

FORM PTO-1594 (Rev. 3/01) **RECORDATION FORM COVER SHEET** U.S. DEPARTMENT OF COMMERCE U. S. Patent and Trademark Office

TRADEMARKS ONLY

OMB No. 0651-0027 (exp. 5/31/2002)

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

<p>1. Name of conveying party(ies):</p> <p>ADC Services Fulfillment, Inc.</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association</p> <p><input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership</p> <p><input checked="" type="checkbox"/> Corporation – Minnesota</p> <p><input type="checkbox"/> Other</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies):</p> <p>Name: ADC Broadband Access Systems, Inc.</p> <p>Internal Address:</p> <p>Street Address: 13625 Technology Drive</p> <p>City: Eden Prairie State: MN ZIP: 55344</p> <p><input type="checkbox"/> Individual(s) citizenship</p> <p><input type="checkbox"/> Association</p> <p><input type="checkbox"/> General Partnership</p> <p><input type="checkbox"/> Limited Partnership</p> <p><input checked="" type="checkbox"/> Corporation - State Minnesota</p> <p><input type="checkbox"/> Other</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached. <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment)</p> <p>Additional name(s) of receiving party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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<p>3. Nature of conveyance:</p> <p><input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger</p> <p><input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name</p> <p><input type="checkbox"/> Other</p> <p>Execution Date(s): June 29, 2004</p>	
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<p>4. Application number(s) or trademark number(s):</p> <p>A. Trademark Application No(s).</p> <p>76/006,451</p>	<p>B. Trademark No(s)</p> <p>2,229,623</p> <p>2,620,113</p> <p>2,620,114</p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: Barbara A. Wrigley</p> <p>Internal Address: 3300 Plaza VII Building</p> <p>Street Address: 45 South Seventh Street</p> <p>City: Minneapolis State: MN ZIP: 55402</p> <p>Our File No.: 2509-85</p>	<p>6. Total number of applications and registrations involved: 4</p> <p>7. Total Fee (37 CFR 3.41) \$160.00.</p> <p><input type="checkbox"/> Enclosed</p> <p><input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p><input checked="" type="checkbox"/> Authorized to charge any underpayment or credit any overpayment to deposit account.</p> <p>8. Deposit account number:</p> <p>50-1901</p> <p>(Attach duplicate copy of this page if paying by deposit account.)</p>
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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.

Barbara A. Wrigley  7/1/04

Name of Person Signing Signature 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, P.O. Box 1450
 Alexandria, VA 22313-1450

CH \$160.00 501901 76006451

TRADEMARK ASSIGNMENT AGREEMENT

This assignment is made effective as of June 29, 2004 between ADC Services Fulfillment, Inc. and ADC Broadband Access Systems, Inc.

For good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged;

ADC Services Fulfillment, Inc., a corporation of the state of Minnesota, having an office and place of business at 13625 Technology Drive, Eden Prairie, Minnesota ("Assignor"), hereby sells, assigns and transfers and agrees to sell, assign and transfer unto:

ADC Broadband Access Systems, Inc., a corporation of the state of Minnesota, having an office and place of business at 13625 Technology Drive, Eden Prairie, Minnesota ("Assignee");

as Assignee, and to its successors, assigns and legal representatives, the entire right, title and interest in and to the trademarks identified on Exhibit A hereto, including any and all common law rights, all United States, state, or foreign registrations thereof and all pending applications therefor, all trade name rights and service name rights, together with all of the goodwill of the business pertaining to such marks, the portion of the Assignor's business to which the mark pertains, said business being ongoing and existing, and any and all claims for damages that it might have at law or in equity for past infringement in said trademarks and the right to sue for and collect the same for Assignee's own use and benefit.

Assignor further agrees that, should additional or further documentation of the assignment be required for whatever reason, Assignor will, without further consideration, provide or execute such other information or documents as may be necessary upon Assignee's reasonable request.

[Signature Page Follows]

IN WITNESS WHEREOF, the parties have caused this assignment agreement to be duly executed as of the date and the year set forth herein.

ADC SERVICES FULFILLMENT, INC.

ADC BROADBAND ACCESS SYSTEMS, INC.

By G. J. Feenady

By G. J. Feenady

Its Director

Its Director

Date June 29, 2004

Date June 29, 2004

[Signature Page to Trademark Assignment Agreement]

EXHIBIT A
REGISTERED INTELLECTUAL PROPERTY
U.S. Trademarks

Mark	Serial No.	Reg. No.
FASTFLOW ASP	76/006,451	
FASTFLOW & DESIGN (Original)	75/323,758	2,229,623
FASTFLOW & DESIGN (Revised)	76/187,601	2,620,113
FASTFLOW	76/187,845	2,620,114