

9/16/03

09-25-2003

FORM PTO-1594

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U.S. DEPARTMENT OF COMMERCE

Patent and Trademark Office

(Rev. 03/01)

OMB No. 0651-0027 (exp. 05/31/2002)



102558152

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

1. Name of conveying party(ies):

ONFIBER COMMUNICATIONS, INC.

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

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

3. Nature of conveyance:

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

8/15/03

2. Name and address of receiving party(ies):

Name: Silicon Valley Bank
Internal Address: HA155

Street Address: 3003 Tasman Drive

City: Santa Clara

State: CA

ZIP: 95054

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s)

76/132,372

76/205,660

78/176,881

78/214,161

B. Trademark No.(s)

2,566,623

2,698,346

2,737,274

Additional numbers attached? Yes No

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

Name: Silicon Valley Bank

Internal Address: Loan Documentation HA155

Street Address: 3003 Tasman Dr.

City: Santa Clara

State: Ca

ZIP: 95054

6. Total number of applications and registrations involved: 7

7. Total fee (37 CFR 3.41):

\$ 190.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

(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.

09/24/2003 DBYRNE 00000144 76132372

01 FC:8521 . 40.00 DP

02 FC:8522 150.00 DP

Name of Person Signing

Maibela Arteaga

Signature

Maibela Arteaga

9/9/03
Date

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

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

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

TRADEMARK
REEL: 002830 FRAME: 0659

INTELLECTUAL PROPERTY SECURITY AGREEMENT

This Intellectual Property Security Agreement dated as of the Effective Date (as defined in the Loan Agreement) is between SILICON VALLEY BANK ("Bank") and ONFIBER COMMUNICATIONS, INC. ("Grantor").

RECITALS

A. Bank will make advances to Grantor ("Loans") as described in the Loan and Security Agreement (the "Loan Agreement"), but only if Grantor grants Bank a security interest in its Copyrights, Trademarks, Patents, and Mask Works and other intellectual property (the "Intellectual Property Collateral").

B. Grantor has granted Bank a security interest in all of its right, title and interest, presently existing or later acquired to all the Collateral.

AGREEMENT

Grantor grants Bank a security interest in all of its right, title and interest in its Intellectual Property Collateral (such as the Copyrights, Patents, Trademarks and Mask Works listed on Schedules A, B, C and D), and all proceeds (such as license royalties and proceeds of infringement suits), the right to sue for past, present and future infringements rights throughout the world and all reissues, divisions, continuations, renewals, extensions and continuations-in-part.

This security interest is granted in conjunction with the security interest granted under the Loan Agreement. Bank's rights and remedies in the security interest are in addition to those in the Loan Agreement and the other Loan Documents, and those available in law or equity. Bank's rights powers and interests are cumulative with every right, power or remedy provided here. Bank's exercise of its rights, powers or remedies in this Agreement, the Loan Agreement or any other Loan Document, does not preclude the simultaneous or later exercise of any or all other right, power or remedy.

BANK:

SILICON VALLEY BANK

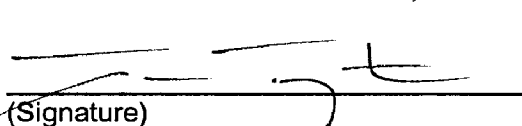


(Signature)

Vice President
(Title)

GRANTOR:

ONFIBER COMMUNICATIONS, INC.



(Signature)

VP - FINANCE
(Title)

EXHIBIT A TO INTELLECTUAL PROPERTY SECURITY AGREEMENT

Copyrights

<u>Description</u>	Registration/Application <u>Number</u>	Registration/Application <u>Date</u>
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None

EXHIBIT B TO INTELLECTUAL PROPERTY SECURITY AGREEMENT

Patents

<u>Description</u>	Registration/Application <u>Number</u>	Registration/Application <u>Date</u>
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EXHIBIT D TO INTELLECTUAL PROPERTY SECURITY AGREEMENT

Mask Works

Description

Registration/Application
Number

Registration/Application
Date

NONE

EXHIBIT C TO INTELLECTUAL PROPERTY SECURITY AGREEMENT

Trademarks

<u>Description</u>	Registration/Application <u>Number</u>	Registration/Application <u>Date</u>
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Status Report con't

