

TO:HOWARD RICE NEMEROVSKI CANADY FALK & RAB COMPANY:3 EMBARCADERO CENTER, 7TH

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

05/05/2009
900133412

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	SECURITY INTEREST
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CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Capella Photonics, Inc.		05/01/2008	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Silicon Valley Bank
Street Address:	3003 Tasman Drive
City:	Santa Clara
State/Country:	CALIFORNIA
Postal Code:	95054
Entity Type:	CORPORATION: <i>CALIFORNIA</i>

Name:	Raymond H. Bingham
Street Address:	228 Hamilton Avenue, 2nd Floor
City:	Palo Alto
State/Country:	CALIFORNIA
Postal Code:	94301
Entity Type:	INDIVIDUAL: <i>UNITED STATES OF AMERICA</i>

Name:	Black Diamond Ventures XIV, LLC.
Street Address:	450 N. Brand Avenue, #620
City:	Glendale
State/Country:	CALIFORNIA
Postal Code:	91203
Entity Type:	LIMITED LIABILITY COMPANY: <i>CALIFORNIA</i>

Name:	Donald L. Lucas, SUCC TTEE Donald L. Lucas Profit Sharing Trust DTD 1/1/84
Street Address:	3000 Sand Hill Road, Suite 3-210
City:	Menlo Park
State/Country:	CALIFORNIA
Postal Code:	94025

CH \$40.00 76516216

TO:HOWARD RICE NEMEROVSKI CANADY FALK & RAB COMPANY:3 EMBARCADERO CENTER, 7TH

Entity Type: TRUST: CALIFORNIA

Name:	Donald L. Lucas, TTEE Donald L. and Lygia Lucas Trust DTD 12/3/84
Street Address:	3000 Sand Hill Road, Suite 3-210
City:	Menlo Park
State/Country:	CALIFORNIA
Postal Code:	94025
Entity Type:	TRUST: CALIFORNIA

Name:	Lucas Venture Group 1, LLC
Street Address:	2440 Sand Hill Road, Suite 100
City:	Menlo Park
State/Country:	CALIFORNIA
Postal Code:	94025
Entity Type:	LIMITED LIABILITY COMPANY: CALIFORNIA

Name:	The Lucas Brothers Foundation
Street Address:	3000 Sand Hill Road, Suite 3-210
City:	Menlo Park
State/Country:	CALIFORNIA
Postal Code:	94025
Entity Type:	FOUNDATION: CALIFORNIA

Name:	Brendan Joseph Cassin and Isabel B. Cassin, Trustees of the Cassin Family Trust U/D/T Dated 1/31/98
Street Address:	3000 Sand Hill Road, Suite 3-210
City:	Menlo Park
State/Country:	CALIFORNIA
Postal Code:	94025
Entity Type:	TRUST: CALIFORNIA

Name:	Cassin Family Partners, A California Limited Partnership
Street Address:	3000 Sand Hill Road, Suite 3-210
City:	Menlo Park
State/Country:	CALIFORNIA
Postal Code:	94025
Entity Type:	LIMITED LIABILITY COMPANY: CALIFORNIA

Name:	Robert S. Cassin Charitable Trust UTA Dated 2/20/97
Street Address:	3000 Sand Hill Road, Suite 3-210

PO:HOWARD RICE NEMEROVSKI CANADY FALK & RAB COMPANY:3 EMBARCADERO CENTER, 7TH

City:	Menlo Park
State/Country:	CALIFORNIA
Postal Code:	94025
Entity Type:	TRUST: CALIFORNIA

Name:	Levensohn Venture Partners III Annex Fund, L.P.
Street Address:	260 Townsend Street, Suite 600
City:	San Francisco
State/Country:	CALIFORNIA
Postal Code:	94107
Entity Type:	LIMITED PARTNERSHIP: DELAWARE

