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UNITED STATES DISTRICT COURT

NORTHERN DISTRICT OF CALIFORNIA

SAN FRANCISCO DIVISION

CALIX NETWORKS, INC., a Delaware Corporation,

Plaintiff,

vs.

WI-LAN, INC., a Canadian Corporation,

Defendant.

Case No. 09-6038 CRB

STIPULATION AND [PROPOSED] ORDER EXTENDING PATENT RULE DEADLINES

[Civ. L.R. 6-2 & 7-12]

Pursuant to Civil Local Rules 6-2 and 7-12, Plaintiff Calix, Inc. ("Calix") and Defendant Wi-Lan, Inc. ("Wi-Lan"), by and through their respective undersigned counsel, hereby stipulate to and request the Court as follows:

1. On October 29, 2010, Wi-LAN and Calix filed a Joint Case Management Statement (Docket No. 78). In the Joint Case Management Statement, the parties agreed to various deadlines, including:

Deadline for parties to comply with Patent L.R.4-2(a) (exchange of Preliminary Claim Construction & Identification of Extrinsic Evidence)	March 21, 2011
Deadline for parties to comply with Patent L.R. 4-3 (file Joint Claim Construction & Prehearing Statement)	May 16, 2011
Deadline for parties to comply with Patent L.R. 4-4 (complete all discovery relating to Claim Construction)	June 15, 2011

2. On November 5, 2010, this Court subsequently held a Case Management Conference and set the claim construction hearing date to August 11, 2011 and tutorial date to August 9, 2011. *See* Minutes dated Nov. 5, 2010 (Docket No. 79).

3. On March 18, 2011, the Parties filed a Stipulation and (Proposed) Order Extending Patent Rule Deadlines (Docket No. 87) extending the time in which to comply with Patent L.R.4-2(a) and Patent L.R.4-3 to April 21, 2011 and June 1, 2011, respectively. The parties had requested that extension based on ongoing settlement discussions. On March 22, 2001, the Court granted the stipulation (Docket No. 88).

4. On April 19, 2011, the Parties filed a second Stipulation and Proposed Order Extending Patent Rule Deadlines (Docket No. 91) extending the time in which to comply with Patent L.R.4-2(a), Patent L.R.4-3, and Patent L.R. 4-4 to May 24, 2011, June 15, 2011, and June 29, 2011, respectively. On April 20, 2011, the Court granted the stipulation (Docket No. 92).

5. The parties have now signed a binding term sheet and are working toward finalizing a definitive settlement agreement. Accordingly, the parties believe that a further continuance of the deadlines set forth herein would facilitate the settlement process and allow the parties additional

time to resolve this matter. Thus, the parties jointly agree and request that the deadlines set forth herein should be continued. Accordingly, the parties hereby stipulate to and propose the following deadlines:

Deadline for parties to comply with Patent L.R.4-2(a) (exchange of Preliminary Claim Construction & Identification of Extrinsic Evidence)	June 15, 2011
Deadline for parties to comply with Patent L.R. 4-3 (file Joint Claim Construction & Prehearing Statement)	June 29, 2011
Deadline for parties to comply with Patent L.R. 4-4 (complete all discovery relating to Claim Construction)	July 6, 2011

6. The continuances requested herein will not affect any other deadlines set by the Court, including the date presently scheduled for the Claim Construction hearing.

7. Pursuant to Civil L.R. 6-2(a)(1)-(3), this stipulated request is accompanied by the Declaration of William R. Overend setting forth (a) the reasons for the requested rescheduling; (b) all previous time modifications in the case; and (c) the effect of the requested rescheduling.

IT IS SO STIPULATED.

Respectfully submitted,

DATED: May 23, 2011. REED SMITH LLP

By */s/ William R. Overend*
William R. Overend
Attorneys for Plaintiff
Calix Networks, Inc.

DATED: May 23, 2011. MCKOOL SMITH, P.C.

By */s/ Michael G. McManus*
Michael G. McManus (*pro hac vice*)
Attorneys for Defendant
Wi-LAN, Inc.

SIGNATURE ATTESTATION

I hereby attest that I have obtained the concurrence in the filing of this document for any signatures on this document indicated by a "conformed" signature (/s/) and I have on file records to support this concurrence for subsequent production for the Court if so ordered or for inspection upon request.

DATED: May 23, 2011.

REED SMITH LLP

By */s/ William R. Overend*
William R. Overend
Attorneys for Plaintiff
Calix Networks, Inc.

ORDER

PURSUANT TO STIPULATION, IT IS SO ORDERED.

Dated: May 24, 2011

Honorable Charles R. Breyer
United States District Judge