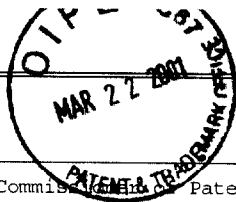


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Fortress U & T Ltd.

Name: M-Systems Flash Disk Pioneers Ltd.

Additional name(s) of conveying party(ies) attached?
 Yes No

Internal Address:

3. Nature of conveyance:

- Assignment
- Security Agreement
- Merger
- Change of Name
- Other

Street Address: 7 Atir Yeda Street
City: Kfar Saba 44425, Israel

Additional name(s) & address(es) attached? Yes No

Execution Date: December 20, 2000.

4. Application number(s) or patent number(s): 08/930,755

If this document is being filed together with a new application, the execution date of The application is: .

A. Patent Application No.(s) 08/930,755 B. Patent No.(s)

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Ronit Gillon
Internal Address: BROWN & WOOD LLP

Street Address: One World Trade Center
54th Floor

City: NEW YORK State: N.Y. Zip: 10048-0557

6. Total number of applications and patents involved..... 1

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ASSIGNMENT

In consideration of the sum of one dollar (\$1.00) and other good and valuable consideration,

FORTRESS U & T LTD.
P.O.B. 10072
Beer Sheva 84001
ISRAEL

(hereinafter the Assignor) agrees to assign and hereby does assign, transfer and set over to

M-Systems Flash Disk Pioneers Ltd.
7 Atir Yeda Street
Kfar Saba 44425
ISRAEL

(hereinafter the Assignee) its entire right, title and interest in the invention as fully set forth and described in

U.S. PATENT APPLICATION NO. 08/930,755

and all applications for patent and any Letters Patent which may be granted therefor in the USA and throughout the world together with the entire right, title and interest in and to said application, any and all divisional or continuation applications thereof, and any and all Letters Patent which may issue or be re-issued for said inventions to the end of the term for which each said Letters Patent may be granted. Assignor hereby authorizes the issuance of any and all Letters Patent resulting from said applications or any division or divisions or continuing applications thereof to the said Assignee as the Assignee of the entire right, title and interest in and to the same, for the use and benefit of said Assignee, its successors, assigns or legal representatives, and hereby covenants that it has full right to convey the interest herein assigned, and that it has not executed and will not execute any agreement in conflict herewith.

And Assignor, on behalf of itself, its representatives and administrators, hereby covenants and agrees to do all such lawful acts and things and to execute without further consideration such further lawful assignments, documents, assurances,



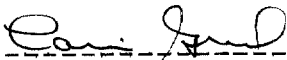
- 2 -

applications and other instruments as may reasonably be required by said Assignee, its successors, assigns or legal representatives, to obtain any and all Letters Patent for said invention and vest the same in said Assignee, its successors, assigns, or legal representatives.

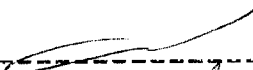
Signed this 20th day of December , 2000

Assignor
FORTRESS U & T LTD.

Accepted
Assignee
M-Systems Flash Disk Pioneers Ltd.



By: Carmi GRESSEL
Title: Eng. Mgr. & V.P.



By: Menachem Lerman
Title: VP R&D