Name:	Levensohn Venture Partners III
Street Address:	260 Townsend Street, Suite 600
City:	San Francisco
State/Country:	CALIFORNIA
Postal Code:	94107
Entity Type:	LIMITED PARTNERSHIP: DELAWARE

Name:	LVP III Associates Fund, L.P.
Street Address:	260 Townsend Street, Suite 600
City:	San Francisco
State/Country:	CALIFORNIA
Postal Code:	94107
Entity Type:	LIMITED PARTNERSHIP: DELAWARE

Name:	Saints Capital Falcon, L.P.
Street Address:	475 Sansome Street, Suite 1850
City:	San Francisco
State/Country:	CALIFORNIA
Postal Code:	94107
Entity Type:	LIMITED PARTNERSHIP: DELAWARE

Name:	Rustic Canyon Ventures, SBIC, LP
Street Address:	203 Redwood Shores Pwy, Suite #450
City:	Redwood Shores
State/Country:	CALIFORNIA
Postal Code:	94065
Entity Type:	LIMITED PARTNERSHIP: DELAWARE

TO: HOWARD RICE NEMEROVSKI CANADY FALK & RAB COMPANY: 3 EMBARCADERO CENTER, 7TH

Name:	Bert L. Zaccaria
Street Address:	14205 N. Gallery Place
City:	Marana
State/Country:	ARIZONA
Postal Code:	85658
Entity Type:	INDIVIDUAL: UNITED STATES OF AMERICA

Name:	Brendan Joseph Cassin, Trustees of the Cassin 1997 Charitable Trust UTA Dated 1/28/97
Street Address:	3000 Sand Hill Road, Suite 3-210
City:	Menlo Park
State/Country:	CALIFORNIA
Postal Code:	94025
Entity Type:	TRUST: CALIFORNIA

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Serial Number:	76516216	WAVEPATH

CORRESPONDENCE DATA

Fax Number: (415)217-5910
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 4154341600
 Email: trademark@howardrice.com
 Correspondent Name: HOWARD RICE NEMEROVSKI CANADY FALK & RAB
 Address Line 1: 3 Embarcadero Center, 7th Fl.
 Address Line 2: attn: Stacie S. Jeong, Esq.
 Address Line 4: San Francisco, CALIFORNIA 94111-4024

ATTORNEY DOCKET NUMBER:	17213.0007
NAME OF SUBMITTER:	Stacie S. Jeong
Signature:	/SSJ_dch/
Date:	06/05/2009

Total Attachments: 11
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TO: HOWARD RICE NEMEROVSKI CANADY FALK & RAB COMPANY: 3 EMBARCADERO CENTER, 7TH

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TO: HOWARD RICE NEMEROVSKI CANADY FALK & RAB COMPANY: 3 EMBARCADERO CENTER, 7TH



UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional]
Dawn Marie Taylor 415.677.3470

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (1a or 1b) - do not abbreviate or combine names

1a. ORGANIZATION'S NAME CAPELLA PHOTONICS, INC.					
OR	1b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX
1c. MAILING ADDRESS 5390 Hellyer Avenue			CITY San Jose	STATE CA	POSTAL CODE 95138
1d. SEE INSTRUCTIONS		ADDL. INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION Corporation	1f. JURISDICTION OF ORGANIZATION Delaware	1g. ORGANIZATIONAL ID #, if any 3331046

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (2a or 2b) - do not abbreviate or combine names

2a. ORGANIZATION'S NAME					
OR	2b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX
2c. MAILING ADDRESS			CITY	STATE	POSTAL CODE
2d. SEE INSTRUCTIONS		ADDL. INFO RE ORGANIZATION DEBTOR	2e. TYPE OF ORGANIZATION	2f. JURISDICTION OF ORGANIZATION	2g. ORGANIZATIONAL ID #, if any

3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGNOR(S)) - insert only one secured party name (3a or 3b)

