

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
Calix, Inc.		07/29/2013	CORPORATION:
RECEIVING PARTY DATA			
Name:	Bank of America, N.A., as Administrative Agent		
Street Address:	315 Montgomery St., 13th Floor		
City:	San Francisco		
State/Country:	CALIFORNIA		
Postal Code:	94104		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 11			
Property Type	Number	Word Mark	
Registration Number:	2707608		
Registration Number:	2789178	CALIX	
Registration Number:	3303025	C7	
Registration Number:	4064466	E3	
Registration Number:	3802134	E5	
Registration Number:	3839295	E7	
Registration Number:	4151481	B6	
Registration Number:	2861195	OCCAM	
Registration Number:	1356286	OCCAM	
Registration Number:	1357966	OCCAM	
Registration Number:	2865612	OCCAM NETWORKS	
CORRESPONDENCE DATA			
Fax Number:	2149813400		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent</i>			

CH \$290.00 2707608

via US Mail.

Phone: 214-981-3483
Email: dclark@sidley.com
Correspondent Name: Dusan Clark, Esq.
Address Line 1: Sidley Austin LLP
Address Line 2: 717 N. Harwood St., Suite 3400
Address Line 4: Dallas, TEXAS 75201

ATTORNEY DOCKET NUMBER:	27729-38810
NAME OF SUBMITTER:	Dusan Clark
Signature:	/Dusan Clark/
Date:	07/29/2013

Total Attachments: 4

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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

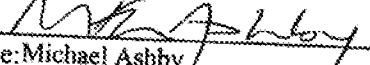
Please be advised that pursuant to the Security and Pledge Agreement dated as of July 29, 2013 (as amended, modified, extended, restated, renewed, replaced, or supplemented from time to time, the "Agreement") and among from time to time party thereto (each a "Grantor" and collectively, the "Grantors") and Bank of America, N.A., as administrative agent (the "Administrative Agent") for the Secured Parties referenced therein, the undersigned Grantor has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications shown on Schedule I attached hereto to the Administrative Agent for the ratable benefit of the Secured Parties.

The undersigned Grantor and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (a) may only be terminated in accordance with the terms of the Agreement and (b) is not to be construed as an assignment of any trademark or trademark application.

[Signature page follows]

Very truly yours,

CALIX, INC.

By: 

Name: Michael Ashby

Title: Executive Vice President & Chief Financial Officer

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By: _____

Name: _____

Title: _____

Signature page to Notice of Grant of Security Interest in Trademarks

TRADEMARK

REEL: 005080 FRAME: 0722

Very truly yours,

CALIX, INC.

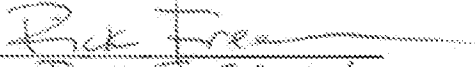
By: _____

Name: _____

Title: _____

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By: 

Name: RICK FREEMAN

Title: SVP

Signature page to Notice of Grant of Security Interest in Trademarks

US TRADEMARKS

<u>Description</u>	<u>Registration number</u>	<u>Registration Date</u>
LOGO DESIGN	2707608	4/15/2003
CALIX	2789178	12/2/2003
C7	3303025	10/2/2007
E3	4064466	11/29/2011
E5	3802134	6/15/2010
E7	3839295	8/24/2010
B6	4151481	5/29/2012
OCCAM	2861195	7/6/2004
OCCAM (CLASS 9)	1356286	8/27/1985
OCCAM (CLASS 16)	1357966	9/3/1985
OCCAM NETWORKS	2865612	7/20/2004

[Notice of Grant of Security Interest in Trademarks]