

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
NEXTG NETWORKS, INC.		01/10/2007	CORPORATION: DELAWARE
NEXTG NETWORKS OF CALIFORNIA, INC.		01/10/2007	CORPORATION: DELAWARE
NEXTG NETWORKS OF NY, INC.		01/10/2007	CORPORATION: DELAWARE
NEXTG NETWORKS OF ILLINOIS, INC.		01/10/2007	CORPORATION: DELAWARE
NEXTG NETWORKS ATLANTIC, INC.		01/10/2007	CORPORATION: VIRGINIA

RECEIVING PARTY DATA

Name:	UNITED COMMERCIAL BANK
Street Address:	5201 Great American Parkway
Internal Address:	#300
City:	Santa Clara
State/Country:	CALIFORNIA
Postal Code:	95054
Entity Type:	CORPORATION: CALIFORNIA

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Registration Number:	3133914	3USE
Registration Number:	2976791	NEXTG NETWORKS

CORRESPONDENCE DATA

Fax Number: (858)550-6420
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 858-550-6403
 Email: erin.obrien@cooley.com
 Correspondent Name: Erin O'Brien
 Address Line 1: c/o Cooley Godward Kronish LLP

CH \$65.00 3133914

Address Line 2: 4401 Eastgate Mall
Address Line 4: San Diego, CALIFORNIA 92121

ATTORNEY DOCKET NUMBER:	305945-125 NEXTG
NAME OF SUBMITTER:	Erin O'Brien
Signature:	/Erin O'Brien/
Date:	01/14/2008

Total Attachments: 6
source=NextG signed IPSA#page1.tif
source=NextG signed IPSA#page2.tif
source=NextG signed IPSA#page3.tif
source=NextG signed IPSA#page4.tif
source=NextG signed IPSA#page5.tif
source=NextG signed IPSA#page6.tif

INTELLECTUAL PROPERTY SECURITY AGREEMENT

THIS INTELLECTUAL PROPERTY SECURITY AGREEMENT (this "Security Agreement") is entered into as of January 10, 2008 (the "Effective Date") by and among UNITED COMMERCIAL BANK ("Agent") and NEXTG NETWORKS, INC., a Delaware corporation, NEXTG NETWORKS OF CALIFORNIA, INC., a Delaware corporation, NEXTG NETWORKS OF NY, INC., a Delaware corporation, NEXTG NETWORKS OF ILLINOIS, INC., a Delaware corporation, and NEXTG NETWORKS ATLANTIC, INC., a Virginia corporation (each, individually, as a "Grantor" and collectively, as the "Grantors").

RECITALS

Grantors and Bank are parties to that certain Loan and Security Agreement dated as of the Effective Date (as amended from time to time, the "Loan Agreement"). Capitalized terms used but not defined herein have the meaning assigned in the Loan Agreement.

Each Grantor agrees as follows:

AGREEMENT

To secure performance of Grantors' obligations under the Loan Agreement, each Grantor grants to Agent a security interest in all of Grantor's right, title, and interest in Grantor's intellectual property, whether presently existing or hereafter acquired (including, without limitation, those Copyrights, Patents, and Trademarks listed on Schedules A, B, and C to this Security Agreement), including, without limitation, all proceeds thereof (such as, without limitation, license royalties and proceeds of infringement suits). This security interest is granted in conjunction with the security interest granted to Agent in the Loan Agreement. Each right, power, and remedy of Agent provided for in this Security Agreement shall not preclude the simultaneous or later exercise by Agent of any or all other rights, powers, or remedies.

The parties have caused this Intellectual Property Security Agreement to be duly executed as of the Effective Date.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK.]




The parties have caused this Intellectual Property Security Agreement to be duly executed as of the Effective Date.

Address of Grantors:


2216 O'Toole Avenue
San Jose, CA 95311
Attention: General Counsel

NEXTG NETWORKS, INC.



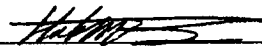
Hab Siam
General Counsel & Corporate Secretary

NEXTG NETWORKS OF CALIFORNIA, INC.