3a. ORGANIZATION'S NAME					
OR	3b. INDIVIDUAL'S LAST NAME BINGHAM		FIRST NAME H.	MIDDLE NAME RAYMOND	SUFFIX
3c. MAILING ADDRESS 228 HAMILTON AVE., 2ND FLOOR			CITY PALO ALTO	STATE CA	POSTAL CODE 94301

4. This FINANCING STATEMENT covers the following collateral:
A security interest in all of Debtor's right, title and interest in, to and under the intellectual property it owns, pursuant to that certain Intellectual Property Security Agreement ("IP Agreement") made as of the 1st day of May, 2009 by and among Debtor and certain "Investor Leaders" as that term is defined therein, and as further described in EXHIBIT 1 attached hereto and made a part hereof.

5. ALTERNATIVE DESIGNATION (if applicable)	LESSEE/LESSOR	CONSIGNEE/CONSIGNOR	BAILEE/BAILOC	SELLER/BUYER	AG. LIEN	NON-UCC FILING
6. THIS FINANCING STATEMENT is to be filed (or recorded) in the REAL ESTATE RECORDS - Attach Addendum	7. Check to REQUEST SEARCH REPORT (S) on Debtor(s) (Additional Fee)	ALL DEBTORS	Debtor 1	Debtor 2		

8. OPTIONAL FILER REFERENCE DATA
DE SOS

TO: HOWARD RICE NEMEROVSKI CANADY FALK & RAB COMPANY: 3 EMBARCADERO CENTER, 7TH

UCC FINANCING STATEMENT ADDITIONAL PARTY

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

19. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT		
19a. ORGANIZATION'S NAME		
CAPELLA PHOTONICS, INC.		
OR	19b. INDIVIDUAL'S LAST NAME	FIRST NAME
		MIDDLE NAME, SUFFIX

20. MISCELLANEOUS:

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

21. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only org name (21a or 21b) - do not abbreviate or combine names

21a. ORGANIZATION'S NAME			
OR	21b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME
			SUFFIX
21c. MAILING ADDRESS		CITY	STATE
			POSTAL CODE
			COUNTRY
21d. SEE INSTRUCTIONS	ADDITIONAL INFO RE ORGANIZATION DEBTOR	21e. TYPE OF ORGANIZATION	21f. JURISDICTION OF ORGANIZATION
			21g. ORGANIZATIONAL ID #, if any
			<input type="checkbox"/> NONE

22. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only org name (22a or 22b) - do not abbreviate or combine names

22a. ORGANIZATION'S NAME			
OR	22b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME
			SUFFIX
22c. MAILING ADDRESS		CITY	STATE
			POSTAL CODE
			COUNTRY
22d. SEE INSTRUCTIONS	ADDITIONAL INFO RE ORGANIZATION DEBTOR	22e. TYPE OF ORGANIZATION	22f. JURISDICTION OF ORGANIZATION
			22g. ORGANIZATIONAL ID #, if any
			<input type="checkbox"/> NONE

23. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only org name (23a or 23b) - do not abbreviate or combine names

23a. ORGANIZATION'S NAME			
OR	23b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME
			SUFFIX
23c. MAILING ADDRESS		CITY	STATE
			POSTAL CODE
			COUNTRY
23d. SEE INSTRUCTIONS	ADDITIONAL INFO RE ORGANIZATION DEBTOR	23e. TYPE OF ORGANIZATION	23f. JURISDICTION OF ORGANIZATION
			23g. ORGANIZATIONAL ID #, if any
			<input type="checkbox"/> NONE

24. ADDITIONAL SECURED PARTY'S NAME (or Name of TOTAL ASSIGNEE) - insert only org name (24a or 24b)

24a. ORGANIZATION'S NAME			
BLACK DIAMOND VENTURES XIV, LLC			
OR	24b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME
			SUFFIX
24c. MAILING ADDRESS		CITY	STATE
			POSTAL CODE
			COUNTRY
450 N. BRAND BLVD., #620		GLENDALE	CA
			91203
			USA

