

09-11-2002

FORM PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)



U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

Tab settings ⇄ ⇄ ⇄

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

1. Name of conveying party(ies):
Cyras Systems, LLC

9.5.02

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other Delaware limited liability company
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and Address of receiving party(ies):
Name: Ciena Corporation
Internal
Address: _____
Street Address: 1201 Winterson Road
City: Linthicum State: MD Zip: 21090

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 Nunc Pro Tunc Assignment
effective May 23, 2002
Execution Date: September 4, 2002

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
75/935,920 - K2

Additional numbers attached? Yes No

B. Trademark registration No.(s)

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

Name: Timothy J. Lyden
Internal Address: Hogan & Hartson LLP

Street Address: 8300 Greensboro Drive
Suite 1100
City: McLean State: VA Zip: 22102

6. Total number of applications and registrations involved: 1

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

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
08-2550
(Attach duplicate copy of this page if paying by deposit account)

09/10/2002 09:10:00
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40.00 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.

Timothy J. Lyden [Signature] September 5, 2002
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 4

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

TRADEMARK ASSIGNMENT

WHEREAS, Cyras Systems, Inc., a Delaware corporation with offices at 47100 Bayside Parkway, Fremont, California 94538 ("Cyras"), is the recorded owner of the trademarks identified on the attached Schedule 1, together with the U.S. federal and other applications and registrations therefor as noted therein (the "Marks");

WHEREAS, on March 30, 2001 Cyras was converted into Cyras Systems, LLC, a Delaware limited liability company with offices at 47100 Bayside Parkway, Fremont, California 94538 (the "Assignor");

WHEREAS, on May 23, 2002, Assignor sold, assigned, and transferred to Ciena Corporation, a Delaware corporation with offices at 1201 Winterson Road, Linthicum, Maryland 21090 (the "Assignee"), all of its right, title, and interest in and to the Marks, including but not limited to the Marks, the applications therefor, and the goodwill symbolized thereby;

WHEREAS, the parties are desirous of ratifying and confirming said sale, assignment and transfer of all right, title and interest in and to said Trademark and the goodwill symbolized thereby; and

WHEREAS, subsequent to Assignee's acquisition of the Marks, Assignor was dissolved.

NOW THEREFORE, for good and valuable consideration paid by Assignee, receipt and sufficiency of which are hereby acknowledged, Assignor has assigned and hereby sells, assigns, transfers, and sets over to Assignee, nunc pro tunc as of May 23, 2002, as its successor-in-interest, the entire right, title, and interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, the same to be held and enjoyed by Assignee and its successors, assigns, and other legal representatives. Assignor further assigns to Assignee all right to sue for and receive all damages accruing from past infringements of the Marks.

This Assignment shall be binding upon the parties, their successors and/or assigns and all others acting by, through, with or under their direction, and all those in privity therewith.

CYRAS SYSTEMS, LLC

By: Joseph R. Chinnici
Name: Joseph R. Chinnici

Former Title: Senior Vice President of Finance
and Chief Financial Officer

Affidavit

The undersigned, being duly sworn, deposes and says that Ciena Corporation acquired the Marks, as defined in the Assignment above, from Cyras Systems, LLC on May 23, 2002; that such assets included, but were not limited to, the Marks, the applications and registrations therefor, and the goodwill of the business symbolized thereby; and that Ciena Corporation is the sole and exclusive owner of the Marks, the applications therefor, and the goodwill symbolized thereby.

CYRAS SYSTEMS, LLC

By: Joseph R. Chinnici
Name: Joseph R. Chinnici

Former Title: Senior Vice President of Finance
and Chief Financial Officer

CIENA CORPORATION

By: Joseph R. Chinnici
Name: Joseph R. Chinnici

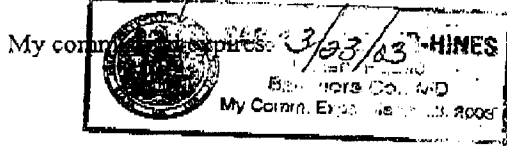
Title: Senior Vice President of Finance
and Chief Financial Officer

ACKNOWLEDGEMENT

STATE OF Maryland)
COUNTY OF ~~Anne Arundel~~) ss
~~BALTIMORE~~

On this 4th day of September, 2002 before me personally appeared Joseph M. Chinnici to me personally known, who, being duly sworn, did say that he/she was the Sen. VP of Finance and CFO of Cyras Systems, LLC and that he/she duly executed the foregoing Assignment and Affidavit for and on behalf of Cyras Systems, LLC being duly authorized to do so and that said individual acknowledged said instrument to be the free act and deed of Assignor.

Carol S. Parker-Hines
Notary Public

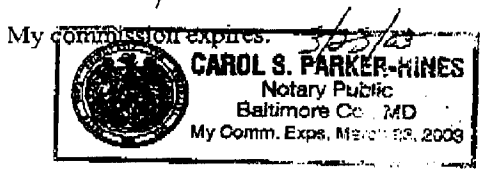


ACKNOWLEDGEMENT

STATE OF Maryland)
COUNTY OF ~~Anne Arundel~~) ss
~~BALTIMORE~~

On this 4th day of September, 2002 before me personally appeared Joseph M. Chinnici to me personally known, who, being duly sworn, did say that he/she is the Sen. VP of Finance and CFO of Ciena Corporation and that he/she duly executed the foregoing Affidavit for and on behalf of Ciena Corporation being duly authorized to do so and that said individual acknowledged said instrument to be the free act and deed of Assignee.

Carol S. Parker-Hines
Notary Public



Schedule 1

List of Trademarks

Country	Mark	Serial No./ Registration No.
Australia	CYRAS	848696
Australia	COMPASS	848745
Brazil	CYRAS (& Design)	82776936
Canada	COMPASS	1073390
Canada	CYRAS	1011047
Canada	CYRAS	1027958
Canada	K2	1073391
China	COMPASS	2000134720
China	CYRAS	2000134716
European Union	COMPASS	1833623
European Union	CYRAS	001141613
European Union	K2	1834316
European Union	KINOPTICS	001249978
Japan	COMPASS	200096032
Japan	CYRAS	200096033
Mexico	COMPASS	564921
Mexico	CYRAS	445813
Mexico	K2	445814
Norway	CYRAS	2000 10410
Singapore	COMPASS	T00/15530J
Singapore	CYRAS	T99/02613I
Singapore	CYRAS	T9903261C
Singapore	CYRAS	T99/09737E
Singapore	CYRAS (& Design)	T99/09736G
Switzerland	CYRAS	481.430
United States	COMPASS	75/935,919
United States	GEAR FOR THE OPTICAL GENERATION	75/935,907
United States	K2	75/935,920
United States	KINOPTICS	75/646,502