

04-04-2003

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Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings



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DEPARTMENT OF COMMERCE I.S. Patent and Trademark Office

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

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

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

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

Execution Date: April 1, 2003

2. Name and address of receiving party(ies)

Name: Avaya Inc Internal 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

OFFICE OF PATENT & TRADEMARKS FINANCE SECTION APR 11 PM 2:41

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

A. Trademark Application No.(s) 741717634

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

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

Name: Kenneth Chan, Esq.

Internal Address: Avaya Inc.

Trademark & Copyright Law Group.

Rm 3C531

Street Address: 211 Mount Airy Road

City: Basking Ridge State: NJ Zip: 07920

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41) \$ 90.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

501601

(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.

Kenneth Chan

Name of Person Signing

[Signature]

Signature

April 1, 2003

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 Patent & Trademarks, Box Assignments Washington, D.C. 20231

04/03/2003 TDIAZ1 00000100 501601 74717634

01 FC:852 40.00 CH 02 FC:852 50.00 CH

SCHEDULE A

Mark	Country	Application No.
OCTEL OVERTURE	United States	74/717634
OPENOVERTURE	United States	75/309491
OVERTURE ACCESS	United States	75/309493

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;

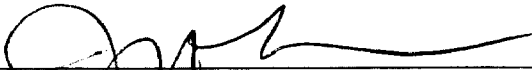
WHEREAS, the Assignor is desirous of transferring and assigning to Assignee, and Assignee is desirous of acquiring from Assignor all of Assignor's rights, title and interest in and to the Assigned Marks set forth in Schedule A attached hereto and all of the goodwill associated therewith.

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 reasonable 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: Justin C. Choi
Title: Vice President and Secretary

AVAYA INC.

By:  _____

Name: Don L. Webber
Title: Assistant Secretary and Vice President

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

I CERTIFY that on this 1ST day of April, 2003, Justin C. Choi personally appeared before me and Justin C. Choi acknowledged under oath, to my satisfaction that:

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

Brenda Miller
Notary Public

[Notarial Seal]

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

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

I CERTIFY that on this 1ST day of APRIL, 2003, Don L. Webber personally appeared before me and Don L. Webber acknowledged under oath, to my satisfaction that:

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

Ann Marie Tedesco
Notary Public

[Notarial Seal]

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

SCHEDULE A

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OCTEL OVERTURE	United States	74/717634
OPENOVERTURE	United States	75/309491
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