25. ADDITIONAL SECURED PARTY'S NAME (or Name of TOTAL ASSIGNEE) - insert only org name (25a or 25b)

25a. ORGANIZATION'S NAME			
DONALD L. LUCAS, SUCC TTEE DONALD L. LUCAS PROFIT SHARING TRUST DTD 1/1/84			
OR	25b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME
			SUFFIX
25c. MAILING ADDRESS		CITY	STATE
			POSTAL CODE
			COUNTRY
3000 SAND HILL ROAD, SUITE 3-210		MENLO PARK	CA
			94025

FILING OFFICE COPY - UCC FINANCING STATEMENT ADDITIONAL PARTY (FORM UCC1AP) (REV. 05/22/02)

TRADEMARK

REEL: 003995 FRAME: 0172

TO:HOWARD RICE NEMEROVSKI CANADY FALK & RAB COMPANY:3 EMBARCADERO CENTER, 7TH

UCC FINANCING STATEMENT ADDITIONAL PARTY

FOLLOW INSTRUCTIONS (from and back) CAREFULLY

19. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT

19a. ORGANIZATION'S NAME
CAPELLA PHOTONICS, INC.

OR

19b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

20. MISCELLANEOUS:

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

21. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (21a or 21b) - do not abbreviate or combine names

21a. ORGANIZATION'S NAME

OR

21b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

21c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

21d. SEE INSTRUCTIONS ADDL INFO RE ORGANIZATION DEBTOR 21e. TYPE OF ORGANIZATION 21f. JURISDICTION OF ORGANIZATION 21g. ORGANIZATIONAL ID #, if any NONE

22. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (22a or 22b) - do not abbreviate or combine names

22a. ORGANIZATION'S NAME

OR

22b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

22c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

22d. SEE INSTRUCTIONS ADDL INFO RE ORGANIZATION DEBTOR 22e. TYPE OF ORGANIZATION 22f. JURISDICTION OF ORGANIZATION 22g. ORGANIZATIONAL ID #, if any NONE

23. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (23a or 23b) - do not abbreviate or combine names

23a. ORGANIZATION'S NAME

OR

23b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

23c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

23d. SEE INSTRUCTIONS ADDL INFO RE ORGANIZATION DEBTOR 23e. TYPE OF ORGANIZATION 23f. JURISDICTION OF ORGANIZATION 23g. ORGANIZATIONAL ID #, if any NONE

24. ADDITIONAL SECURED PARTY'S NAME (or Name of TOTAL ASSIGNEE) - insert only one name (24a or 24b)

24a. ORGANIZATION'S NAME

OR

24b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX
DONALD L. LUCAS, TRUSTEE, DONALD L. AND LYGIA S. LUCAS TRUST DTD 12/3/84

24c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
3000 SAND HILL ROAD, SUITE 3-210 MENLO PARK CA 94025 USA

25. ADDITIONAL SECURED PARTY'S NAME (or Name of TOTAL ASSIGNEE) - insert only one name (25a or 25b)

25a. ORGANIZATION'S NAME

OR

25b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX
LUCAS VENTURE GROUP I, LLC

25c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
2440 SAND HILL ROAD, SUITE 100 MENLO PARK CA 94025

FILING OFFICE COPY — UCC FINANCING STATEMENT ADDITIONAL PARTY (FORM UCC-1AP) (REV. 05/22/02)

TO: HOWARD RICE NEMEROVSKI CANADY FALK & RAB COMPANY: 3 EMBARCADERO CENTER, 7TH

UCC FINANCING STATEMENT ADDITIONAL PARTY

FOLLOW INSTRUCTIONS (front and back) CAREFULLY.

19. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT

19a. ORGANIZATION'S NAME
CAPILLA PHOTONICS, INC.

