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VENABLE, BAETJER, HOWARD & ...  
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06-03-1999



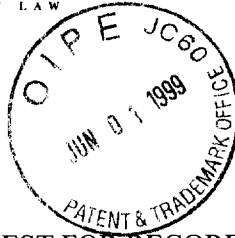
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VENABLE  
ATTORNEYS AT LAW

HONORABLE ASSISTANT COMMISSIONER  
OF PATENTS  
WASHINGTON, D.C. 20231



BOX ASSIGNMENT

Att'y Dkt. No. 29114-127714  
(Formerly TACTI 4665.01)

REQUEST FOR RECORDING AND COVER SHEET UNDER 37 C.F.R. §§ 3.28 AND 3.31

Please record the attached original document.

1. Name of parties conveying the interest:

Avi SIVAN  
Prem RAMCHANDANI

2. Name and address of party receiving the interest:

TACTICA INTERNATIONAL, INC.  
350 Fifth Avenue  
Suite 7418  
New York, New York 10118

3. Description of the interest conveyed or transaction to be recorded:

Assignment     Other:

4. Application Number: To Be Assigned.

5. Address correspondence concerning this request to: VENABLE, P.O. Box 34385, Washington, D.C. 20043-9998.

6. Number of Applications, Patents or Registrations and total fee:

Patents: 1 patent rights @ \$40 ..... Total: \$ 40.00

If a greater or lesser fee is required, please charge or credit Deposit Account No. 19-3700 accordingly, and notify the undersigned.

7. Date of execution of document: May 27, 1997.

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

Date: June 1, 1999

06/02/1999 DNGUYEN 00000272 AVI SIVAN

01 FC:581

40.00 DP

Catherine M. Voorhees  
Registration No. 33,074

ASSIGNMENT OF APPLICATION FOR UNITED STATES PATENT

WHEREAS Avi Sivan and Prem Ramchandani hereinafter (collectively) referred to as the assignor, has invented a new and original design relating to CELLULITE MASSAGE SYSTEM

for which said assignor has caused an application for a United States Patent to be prepared,

[X] the inventor's declaration for said application being executed concurrently with the execution of this instrument; said application to be filed in the U.S. Patent and Trademark Office;

[ ] said application having been filed in the U.S. Patent and Trademark Office on \_\_\_\_\_ and given Application No. \_\_\_\_\_;

[ ] said application having been filed under the Patent Cooperation Treaty on \_\_\_\_\_ and given Application No. \_\_\_\_\_, the United States of America having been designated.

AND WHEREAS TACTICA INTERNATIONAL, INC of 350 Fifth Avenue, Suite 7418; New York, NY 10118, hereinafter referred to as the assignee, is desirous of acquiring the entire right, title and interest in and to said application, including any divisions and continuations thereof, and in and to said invention and any patents which may be granted therefor, including any renewals, reissues and prolongations thereof;

NOW THIS WITNESSETH, that for and in consideration of One Dollar (\$1.00), and other good and valuable consideration paid by said assignee to said assignor, the receipt of which is hereby acknowledged, said assignor hereby assigns, sells and transfers to said assignee, and said assignee's successors and assigns, the entire and exclusive right, title and interest in and to said invention and to said application, including any divisions and continuations thereof, and in any patents which may be granted therefor, including any renewals, reissues and prolongations thereof; said assignee, and said assignee's successors and assigns, to have, hold, exercise and enjoy the said invention and said application, including any divisions and continuations thereof, and any patents which may be granted therefor, including any renewals, reissues and prolongations thereof, with all the rights, powers, privileges and advantages in anywise arising from or appertaining thereto, for and during the term or terms of any such patents when granted, including any renewals, reissues and prolongations thereof, for the use and benefit of said assignee, and said assignee's successors and assigns, in as ample and beneficial a manner as the said assignor might or could have held and enjoyed the same, if this assignment had not been made.

AND said assignor hereby agrees to perform, upon the request of said assignee, or said assignee's successors or assigns, any acts relating to the obtaining or to the asserting of said patents, including any renewals, reissues and prolongations thereof.

AND said assignor authorizes and requests the Commissioner of Patents and Trademarks to issue a Patent on said application, and on any divisions and continuations thereof, to said assignee, and said assignee's successors and assigns, in accordance herewith.

EXECUTED, this 27<sup>th</sup> day of MAY, 1999.

ASSIGNOR:

WITNESS:

Signature: [Handwritten Signature]
Name:
Address:

Signature:
Name:
Address:

EXECUTED, this 27<sup>th</sup> day of MAY, 1999.

ASSIGNOR:

WITNESS:

Signature: [Handwritten Signature]
Name:
Address:

Signature:
Name:
Address: