro Banque
Internal Address: c/o Alcatel
Street Address: 54, rue La Boetie
City: Paris State: France Zip: _____

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation French
 Other _____

Additional name(s) & address(es) attached? Yes No

3. Nature of Conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other Notice of Grant of Security Interest
In Trademarks
Execution Date: October 16, 1998

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

A. Trademark Application No.(s): See Attached

Additional numbers attached? Yes No

B. Trademark Registration No.(s): N/A

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

Name: Mark H. Webbink, Esq.
Internal Address: Moore & Van Allen, PLLC
Street Address: 2200 West Main Street, Suite 800
City: Durham State: NC ZIP: 27705

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.4): \$ 365.00
 Enclosed
 Authorized to be charged to deposit account
(Any Deficiency)

8. Deposit account number:
13-4365
(Attach duplicate copy of this form if paying by deposit account):

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.

Mark H. Webbink, Esq. [Signature] 10/20/98
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments and document: 6

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

CERTIFICATE OF MAILING

I hereby certify that this paper is being deposited with the United States Postal Service as first class mail in an envelope addressed to the Commissioner Of Patent And Trademarks, Washington, DC 20231, BOX ASSIGNMENTS.

Tim Kroll
(Typed or printed name of person signing the certificate)

[Signature]
(Signature of the person signing the certificate)

10/20/98
(Date of Signature)

11/04/1998 SBURMS
01 FC:481
02 FC:482

00000089 75291148
40.00 OP
325.00 OP

ATTACHMENT A

Recordation Form Cover Sheet

4. Application Number(s) or Registration number(s):

A. Trademark Application No.(s):

<u>MARK</u>	<u>SERIAL NUMBER</u>	<u>FILING DATE</u>
G-NIC	75/291,148	5/13/97
THE TERRABIT EXPERTS	75/392,646	11/19/97
THE GIGABIT EXPERTS	75/392,647	11/19/97
FDR12	75/291,147	5/31/97
PACKET ENGINES and Design	75/291,250	5/31/97
PE-GMAC	75/334,000	7/31/97
PE-MAC	75/333,988	7/31/98
PACKET-TRACKED	75/332,243	7/29/97
XPRESS SERVICE	75/436,933	2/19/98
POWERRAIL	75/437,119	2/19/98
PE-4884	75/436,969	2/19/98
TRACKIT	75/436,873	2/19/98
GIGABIT PERFORMANCE, ENTERPRISE RELIABILITY	75/437,121	2/19/98
Design	75/436,970	2/19/98

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of October 16, 1998 (the "Security Agreement") by and between Packet Engines (WA) Incorporated ("Borrower") and ELECTRO BANQUE ("Lender"), Borrower has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Lender:

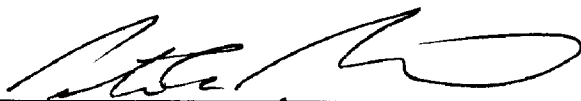
PENDING TRADEMARKS

<u>MARK</u>	<u>SERIAL NUMBER</u>	<u>FILING DATE</u>
G-NIC	75/291,148	5/13/97
THE TERRABIT EXPERTS	75/392,646	11/19/97
THE GIGABIT EXPERTS	75/392,647	11/19/97
FDR12	75/291,147	5/31/97
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TRACKIT	75/436,873	2/19/98
GIGABIT PERFORMANCE, ENTERPRISE RELIABILITY	75/437,121	2/19/98
Design	75/436,970	2/19/98

Borrower and Lender, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark.

Very truly yours,

PACKET ENGINES (WA) INCORPORATED

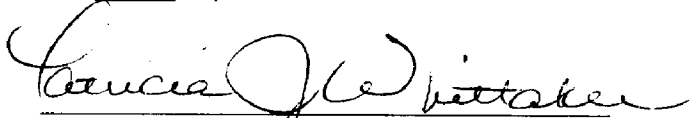
By: 
Name: Peter A. Price
Title: VP-Finance

Acknowledged and Accepted:

By: _____
Name: _____
Title: _____

AS TO PACKET ENGINES (WA) INCORPORATED

Sworn to and subscribed before me
this 15th day of October, 1998.



Notary Public
IN AND FOR THE STATE OF
WASHINGTON, RESIDING AT SPOKANE
My Commission Expires:

10-1-2001