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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office
6-7-01



FORM PTO-1594
1-31-92

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.
Box Assignment, Washington, DC 20231

<p>1. Name of conveying party(ies): CLEARFOREST CORP.</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State - DELAWARE <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies): Name: <u>CLEARFOREST LTD.</u></p> <p>Internal Address: _____</p> <p>Street Address: <u>6 YONI NETANYAHU STREET</u></p> <p>City <u>OR YEHUDA, ISRAEL 60376</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State <u>ISRAEL</u> <input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No (Designation must be a separate document from Assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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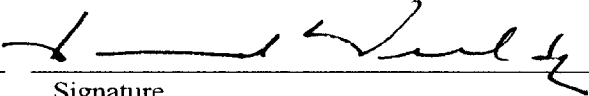
<p>3. Nature of conveyance:</p> <p><input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>APRIL 11, 2001</u></p>	<p> 06-07-2001 U.S. Patent & TMO/TM Mail Rpt. Dt. #40</p>
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<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s) <u>76/151575</u> <u>SEE SCHEDULE A ATTACHED</u></p>	<p>B. Trademark registration No.(s) _____</p> <p>Additional numbers attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p>
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<p>5. Name and address of party to whom correspondence concerning document should be mailed: PENNIE & EDMONDS LLP 1155 Avenue of the Americas New York, NY 10036</p> <p>Attn.: <u>Patricia Vega</u></p> <p>File No.: <u>10544-016-999</u></p>	<p>6. Total number of applications and registrations involved: <u>6</u></p> <p>7. Total fee (37 CFR 3.41):.....\$ <u>165.00</u></p> <p>Please charge to the deposit account listed in Section 8.</p> <p>8. Deposit account number: <u>16-1150</u></p>
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DO NOT USE THIS SPACE

9. Statement and signature.
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

David Weild III, Esq.  June 7, 2001
Name of Person Signing Reg. No. Signature Date

Total number of pages comprising cover sheet: 3

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignment
Washington, D.C. 20231

SCHEDULE A

<u>TRADEMARK</u>	<u>SER. NO.</u>	<u>FILE DATE</u>
CLEARFOREST	76-151,575	10/23/00
KNOWLEDGE YOUR WAY	76-151,576	10/23/00
CLEARRESEARCH	76-151-577	10/23/00
CLEARSTUDIO	76/151,578	10/23/00
CLEARSTIGHT	76/151,596	10/23/00
Miscellaneous Design	76-151,598	10/23/00

NY2 - 1187387.1

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE
TRADEMARK EXAMINING OPERATION

Applicant: CLEARFOREST LTD.
Serial No.: 76/151575
Filing Date: October 23, 2000
Mark: CLEARFOREST

10544-016-999

Assistant Commissioner for Trademarks
2900 Crystal Drive
Arlington, Virginia 22202-3513

Sir:

APPOINTMENT OF DOMESTIC REPRESENTATIVE

Pennie & Edmonds LLP, located at 1155 Avenue of the Americas, New York, New York 10036, is hereby designated as applicant's representative on whom notice or process in proceedings affecting the above identified mark may be served.

Dated: 25 May, 2001

Respectfully submitted,

CLEARFOREST LTD.

By: 

Name: RONEN FELDMAN

Title: PRESIDENT

ASSIGNMENT

WHEREAS, **CLEARFOREST CORP.**, a corporation organized and existing under the laws of the State of Delaware, United States of America, with a principal place of business at One World Trade Center, Suite 4769, New York, New York 10048 ("Assignor"), is the owner of the trademarks and applications therefor in the United States Patent and Trademark Office as set forth in **Schedule A** attached hereto together with the goodwill of the business connected with and symbolized by said trademarks; and

WHEREAS, **CLEARFOREST LTD.**, a corporation organized and existing under the laws of Israel, with a principal place of business at 6 Yoni Netanyahu Street, Or Yehuda, Israel 60376 ("Assignee"), is desirous of acquiring said trademarks and applications therefor together with the goodwill of the business connected with and symbolized by said trademarks;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, the Assignor does hereby sell and assign unto the Assignee all right, title and interest in and to said trademarks and applications therefor as set forth in **Schedule A** attached hereto, together with the goodwill of the business connected with and symbolized by said trademarks and together with all the rights for recovery, damages and profits for past infringements, if any.

IN WITNESS WHEREOF, the Assignor has caused this instrument to be executed by its duly authorized corporate officer this 11th day of APRIL, 2001.

By: Ronen Feldman

Name: Ronen Feldman

Title: President & Chief Scientist

NY2 - 1187387.1