OR
 19b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

20. MISCELLANEOUS:

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

21. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (21a or 21b) - do not abbreviate or combine names

21a. ORGANIZATION'S NAME

OR
 21b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

21c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

21d. SEE INSTRUCTIONS ADDL INFO RE ORGANIZATION DEBTOR 21e. TYPE OF ORGANIZATION 21f. JURISDICTION OF ORGANIZATION 21g. ORGANIZATIONAL ID #, if any NONE

22. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (22a or 22b) - do not abbreviate or combine names

22a. ORGANIZATION'S NAME

OR
 22b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

22c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

22d. SEE INSTRUCTIONS ADDL INFO RE ORGANIZATION DEBTOR 22e. TYPE OF ORGANIZATION 22f. JURISDICTION OF ORGANIZATION 22g. ORGANIZATIONAL ID #, if any NONE

23. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (23a or 23b) - do not abbreviate or combine names

23a. ORGANIZATION'S NAME

OR
 23b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

23c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

23d. SEE INSTRUCTIONS ADDL INFO RE ORGANIZATION DEBTOR 23e. TYPE OF ORGANIZATION 23f. JURISDICTION OF ORGANIZATION 23g. ORGANIZATIONAL ID #, if any NONE

24. ADDITIONAL SECURED PARTY'S NAME (or Name of TOTAL ASSIGNEE) - insert only one name (24a or 24b)

24a. ORGANIZATION'S NAME
THE LUCAS BROTHERS FOUNDATION

OR
 24b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

24c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
3000 SAND HILL ROAD, SUITE 3-210 MENLO PARK CA 94025 USA

25. ADDITIONAL SECURED PARTY'S NAME (or Name of TOTAL ASSIGNEE) - insert only one name (25a or 25b)

25a. ORGANIZATION'S NAME
BRENDAN JOSEPH CASSIN AND ISABEL B. CASSIN, TRUSTEES OF THE CASSIN FAMILY TRUST U/D/T DATED 1/31/96

OR
 25b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

25c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
3000 SAND HILL ROAD, SUITE 3-210 MENLO PARK CA 94025

FILING OFFICE COPY — UCC FINANCING STATEMENT ADDITIONAL PARTY (FORM UCC1AP) (REV. 05/22/02)

TO:HOWARD RICE NEMEROVSKI CANADY FALK & RAB COMPANY:3 EMBARCADERO CENTER, 7TH

UCC FINANCING STATEMENT ADDITIONAL PARTY

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

19. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT

19a. ORGANIZATION'S NAME
OR **CAPILLA PHOTONICS, INC.**

19b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

20. MISCELLANEOUS:

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

21. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (21a or 21b) - do not abbreviate or combine names

21a. ORGANIZATION'S NAME

OR

21b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

21c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

21d. SEE INSTRUCTIONS ADDL INFO RE ORGANIZATION DEBTOR 21e. TYPE OF ORGANIZATION 21f. JURISDICTION OF ORGANIZATION 21g. ORGANIZATIONAL ID #, if any NONE

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22a. ORGANIZATION'S NAME

OR

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23b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

23c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

23d. SEE INSTRUCTIONS ADDL INFO RE ORGANIZATION DEBTOR 23e. TYPE OF ORGANIZATION 23f. JURISDICTION OF ORGANIZATION 23g. ORGANIZATIONAL ID #, if any NONE

24. ADDITIONAL SECURED PARTY'S NAME (or Name of TOTAL ASSIGNEE) - insert only one name (24a or 24b)

24a. ORGANIZATION'S NAME
CASSIN FAMILY PARTNERS, A CALIFORNIA LIMITED PARTNERSHIP

OR

24b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

24c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
3000 SAND HILL ROAD, SUITE 3-210 MENLO PARK CA 94025 USA

25. ADDITIONAL SECURED PARTY'S NAME (or Name of TOTAL ASSIGNEE) - insert only one name (25a or 25b)

25a. ORGANIZATION'S NAME
ROBERT S. CASSIN CHARITABLE TRUST UTA DATED 2/20/97

OR

25b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

25c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
3000 SAND HILL ROAD, SUITE 3-210 MENLO PARK CA 94025

FILING OFFICE COPY — UCC FINANCING STATEMENT ADDITIONAL PARTY (FORM UCC1AP) (REV. 05/22/02)

USPTO

5/6/2009 7:18:15 PM PAGE 14/019 FAX 061V01

TO:HOWARD RICE NEMEROVSKI CANADY FALK & RAB COMPANY:3 EMBARCADERO CENTER, 7TH

UCC FINANCING STATEMENT ADDITIONAL PARTY

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

19. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT

19a. ORGANIZATION'S NAME
CAPELLA PHOTONICS, INC.

