

03-20-2002



Form PTO-1594
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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

102024222

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

1. Name of conveying party(ies):
Octel Communications Corporation
2-5-02

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

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

2. Name and address of receiving party(ies)
Name: Avaya Inc.
Internal Address: FEB 5 2002
Address: _____
Street Address: 211 Mount Airy Road
City: Basking Ridge State: NJ Zip: 07920

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 No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: September 28, 2001

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s) 7557439167
 B. Trademark Registration No.(s) _____

Additional number(s) attached Yes No

B. Trademark Registration No.(s) 2074271

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Joan T. Pinaire, Esq.
 Internal Address: Avaya Inc
Trademark & Copyright Law Group
 Street Address: 211 Mount Airy Road
 City: Basking Ridge State: NJ Zip: 07920

6. Total number of applications and registrations involved: 20

7. Total fee (37 CFR 3.41)..... \$515.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
501601

DO NOT USE THIS SPACE

9. Signature.
Joan T. Pinaire [Signature] Feb. 5, 2002
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 12

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

03/20/2002 LMUELLER 00000004 501601 75543964
01 FC:481 40.00 CH
02 FC:482 475.00 CH

TRADEMARK
REEL: 002464 FRAME: 0462

Recordation Form Cover Sheet -
 Continuation of Item 4 - US APPLICATION AND REGISTRATION NUMBERS

TRADEMARK	SERIAL NUMBER	REGISTRATION NUMBER
ASPEN MESSAGING THAT WORKS FOR YOU	73489839 75216657	1334117 2388960
OCTEL OCTEL DESIGN OCTELACCESS OCTELDESIGNER OCTELINK OCTELWEB OVERTURE SERENADE SOUND MARK (TONE LOGO)	74594890 74594889 78023374 78023375 74706046 75543965 74608928 74608929 73438813	2000664 1936996 2204173 2274684 1307448
THE VOICE OF MESSAGING	75233214	2200975
UNIFIED MESSENGER VISUAL MESSENGER VMX VOICE MESSAGE EXCHANGE	75148380 75259738 73312184 73312172	2278637 1206047 1305727
VOICENET WWW.MESSENGER	73379837 75543963	1284620

TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT, effective as of September 28, 2001 (the "Effective Date"), is by and between Octel Communications Corporation, a Delaware corporation, having a place of business at 1001 Murphy Ranch Road, Milpitas, California 95035 (hereinafter referred to as "Assignor" or "Octel") and Avaya Inc., a Delaware corporation, having its principal place of business at 211 Mount Airy Road, Basking Ridge, New Jersey 07920 (hereinafter referred to as "Assignee" or "Avaya").

WHEREAS, the Board of Directors of Octel has deemed it necessary and advisable to distribute by way of dividend certain trademarks of Octel to Avaya;


WHEREAS, the Assignor is desirous of transferring and assigning to Assignee, and Assignee is desirous of acquiring from Assignor all of Assignor's rights, title and interest in and to the Assigned Marks set forth in Schedule A attached hereto and all of the goodwill associated therewith.

NOW, THEREFORE, in consideration of the foregoing, the receipt and sufficiency of which is hereby acknowledged, the parties agree as follows:

1. Assignor does hereby transfer, convey and assign unto Assignee all of its rights, title and interest in and to the Assigned Marks on Schedule A, together with the goodwill of the business appertaining thereto and which is symbolized by the Assigned Marks and the worldwide right to sue for past infringements of the Assigned Marks.
2. Assignor shall execute any and all documents reasonably requested by Assignee to effect transfer and recording of the Assigned Marks to Assignee.

IN WITNESS WHEREOF, the parties have caused this Trademark Assignment to be executed by their duly authorized representative as of the Effective Date.

OCTEL COMMUNICATIONS CORPORATION

By: 

Name: Joan T. Pinaire
Title: Vice President

[SEAL]

AVAYA INC.

By: 

Name: Maurice M. de Picciotto
Title: Vice President-Law, Intellectual Property

[SEAL]

STATE OF NEW JERSEY)
) ss.
COUNTY OF SOMERSET)

I CERTIFY that on this 28th day of September, 2001, Joan T. Pinaire personally appeared before me and Joan T. Pinaire acknowledged under oath, to my satisfaction that:

- a) this person signed, sealed and delivered the attached Trademark Assignment as Vice President of Octel Communications Corporation, and had the authority to do so; and
- b) the proper corporate seal was affixed.

Brenda Miller
Notary Public

BRENDA MILLER
NOTARY PUBLIC OF NEW JERSEY
Commission Expires 7/20/2005

[Notarial Seal]

STATE OF NEW JERSEY)
) ss.
COUNTY OF SOMERSET)

I CERTIFY that on this 28th day of September, 2001, Maurice M. de Picciotto personally appeared before me and Maurice M. de Picciotto acknowledged under oath, to my satisfaction that:

- a) this person signed, sealed and delivered the attached Trademark Assignment as Vice President-Law, Intellectual Property of Avaya Inc., and had the authority to do so; and
- b) the proper corporate seal was affixed.

