



RECORDATION
TRAJ

03-12-2001



101632206

CLIENT CODE: TRAN.0181

TO THE HONORABLE COMMISSIONER OF PATENTS AND TRADEMARKS: Please record the attached original documents or copy thereof.

Submission Type <input checked="" type="checkbox"/> New 3-5-01 <input type="checkbox"/> Resubmission (Non-Recordation)-Document ID# _____ <input type="checkbox"/> Correction of PTO Error - Reel # _____ Frame # _____ <input type="checkbox"/> Corrective Document - Reel # _____ Frame # _____	Conveyance Type <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> License <input type="checkbox"/> Security Agreement <input type="checkbox"/> Nunc Pro Tunc Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Change of Name <input type="checkbox"/> Other: Effective Date: <u>May 24, 2000</u>
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Conveying Party(ies) Name: Avesta Technologies, Inc. Street Address: 2 Rector Street City: New York State: NY ZIP: 10006 <input type="checkbox"/> Individual <input type="checkbox"/> General Partnership <input type="checkbox"/> Association <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Citizenship/State of Incorporation: <u>Delaware</u> Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	Receiving Party(ies) Name: Visual Networks Technologies, Inc. Street Address: 2092 Gaither Road City: Rockville State: MD ZIP: 20850 <input type="checkbox"/> Individual <input type="checkbox"/> General Partnership <input type="checkbox"/> Association <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Citizenship/State of Incorporation: <u>California</u> Additional name(s) of receiving party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
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Application Number(s) or Registration Number(s)

Trademark Application No(s).:
 Registration No(s).: 2,117,886

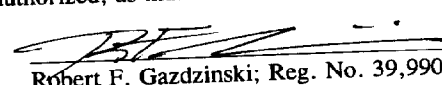
Additional numbers attached? Yes No

Correspondent Name and Address Name: Robert F. Gazdzinski, Esq. Internal Address: GAZDZINSKI & ASSOCIATES Street Address: 3914 Murphy Canyon Road, Suite A232 City: San Diego State: CA ZIP: 92123 Telephone: (858) 505-1166	Fee Amount (37 CFR 3.41): \$40.00 <input checked="" type="checkbox"/> Please charge our Deposit Account No. 501423 for additional fees which may be required or credit our account for any overpayment. (A copy of this page is attached for this purpose).
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Number of Properties Enter the total number of properties involved: (1) 4108

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. Charges to deposit account are authorized, as indicated herein.

Robert F. Gazdzinski  2/20/01
 Name of Person Signing Robert F. Gazdzinski; Reg. No. 39,990 Date

Pages Enter the total number of pages of the conveyance document including any attachments: (3)

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

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

TRADEMARK
REEL: 002247 FRAME: 0925


TRADEMARK ASSIGNMENT

WHEREAS, Avesta Technologies, Inc. (hereinafter "Assignor"), a corporation organized under the laws of the State of Delaware, and located at 2 Rector Street, New York, New York 10006, had acquired all of the rights, title and interest in and to the trademark TRANSCIVE possessed by Caravelle Inc., a Canadian corporation located at 210 Colonnade Road, South Suite 301, Nepean, Ontario K2E 7L5, Canada, which mark registered on the Principal Register on December 2, 1997, and was assigned Registration No. 2,117,886; and

WHEREAS, effective May 24, 2000, Visual Networks Technologies, Inc. (hereinafter "Assignee"), a corporation organized under the laws of the State of California, and located at 2092 Gaither Road, Rockville, Maryland 20850, acquired all of Assignor's rights, title, goodwill and interest in and to the trademark.

NOW, THEREFORE, in consideration of and in exchange for the sum of ten dollars (\$10.00) and other good and valuable consideration, receipt of which has been acknowledged, said Assignor hereby assigned unto said Assignee all of Assignor's rights, title and interest in and to the trademark together with all of Assignor's goodwill of the business symbolized by the trademark.

AVESTA TECHNOLOGIES, INC.



Robert Kostes
Vice President of Research and Development

16-11-00
Date

AFFIDAVIT

I, Robert Kostas, hereby declare that:

1. I have personal knowledge of the matters set forth in this Affidavit and, if called as a witness in this matter, could and would competently testify thereto.

2. I was an officer of Avesta Technologies, Inc. (hereinafter "Avesta"), a corporation organized under the laws of the State of Delaware, and located at 2 Rector Street, New York, New York 10006. I held the position of Vice President of Research and Development for Avesta.

3. Prior to June 9, 1998, Caravelle Inc. (hereinafter "Caravelle") was a Canadian corporation located at 210 Colomade Road, South Suite 301, Nepean, Ontario K2E 7L5, Canada. Caravelle had adopted and used the mark TRANSCEIVE and had acquired goodwill in connection with such use. Caravelle had acquired a U.S. federal trademark registration for the mark TRANSCEIVE and was the named registrant for the mark, which registered on the Principal Register on December 2, 1997, and was assigned Registration No. 2,117,886.

3. On or about June 9, 1998, Avesta purchased Caravelle and all assets of Caravelle, including all of Caravelle's rights, title, goodwill and interest in and to the trademark TRANSCEIVE and the registration therefor.

4. On or about May 24, 2000, Avesta was purchased by Visual Networks Technologies, Inc. (hereinafter "Visual Networks"), a corporation organized under the laws of the State of California, and located at 2092 Gaither Road, Rockville, Maryland 20850, and thereby acquired all of Avesta's rights, title, goodwill and interest in and to the trademark TRANSCEIVE and the

registration therefor. Consequently, Visual Networks is the present owner of the trademark

TRANSCIVE, possessing all rights, title, interest and goodwill conveyed by Avesta.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

16-11-00
Date


Robert Koster