

03-18-2002

FORM PTO-1594
(Rev. 6-93)
OMB No. 0651-0011 (exp. 4/94)



U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the Honorable Commission.

102019208

Attached original documents or copy thereof.

1. Name of conveying part(ies):

P-COM, Inc.

3-5-02

- Individual(s)
- General Partnership
- Corporation-State of Delaware
- Other:

Control Resources Corporation

- Individual(s)
- General Partnership
- Corporation-State of Delaware
- Other:

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

2. Name and address of receiving party(ies)

Name: Paradyne Corporation

Street Address: 8525 126th Avenue North
Largo, Florida 33773

- Individual(s) Citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Delaware
- 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 [X] No

3. Nature of conveyance:

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

Execution Date: 04/14/00

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

A. Trademark application No.(s)

B. Trademark Registration No.(s)

2,237,909

Additional numbers attached? [] Yes [X] No

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

Scott A. Horstemeyer; Reg. No. 34,183
Thomas, Kayden, Horstemeyer & Risley, L.L.P.
100 Galleria Parkway, Suite 1750
Atlanta, Georgia 30339

6. Total number of applications/registrations involved: [1]

7. Total fee (37 CFR 3.41) \$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit Account Number:

20-0778
(Attach duplicate copy of this page 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.

Scott A. Horstemeyer

Typed Name

Signature

02/19/02

Date

Docket #: 61606-9128

Total number of pages including cover sheet, attachments, and document: [3]

03/15/2002 LHMULLER 00000013 2237909

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Mail documents to be recorded with required cover sheet information to:
40.00 Commission of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 002462 FRAME: 0341

ASSIGNMENT

This Assignment is made by P-COM, INC., a Delaware corporation and Control Resources Corporation, a Delaware corporation (together, the "Assignors"), this 14 day of April, 2000.

WHEREAS, the Assignors, Paradyne Corporation and Paradyne Networks, Inc. entered into an Asset Purchase Agreement, dated as of April 5, 2000 (the "Purchase Agreement") providing for the sale by Control Resources Corporation of substantially all of its assets to Paradyne Corporation.

NOW, THEREFORE, the Assignors do hereby assign to Paradyne Corporation, a Delaware corporation, all of the Assignors' right, title and interest in and to any Intellectual Property Rights (as defined in the Purchase Agreement) the Assignors own and/or are entitled to pursuant to the terms of the Proprietary Information and Inventions Agreement, substantially in the form attached hereto as Annex 1, the Assignors have entered into with the employees of Control Resources Corporation whose names are set forth on Annex 2 hereto.

IN WITNESS WHEREOF, this Assignment has been entered into as of the date and year first above written.

P-COM, INC.

By: George P. Roberts
Name: George P. Roberts
Title: Chairman

CONTROL RESOURCES CORPORATION

By: Bruce O'Pray
Name: Bruce O'Pray
Title: Chief Executive Officer

Schedule 2.1 (e)
Intellectual Property Rights

Trademarks

US Trademark registration number 2,237,909 for the trade name Access Integrator (DOC S/N 75-059,632).

CRC has applied to the US DOC and EU OHIM for a Trade Mark Registration for NetPath

Patents:

United States patent "A Programmable Bus-For-The Control of Electronic Apparatus" (Patent No. 4,447,813) which was assigned to CRC by Bruce L. O'Pray.

License Agreement with Integrated Network Corporation ("INC") for use of their US Patent No. 4,862,480 relating to digital telecommunications systems.

Copyrights:

CRC routinely marks for copyright all software and firmware as well as printed circuit board artwork and publications including manuals and brochures.

All ownership rights, including but not limited to schematics, source code, specifications, other documentation, and know-how of the products on the attached list.

Domain name:

controlresources.com

Licenses:

See License Agreements for Software on Schedule 2.1(c)

Parties With a Right to Seller's Source Code:

AGNS has a right to NAXS software under an escrow agreement
BBC has a right to RNETS under an escrow agreement

Protection of Intellectual Property:

Seller has had a policy of not devoting resources to patent applications, has no applications planned, and makes no representations that the Intellectual Property includes any inventions for which a patent may be applied.