Ann Marie Tedesco
Notary Public

ANNMARIE TEDESCO
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires Sept. 5, 2005

[Notarial Seal]

Trademark	Country	Application No.	Registration No.
ARIA	China	95077162	976002
ARIA	France	95575072	95575072
ARIA	Germany	39524115	39524115
ARIA	Hong Kong	9507158	16871998
ARIA	Italy	MI95C006147	727952
ARIA	Japan	759056	4070457
ARIA	Mexico	236146	532921
ARIA	Spain	1973813	1973813
ARIA	Sweden	9507586	323568
ARIA	United Kingdom	2229083	
ARIA	United States	74616438	2074241
ASPEN	Australia	450977	B450977
ASPEN	Canada	568115	355171
ASPEN	Japan	85393	2140036
ASPEN	New Zealand	173823	173823
ASPEN	Singapore		3817
ASPEN	Switzerland	4963	349114
ASPEN	United States	73489839	1334117
ASPEN BRANCH	Canada	568117	355518
ASPEN BRANCH	Switzerland	4964	349115
ASPEN MAXUM	Canada	568116	361134
ASPEN MAXUM	Switzerland	4965	349116
BRANCH	United States	73615040	1436313
COMPASS TECHNOLOGY INCORPORATED AND DESIGN	United States	74612626	2042650
D.I.A.L.	United States	73723044	1516267
D.I.A.L.	United States	73722791	1520865
MADRIGAL	Benelux	839280	570309
MADRIGAL	United Kingdom	2006806	2006806
MAXUM	United States	75926871	
MESSAGING THAT WORKS FOR YOU	United States	75216657	2388960
OCTEL	Argentina	1958906	
OCTEL	Australia	450981	450981
OCTEL	Australia	450980	A450980
OCTEL	Austria	AM667794	160148
OCTEL	Benelux	839934	571111
OCTEL	Brazil	818427523	818427523
OCTEL	Canada	568111	350314
OCTEL	China	95008195	914415
OCTEL	Colombia	95002422	175819
OCTEL	Denmark	4345	VR199903339
OCTEL	France	94551076	94551076
OCTEL	Germany	395020344	39502034
OCTEL	Hong Kong	9500241	42511996
OCTEL	India	652265	
OCTEL	India	652264	
OCTEL	Ireland	947970	163475
OCTEL	Israel	96367	96367
OCTEL	Italy	95351	722822
OCTEL	Japan	85396	2140038
OCTEL	Korea	9452709	343858
OCTEL	Malaysia	9500410	
OCTEL	Mexico	228473	494456

Trademark	Country	Application No.	Registration No.
OCTEL	New Zealand		173826
OCTEL	Norway	947404	184353
OCTEL	Peru	258616	17497
OCTEL	Philippines	97818	4199599919
OCTEL	Portugal	307517	307517
OCTEL	Singapore	3820/87	382087
OCTEL	South Africa	9500108	9500108
OCTEL	Sweden	9413427	306644
OCTEL	Switzerland	4966	349117
OCTEL	Taiwan	84001006	706831
OCTEL	Thailand	285875	285875
OCTEL	United Kingdom	2006961	2006961
OCTEL	United States	74594890	2000664
OCTEL COMMUNICATIONS	Canada	568114	347222
OCTEL COMMUNICATIONS	Japan	85397	2166460
OCTEL COMMUNICATIONS	New Zealand		173827
OCTEL COMMUNICATIONS	Singapore	382187	382187
OCTEL COMMUNICATIONS	Switzerland	4967	349118
OCTEL DESIGN	United States	74594889	1936996
OCTEL WWW.MESSENGER	United States	75543964	
OCTEL(KATAKANA)	Japan	122786	3300429
OCTELACCESS	United States	78023374	
OCTELDESIGNER	United States	78023375	
OCTELINK	United States	74706046	2204173
OCTELWEB	United States	75543965	
OCTELWEB.COM	United States	75564876	
OFFICE COMPANION	Benelux	837404	565709
OFFICE COMPANION	France	94544544	94544544
OFFICE COMPANION	United Kingdom	2006712	2006712
OVERTURE	Australia	663441	663441
OVERTURE	Brazil	818595949	818595949
OVERTURE	Canada	771213	488169
OVERTURE	China	95071007	975971
OVERTURE	France	95575031	95575031
OVERTURE	Hong Kong	9507018	90281997
OVERTURE	Italy	MI95C005934	727692
OVERTURE	Mexico	234147	514568
OVERTURE	Sweden	9506669	323562
OVERTURE	United Kingdom	2006867	2006867
OVERTURE	United States	74608928	
SERENADE	Australia	663442	663442
SERENADE	Brazil	818595930	818595930
SERENADE	Canada	771214	488127
SERENADE	China	95071008	975972
SERENADE	France	95575032	95575032
SERENADE	Germany	395239044	39523904
SERENADE	Hong Kong	9507017	90271997
SERENADE	Italy	MI95C005935	727693
SERENADE	Mexico	234148	514569
SERENADE	Sweden	9506670	323563
SERENADE	United Kingdom	2006860	2006860
SERENADE	United States	74608929	2274684
SOUND MARK (TONE LOGO)	United States	73438813	1307448
SUITE VOICE	Australia	645580	645580