J&G Number	Country	Mark Name	Curr Owner	Serial # & Date	Registration # & Date	Status Sub-Status	Comments
63279-00604	United States	ONFIBER	OnFiber Communications, Inc.	76/036711 04/28/2000	2566623 05/07/2002	Registered Issued	
Goods: IN	38	Telecommunications services, namely, transmission of data and voice communications			Assgn/Owner Hist:		
63279-00605	United States	ONFIBER & FIBER COIL DESIGN	OnFiber Communications, Inc.	76/132373 09/19/2000	2698346 03/18/2003	Registered Issued	
Goods: IN	38	Telecommunications services, namely, transmission of data and telephone communications via a fiber optic cable network			Assgn/Owner Hist:		
63279-00606	United States	ONFIBER COMMUNICATIONS	OnFiber Communications, Inc.	75/927588 02/25/2000	2737274 07/15/2003	Registered Issued	
Goods: IN	38	Telecommunications services, namely, transmission of data and voice communications			Assgn/Owner Hist:		
63279-00607	United States	PEEREXCHANGE	OnFiber Communications, Inc.	78/214161 02/12/2003		Filed Office Action	
Goods: IN	35	Providing an on-line forum for the sharing of business-related information between customers of a single network service provider			Assgn/Owner Hist:		
63279-00608	United States	ONFIBER CARRIER SERVICES	OnFiber Communications, Inc.	75/927860 02/25/2000		Inactive Abandoned	
Goods: IN	38	Telecommunications services, namely, transmission of data and voice communications			Assgn/Owner Hist:		

OnFiber Communications, Inc. Trademark Status Report

SORTED BY DOCKET_NUMBER

J&G Number	Country	Mark Name	Curr Owner	Serial # & Date	Registration # & Date	Status Sub-Status	Comments
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OnFiber Communications, Inc.

SORTED BY DOCKET_NUMBER

63279-00601	United States	FIBER COIL DESIGN	OnFiber Communications, Inc.	76/132372 09/19/2000	2709819 04/22/2003	Registered Issued	
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Goods:	IN	38	Telecommunications services, namely, transmission of data and telephone communications via a fiber optic cable network				
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63279-00602	United States	HOMERUN FIBER	OnFiber Communications, Inc.	76/205660 02/06/2001		Filed Opposition Matter	
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Goods:	IN	38	Telecommunications services, namely, transmission of data and voice communications via fiber optic cable networks				
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63279-00603	United States	MODIFIED COIL DESIGN	OnFiber Communications, Inc.	78/176881 10/22/2002		Filed Office Action	
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Goods:	IN	38	Telecommunications services, namely, transmission of data and telephone communications via a fiber optic cable network				
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TRADEMARK

OnFiber Communications, Inc. Patent Status Report

Sorted By DOCKET_NUMBER

J&G Number	Country	Title	Serial # & Date	Patent #	Status Sub-Status	Actions Pending
63279-00701USPT	United States		09/952284 09/12/2001		Filed Published	03/12/2003 Status - Office Action?
63279-00702USC1	United States	METROPOLITAN AREA LOCAL ACCESS SERVICE SYSTEM	09/975474 10/11/2001		Filed Published	04/11/2003 Status - Office Action?
63279-00801WOPT	Patent Cooperation Treaty	METROPOLITAN AREA LOCAL ACCESS SERVICE SYSTEM	US02/28457 09/06/2002		Filed Published	08/16/2003 PCT - Article 19 Amendment 01/12/2004 International Examination Report 02/12/2004 Status - 1 month File Nationally 03/12/2004 30/31 mth National Filing Ext (Chap II)
63279-00802WOPT	Patent Cooperation Treaty	METROPOLITAN AREA LOCAL ACCESS SERVICE SYSTEM	US02/32469 10/10/2002		Filed Published	01/12/2003 Priority document to be filed 03/12/2003 Publication Date 09/04/2003 PCT - Article 19 Amendment 01/12/2004 International Examination Report 02/12/2004 Status - 1 month File Nationally 03/12/2004 30/31 mth National Filing Ext (Chap II)

METROPOLITAN AREA LOCAL ACCESS SERVICE SYSTEM