OR

19b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME, SUFFIX

20. MISCELLANEOUS:

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21. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (21a or 21b) - do not abbreviate or combine names

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21c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

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OR

23b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

23c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

23d. SEE INSTRUCTIONS ADDL. INFO RE ORGANIZATION DEBTOR 23e. TYPE OF ORGANIZATION 23f. JURISDICTION OF ORGANIZATION 23g. ORGANIZATIONAL ID #, if any NONE

24. ADDITIONAL SECURED PARTY'S NAME (or Name of TOTAL ASSIGNEE) - insert only one name (24a or 24b)

24a. ORGANIZATION'S NAME
LEVENSOHN VENTURE PARTNERS III ANNEX FUND, L.P.

OR

24b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

24c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
260 TOWNSEND STREET, SUITE 600 SAN FRANCISCO CA 94107 USA

25. ADDITIONAL SECURED PARTY'S NAME (or Name of TOTAL ASSIGNEE) - insert only one name (25a or 25b)

25a. ORGANIZATION'S NAME
LEVENSOHN VENTURE PARTNERS III, L.P.

OR

25b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

25c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
260 TOWNSEND STREET, SUITE 600 SAN FRANCISCO CA 94107

FILING OFFICE COPY - UCC FINANCING STATEMENT ADDITIONAL PARTY (FORM UCC1AP) (REV. 05/22/07)

USPTO

5/6/2009 7:18:15 PM PAGE 15/019 FAX SERVER

NO:HOWARD RICE NEMEROVSKI CANADY FALK & RAB COMPANY:3 EMBARCADERO CENTER, 7TH

UCC FINANCING STATEMENT ADDITIONAL PARTY

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

19. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT

19a. ORGANIZATION'S NAME CAPELLA PHOTONICS, INC.			
OR	19b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME/SUFFIX

20. MISCELLANEOUS:

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21. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (21a or 21b) - do not abbreviate or combine names

21a. ORGANIZATION'S NAME					
OR	21b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
21c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY
21d. SEE INSTRUCTIONS	ADDL INFO RE ORGANIZATION DEBTOR	21e. TYPE OF ORGANIZATION	21f. JURISDICTION OF ORGANIZATION	21g. ORGANIZATIONAL ID #, if any	<input type="checkbox"/> NONE

22. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (22a or 22b) - do not abbreviate or combine names

22a. ORGANIZATION'S NAME					
OR	22b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
22c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY
22d. SEE INSTRUCTIONS	ADDL INFO RE ORGANIZATION DEBTOR	22e. TYPE OF ORGANIZATION	22f. JURISDICTION OF ORGANIZATION	22g. ORGANIZATIONAL ID #, if any	<input type="checkbox"/> NONE

23. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (23a or 23b) - do not abbreviate or combine names

23a. ORGANIZATION'S NAME					
OR	23b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
23c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY
23d. SEE INSTRUCTIONS	ADDL INFO RE ORGANIZATION DEBTOR	23e. TYPE OF ORGANIZATION	23f. JURISDICTION OF ORGANIZATION	23g. ORGANIZATIONAL ID #, if any	<input type="checkbox"/> NONE

24. ADDITIONAL SECURED PARTY'S NAME (or Name of TOTAL ASSIGNEE) - insert only one name (24a or 24b)

24a. ORGANIZATION'S NAME LVP III ASSOCIATES FUND, L.P.					
OR	24b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
24c. MAILING ADDRESS 260 TOWNSEND STREET, SUITE 600		CITY SAN FRANCISCO	STATE CA	POSTAL CODE 94107	COUNTRY USA

