

**MEMORANDUM OF UNDERSTANDING BETWEEN THE OFDM FORUM
AND THE ALLIANCE FOR TELECOMMUNICATIONS INDUSTRY
SOLUTIONS**

Made effective this 17th day of December, 2001.

This MEMORANDUM OF UNDERSTANDING is entered into by the OFDM Forum ("OFDM Forum") and the Alliance for Telecommunications Industry Solutions ("ATIS").

The OFDM Forum is a market development association comprised of hardware manufacturers, software firms, telecommunications companies and other users interested in Orthogonal Frequency Division Multiplexing (OFDM) technology in wireless applications. Founded in December 1999, the OFDM Forum was established to promote a single, compatible global OFDM standard for cost-effective, high-speed wireless networks on a variety of devices.

ATIS is a member company organization that promotes the timely resolution of national and international issues involving telecommunications standards and the development of operational guidelines. ATIS sponsors various forums and committees that focus on work in the areas of network interconnection standards, number portability, improved data transmission, wireless communications, critical network infrastructure, Internet telephony, toll-free access, and the ordering, billing and provisioning of services.

This MEMORANDUM OF UNDERSTANDING is intended to: (i) establish a relationship between the OFDM Forum and ATIS; (ii) encourage the promotion of each parties' respective organization, as appropriate; and (iii) support further cooperation between the OFDM Forum and ATIS where the work of each organization has relevance to the work of the other organization. This Agreement is understood by the parties to be **non-binding**.

1. PROMOTION

The OFDM Forum and ATIS will endeavor to promote the other party's organization where appropriate and germane to the mission of the promoting party through the following, but not exclusive, means:

- i. Participation in speaking events at various OFDM Forum and ATIS events. The OFDM Forum will initially provide a presentation and speaker to introduce the OFDM Forum and describe OFDM technology for ATIS' Info-Sync program.

- ii. Promotion of one another's websites via links on each other's home page. Web site linking agreements and licenses to utilize the other party's logo(s) may be entered into separately from this Memorandum of Understanding.
- iii. Advertising of events to the other party's organization via email, mail, or website notification. This Memorandum of Understanding does not provide for the exchange of member or contact list information but, rather, anticipates the distribution of event notifications of one party by the other party to its own member or contact lists. All member or other contact information will remain the respective property of ATIS and the OFDM Forum.

2. PUBLICITY

The parties will advise each other and obtain the other party's approval in advance of any public statements which they propose to make in respect of the relationship contemplated hereby.

3. EXPENSES

Each party will be responsible for its own costs and expenses incurred in connection with the preparation and negotiation of this Memorandum of Understanding and any other agreements or activities contemplated hereby.

OFDM FORUM

Per:



Peter W. Nurse
Executive Director

ALLIANCE FOR TELECOMMUNICATIONS INDUSTRY SOLUTIONS

Per:



Susan Miller
President & CEO