Hab Siam
General Counsel & Corporate Secretary

NEXTG NETWORKS OF NY, INC.




Hab Siam
General Counsel & Corporate Secretary

NEXTG NETWORKS OF ILLINOIS, INC.



Hab Siam
General Counsel & Corporate Secretary

NEXTG NETWORKS ATLANTIC, INC.

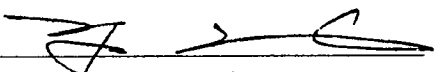


Hab Siam
General Counsel & Corporate Secretary

Address of Agent:

5201 Great America Parkway, #300
Santa Clara, CA 95054-1140
Attn: Yu-Fu Lin

UNITED COMMERCIAL BANK

By: 

Title: VP & Relationship Manager

EXHIBIT A

Copyrights

Title	Registration Number	Registration Date
--------------	----------------------------	--------------------------

EXHIBIT B**Patents**

Description	Application Number	Application Date	Patent Number	Issue Date
Distributed matrix switch	10/980,055	11/02/04	7,205,864	04/17/07
Method and apparatus for multiplexing in a wireless infrastructure	10/012,264	11/05/01	7,127,175	10/24/06
Method and apparatus for multiplexing in a wireless infrastructure	10/012,246	11/05/01	6,826,164	11/30/04
Method and apparatus for multiplexing in a wireless infrastructure	10/012,208	11/05/01	6,826,163	11/30/04
Telecommunications system	10/243,838	09/16/02	6,731,880	05/04/04
Telecommunications system simultaneously receiving and modulating an optical system	09/051,147	04/02/98	6,525,855	02/25/03
Communications system	08/607,199	02/26/96	5,682,256	10/28/97
Transducer	08/051,949	04/26/93	5,949,564	09/07/99
Method and apparatus for multiplexing in a wireless infrastructure	11/001,685	11/30/04		
Communications system and method	10/978,501	11/01/04		
Wireless signal distribution system and method	10/969,294	10/19/04		
Resilient switch	10/956,261	09/30/04		
Optical fiber communications method and system without a remote electrical power supply	10/821,590	04/09/04		
Wireless networks frequency reuse distance reduction	11/123,571	05/05/05		
Method and apparatus for multiplexing in a wireless infrastructure	11/001,670	11/30/04		
Distributed wireless network employing utility poles and optical signal distribution	10/313,927	12/05/02		
Methods and systems employing receive diversity in distributed cellular antenna applications	10/117,433	04/04/02		



INTERNATIONAL GRANTED PATENTS

1. TELECOMMUNICATIONS SYSTEM SIMULTANEOUSLY RECEIVING AND MODULATING AN OPTICAL SIGNAL

Corresponding to U.S. Patent Nos. 6,525,855 and 6,731,880

Country	Patent No.
Australia	717824
Canada	2,253,413
Great Britain	2327164
Korea	555996
New Zealand	332463
Singapore	60421

2. AN OPTOELECTRIC TRANSDUCER

Corresponding to U.S. Patent No. 5,949,564

Country	Patent No.
Canada	2,156,429
Great Britain	687400
Japan	3597531

3. COMMUNICATIONS SYSTEM

Corresponding to U.S. Patent No. 5,682,256

Country	Patent No.
Canada	2,002,295
Germany	68914287T2
France	0444067
Great Britain	0444067
Japan	2956981
New Zealand	231332

4. METHOD AND APPARATUS FOR MULTIPLEXING IN A WIRELESS COMMUNICATION INFRASTRUCTURE

No corresponding U.S. Patent

Country	Patent No.
Great Britain	2,377,591
Great Britain	2,385,751
Great Britain	2,386,037



EXHIBIT C

Trademarks

<u>Description</u>	<u>Serial / Registration Number</u>	<u>Application /Registration Date</u>
3USE NEXTG NETWORKS	3,133,914 2,976,791	08/22/06 07/26/05

676319 v2/HN

