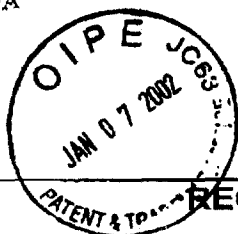


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Vladimir Sherman

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Signature

December 4, 2001

Date

ASSIGNMENT

In consideration of One Dollar (\$1.00), and other good and valuable considerations, the Receipt of which is hereby acknowledged, I the undersigned, GOTTESMAN, Asaf residing at 86 Hahoresht Street, Kfar Shmaryahu 46910, Israel; BOBROVSKY, Udi residing at P. O. Box 65 Kiryat Netfim 46815, Israel

Hereby sell, assign and transfer to A.G. Imaginations Ltd., located at c/o Portman Consultants International Limited, The Mall Office Complex, Level 7, The Mall St., Floriana VLT 16, Malta its successors, assigns and legal representatives, the entire right, title and interest for all countries, in and to any and all inventions which are disclosed and claimed, and as possessed by the undersigned, any and all inventions which are disclosed but not claimed in the application for United States Patent U.S. Serial No. 09/859,376 filed May 18, 2001 and is entitled

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and in and to said application and all divisional, continuing, substitute, renewal, reissue, and all other applications for U.S. Letters Patent or other related property rights in any and all foreign countries which have been or shall be filed on any of said inventions disclosed in said application; and in and to all original and reissued patents or related foreign documents which have been or shall be issued on said inventions;

Authorize and request the Commissioner of Patents of the United States to issue to said Assignee, the corporation above named, its successors, assigns and legal representatives, in accordance with this assignment, any and all United States Letters Patent on said inventions or any of them disclosed in said application;

Agree that said Assignee may apply for and receive foreign Letters Patent or rights of any other kind for said inventions, or any of them; and may claim, in applications for said foreign Letters Patent or other rights, the priority of the aforesaid United States patent application under the provisions of the International Convention of 1883 and later modifications thereof, under the Patent Cooperation Treaty, under the European Patent Convention or under any other available international agreement; and that, when requested, without charge to, but at the expense of, said Assignee, its successors, assigns and legal representatives, to carry out in good faith the intent and purpose of this assignment, the under-signed or the undersigned's executors or administrators will, for the United States and all foreign countries, execute all divisional, continuing, substitute, renewal, reissue, and all other patent applications or other documents on any and all said inventions; execute all rightful oaths, assignments, powers of attorney and other papers;

communicate to said Assignee, its successors, assigns and representatives, all facts known and documents available to the undersigned relating to said inventions and the history thereof; testify in all legal proceedings; and generally do everything possible which said Assignee, its successors, assigns or representatives shall consider desirable for aiding in securing, maintaining and enforcing proper patent protection for said inventions and for vesting title to said inventions and all applications for patents or related foreign rights and all patents on said inventions, in said Assignee, its successors, assigns and legal representatives; and

COVENANT with said Assignee, its successors, assigns and legal representatives that no assignment, grant, mortgage, license or other agreement affecting the rights and property herein conveyed has been made to others by the undersigned, and that full right to convey the same as herein expressed is possessed by the undersigned.

Date: X 4.11.2001
 Witness: X Orna Marton [Signature]
X 17 Haprachim St. [Name]
X Kfar Shmaryahu Israel [Address]

X Asaf Gottesman [L.S.]
 GOTTESMAN, Asaf

Date: X 4.11.2001
 Witness: X Orna Marton [Signature]
X 17 Haprachim St. [Name]
X Kfar Shmaryahu Israel [Address]

X Udi Bobrovsky [L.S.]
 BOBROVSKY, Udi

Date: 4.11.2001
 Witness: Ahuf Klapanda [Signature]
Begula Gafa [Name]
[Signature] [Address]

_____[L.S.]

Date: _____
 Witness: _____ [Signature]
 _____ [Name]
 _____ [Address]

_____[L.S.]