Trademark	Country	Application No.	Registration No.
SUITE VOICE	Benelux	837403	571605
SUITE VOICE	France	94544543	94544543
SUITE VOICE	Germany	394020073	39402007
SUITE VOICE	United Kingdom	2006707	2006707
THE VOICE OF MESSAGING	United States	75233214	2200975
UNIFIED MESSENGER	Australia	727598	727598
UNIFIED MESSENGER	Benelux	887537	616581
UNIFIED MESSENGER	Brazil	819812889	
UNIFIED MESSENGER	Canada	836015	
UNIFIED MESSENGER	China	970012697	1222902
UNIFIED MESSENGER	European Community	460964	460964
UNIFIED MESSENGER	France	97663092	97663092
UNIFIED MESSENGER	Japan	914069	4171858
UNIFIED MESSENGER	Mexico	286742	559219
UNIFIED MESSENGER	Spain	2073731	2073731
UNIFIED MESSENGER	Taiwan	86006975	803201
UNIFIED MESSENGER	United Kingdom	2123266	2123266
UNIFIED MESSENGER	United States	75148380	2278637
VISUAL MAILBOX	United States	74437225	1944522
VISUAL MESSENGER	United States	75259738	
VMAIL	United Kingdom	1503294	B1503294
VMX	Benelux	660716	394794
VMX	Canada	469191	264749
VMX	France	1246760	1246760
VMX	United States	73312184	1206047
VMX AND DESIGN	Australia	581469	581469
VMX AND DESIGN	Austria	AM326892	149104
VMX AND DESIGN	Benelux	782458	519968
VMX AND DESIGN	Canada	708357	417922
VMX AND DESIGN	Denmark	VA199204627	VR199208959
VMX AND DESIGN	Finland	316592	132860
VMX AND DESIGN	France	92424845	92424845
VMX AND DESIGN	Germany	V235369WZ	2073408
VMX AND DESIGN	Italy	925605	6490086
VMX AND DESIGN	Korea	9218769	282122
VMX AND DESIGN	Mexico	145903	441108
VMX AND DESIGN	Norway	923361	158783
VMX AND DESIGN	Philippines	94521	64322
VMX AND DESIGN	Philippines	94522	64841
VMX AND DESIGN	Philippines	94523	66674
VMX AND DESIGN	Portugal	285167	285167
VMX AND DESIGN	Singapore	649493	T9306494G
VMX AND DESIGN	Spain	1714950	1714950
VMX AND DESIGN	Sweden	9206086	302725
VMX AND DESIGN	Switzerland	497019920	400544
VMX AND DESIGN	Taiwan	82046189	641504
VMX AND DESIGN	Taiwan	82046192	70235
VMX AND DESIGN	Taiwan	82046190	665905
VMX AND DESIGN	Taiwan	82046191	640390
VMX AND DESIGN	United Kingdom	1505511	1505511
VOICE MESSAGE EXCHANGE	United States	73312172	1305727
VOICENET	United States	73379837	1284620
WORKSOLUTIONS	Austria	AM592993	151814
WORKSOLUTIONS	Canada	743309	466201

Trademark	Country	Application No.	Registration No.
WORKSOLUTIONS	China	93122381	794510
WORKSOLUTIONS	Denmark	VA199307811	VR199401188
WORKSOLUTIONS	Finland	5546	139472
WORKSOLUTIONS	France	93495703	93495703
WORKSOLUTIONS	Germany	V246929WZ	2903961
WORKSOLUTIONS	Hong Kong	9313576	B109271995
WORKSOLUTIONS	Italy	T093C002401	00665816
WORKSOLUTIONS	Korea	9345242	321503
WORKSOLUTIONS	Norway	19936042	182553
WORKSOLUTIONS	Portugal	296895N	
WORKSOLUTIONS	Portugal	296896P	296896
WORKSOLUTIONS	Singapore	979393	
WORKSOLUTIONS	Spain	1793169	1793169
WORKSOLUTIONS	Spain	1793170	1793170
WORKSOLUTIONS	Sweden	9311280	300069
WORKSOLUTIONS	Switzerland	12295	414507
WORKSOLUTIONS	Taiwan	82061374	662584
WORKSOLUTIONS	United Kingdom	1555529	1555529
WWW.MESSENGER	United States	75543963	