25. ADDITIONAL SECURED PARTY'S NAME (or Name of TOTAL ASSIGNEE) - insert only one name (25a or 25b)

25a. ORGANIZATION'S NAME SAINTS CAPITAL FALCON, L.P.					
OR	25b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
25c. MAILING ADDRESS 475 SANSOME STREET, SUITE 1850		CITY SAN FRANCISCO	STATE CA	POSTAL CODE 94111	COUNTRY

FILING OFFICE COPY - UCC FINANCING STATEMENT ADDITIONAL PARTY (FORM UCC1AP) (REV. 05/22/02)

TRADEMARK

REEL: 003995 FRAME: 0177

TO: HOWARD RICE NEMEROVSKI CANADY FALK & RAB COMPANY; 3 EMBARCADERO CENTER, 7TH

UCC FINANCING STATEMENT ADDITIONAL PARTY

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

19. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT

19a. ORGANIZATION'S NAME
CAPELLA PHOTONICS, INC.

OR

19b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

20. MISCELLANEOUS:

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

21. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (21a or 21b) - do not abbreviate or combine names

21a. ORGANIZATION'S NAME

OR

21b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

21c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

21d. SEE INSTRUCTIONS ADDL INFO RE ORGANIZATION DEBTOR 21e. TYPE OF ORGANIZATION 21f. JURISDICTION OF ORGANIZATION 21g. ORGANIZATIONAL ID #, if any NONE

22. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (22a or 22b) - do not abbreviate or combine names

22a. ORGANIZATION'S NAME

OR

22b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

22c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

22d. SEE INSTRUCTIONS ADDL INFO RE ORGANIZATION DEBTOR 22e. TYPE OF ORGANIZATION 22f. JURISDICTION OF ORGANIZATION 22g. ORGANIZATIONAL ID #, if any NONE

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23a. ORGANIZATION'S NAME

OR

23b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

23c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

23d. SEE INSTRUCTIONS ADDL INFO RE ORGANIZATION DEBTOR 23e. TYPE OF ORGANIZATION 23f. JURISDICTION OF ORGANIZATION 23g. ORGANIZATIONAL ID #, if any NONE

24. ADDITIONAL SECURED PARTY'S NAME (or Name of TOTAL ASSIGNEE) - insert only one name (24a or 24b)

24a. ORGANIZATION'S NAME
RUSTIC CANYON VENTURES, SBIC, LP

OR

24b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

24c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
203 REDWOOD SHORES PWY, SUITE #450 REDWOOD SHORES CA 94065 USA

25. ADDITIONAL SECURED PARTY'S NAME (or Name of TOTAL ASSIGNEE) - insert only one name (25a or 25b)

25a. ORGANIZATION'S NAME

OR

25b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX
ZACCARIA BERT L

25c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
14205 N. GALLERY PLACE MARANA AZ 85658

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USPTO

5/6/2009 7:18:15 PM PAGE 17/019 FAX DELIVER

TO:HOWARD RICE NEMEROVSKI CANADY FALK & RAB COMPANY:3 EMBARCADERO CENTER, 7TH

UCC FINANCING STATEMENT ADDITIONAL PARTY

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

19. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT

19a. ORGANIZATION'S NAME
CAPILLA PHOTONICS, INC.

OR

19b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

20. MISCELLANEOUS:

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

21. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (21a or 21b) - do not abbreviate or combine names

21a. ORGANIZATION'S NAME

OR

21b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

21c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

21d. SEE INSTRUCTIONS ADDL INFO RE ORGANIZATION DEBTOR 21e. TYPE OF ORGANIZATION 21f. JURISDICTION OF ORGANIZATION 21g. ORGANIZATIONAL ID #, if any NONE

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23a. ORGANIZATION'S NAME

OR

23b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

23c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

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24. ADDITIONAL SECURED PARTY'S NAME (or Name of TOTAL ASSIGNEE) - insert only one name (24a or 24b)

24a. ORGANIZATION'S NAME

OR

24b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

24c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

3000 SAND HILL ROAD, SUITE 3-210 MENLO PARK CA 94025 USA

25. ADDITIONAL SECURED PARTY'S NAME (or Name of TOTAL ASSIGNEE) - insert only one name (25a or 25b)

25a. ORGANIZATION'S NAME

OR

25b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

25c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

FILING OFFICE COPY - UCC FINANCING STATEMENT ADDITIONAL PARTY (FORM UCC1AP) (REV. 05/22/02)

NO: HOWARD RICE NEMEROVSKI CANADY FALK & RAB COMPANY: 3 EMBARCADERO CENTER, 7TH

**EXHIBIT 1
TO UCC FINANCING STATEMENT**

NAME OF DEBTOR: CAPELLA PHOTONICS, INC.

CONTINUATION OF ITEM 4: DESCRIPTION OF COLLATERAL:

all of Grantor's right, title and interest in, to and under the intellectual property it owns (all of which shall collectively be called the "Intellectual Property Collateral"), including, without limitation, the following to the extent owned by Grantor:

(a) Any and all copyright rights, copyright applications, copyright registrations and like protections in each work of authorship and derivative work thereof, whether published or unpublished and whether or not the same also constitutes a trade secret, now or hereafter existing, created, acquired or held, (collectively, the "Copyrights");

(b) Any and all trade secrets, and any and all intellectual property rights in computer software and computer software products now or hereafter existing, created, acquired or held;

(c) Any and all design rights that may be available to Grantor now or hereafter existing, created, acquired or held;

(d) All patents, patent applications and like protections including, without limitation, improvements, divisions, continuations, renewals, reissues, extensions and continuations-in-part of the same, including without limitation the patents and patent applications set forth on Exhibit A attached hereto (collectively, the "Patents");

(e) Any trademark and servicemark rights, whether registered or not, applications to register and registrations of the same and like protections, and the entire goodwill of the business of Grantor connected with and symbolized by such trademarks, including without limitation those set forth on Exhibit B attached hereto (collectively, the "Trademarks");

(f) All mask works or similar rights available for the protection of semiconductor chips, now owned or hereafter acquired, including without limitation those set forth on Exhibit C attached hereto (collectively, the "Mask Works");

(g) Any and all claims for damages by way of past, present and future infringements of any of the rights included above, with the right, but not the obligation, to sue for and collect such damages for said use or infringement of the intellectual property rights identified above;

(h) All licenses or other rights to use any of the Copyrights, Patents, Trademarks, or Mask Works and all license fees and royalties arising from such use to the extent permitted by such license or rights;

(i) All amendments, extensions, renewals and extensions of any of the Copyrights, Trademarks, Patents, or Mask Works; and

(j) All proceeds and products of the foregoing, including without limitation all payments under insurance or any indemnity or warranty payable in respect of any of the foregoing.

Notwithstanding anything to the contrary in the foregoing, the Collateral shall exclude such and other agreements as explicitly prohibit Borrower from granting a security interest therein.

USPTO

5/6/2009 7:18:15 PM PAGE 19/019 FAX 061401

TO:HOWARD RICE NEMEROVSKI CANADY FALK & RAB COMPANY:3 EMBARCADERO CENTER, 7TH

EXHIBIT "B"

TRADEMARKS

TRADEMARK DESCRIPTION	COUNTRY	SERIAL NO.	REG. NO	STATUS
(Int'l Class: 9) Dynamically reconfigurable wavelength switching fiber optic subsystem comprised primarily of diffraction gratings, optical lenses, micro electro mechanical systems (mems) mirrors and integrated electronic circuit chips	US	76-516216	3064095	Registered 2/28/2006

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