

11-12-2002

Form PTO-595
(Rev. 03/01)

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Tab setting

102277473

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Shlomo Berliner
Alan Bensky
Reuven Amsalem
Gil Sever
Daniel Aljadeff

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

2. Name and address of receiving party(ies)

Name: Bluesoft, Inc.

Internal Address: _____

Street Address: 1450 Fashion Island Blvd.
Suite 510

City: San Mateo State: CA Zip: 94404

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

3 Nature of conveyance:

10-29-02

Assignment Merger
 Security Agreement Change of Name

Other CORRECTIVE TO CORRECT ASSIGNMENT
PREVIOUSLY RECORDED AT REAL/FAME
013130/0063

Execution Date: April 7, 2002

4. Application number(s) or patent number(s):

If this document is being filed together with a new application, the execution date of the application is: 04-02-2002

A. Patent Application No.(s)

10/137,954

B. Patent No.(s)

Additional numbers attached? Yes No

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

Name: WEISS & MOY, P.C.

Internal Address: _____

11/12/2002 TDI A21 00000026 10137954

01 FC:021 40.00 CH

Street Address: 4204 North Brown Avenue

City: Scottsdale State: Arizona Zip: 85251-3914

6. Total number of applications and patents involved: 1

7. Total fee (37 CFR 3.41).....\$ _____

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Jeffrey D. Moy

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Signature

October 23, 2002

Date

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Shlomo Berliner
Alan Bensky
Reuven Amsalem
Gil Sever
Dani Aljadeff
Additional name(s) of conveying party(ies) attached? Yes No

7.29.02

2. Name and address of receiving party(ies)
Name: BLUESOFT INC.
Internal Address: _____

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Street Address: 1450 Fashion Island Blvd.
Suite 510

Execution Date: April 7, 2002

City: San Mateo State: CA Zip: 94404
Additional name(s) & address(es) attached? Yes No

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10/137954

B. Patent No.(s)
Additional numbers attached? Yes No

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Name: WEISS & MOY, P.C.
Internal Address: _____

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City: Scottsdale State: Arizona Zip: 85251-3914

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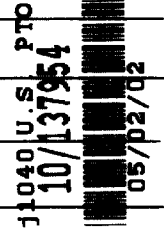
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1. Name of conveying party(ies):
Shlomo Berliner
Alan Bensky
Reuven Amsalem **5-2-02**
Gil Sever
Dani Aljadeff
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: Bluesoft, Inc.
Internal Address: _____

Street Address: 10 Oppenheimer Street
Park Tamar, Rehovot
Country _____
City: _____ State: Israel Zip: 96701
Additional name(s) & address(es) attached? Yes No



3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____
Execution Date: April 7, 2002

4. Application number(s) or patent number(s):
If this document is being filed together with a new application, the execution date of the application is: 04-02-02
A. Patent Application No.(s)
10,137954
B. Patent No.(s)

Additional numbers attached? Yes No


5. Name and address of party to whom correspondence concerning document should be mailed:
Name: WEISS & MOY, P.C.
Internal Address: _____

Street Address: 4204 North Brown Avenue

City: Scottsdale State: Arizona Zip: 85251-3914

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Jeffrey D. Moy  05-02-2002
Name of Person Signing Signature Date

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ASSIGNMENT AGREEMENT

We, Shlomo Berliner, Alan Bensky, Reuven Ansalet, Gil Sever and David Aljadoff, for good and valuable consideration, the receipt of which is hereby acknowledged, by these presents do sell, assign and transfer to BLUESOFT, INC., and its successors, assigns and legal representatives, the entire right, title and interest in the invention and to all improvements related to the invention "METHOD AND SYSTEM FOR DISTANCE MEASUREMENT IN A LOW OR ZERO INTERMEDIATE FREQUENCY HALF-DUPLEX COMMUNICATIONS LOOP" which is described, illustrated and claimed in a U.S. Patent Application. We further sell, assign and transfer to BLUESOFT, INC., and its successors, assigns and legal representatives the entire right, title and interest in and to the U.S. Patent Application, and in and to any and all U.S. Patents which may be granted upon the U.S. Patent Application, and upon any division, extension, continuation or reissue thereof.

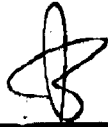
We also hereby sell, assign and transfer unto BLUESOFT, INC., the entire right, title and interest in and to any and all Patent Applications and any and all Patents which may be granted in all countries foreign to the United States of America, including all rights under any and all international conventions and treaties. We further authorize BLUESOFT, INC., to apply for any and all Patents in foreign countries in its own name, and to claim the priority of the filing date of the U.S. Patent Application under the provisions of any and all international conventions and treaties.

We hereby authorize and request the Assistant Commissioner of Patents of the United States of America to issue any and all U.S. Patents upon the application, division, extension, continuation or reissue, to **BLUESOFT, INC.**, for the sole use and behoof of **BLUESOFT, INC.**, its successors, assigns and legal representatives, for the full term for which the U.S. Patent may be granted, the same as would have been held and enjoyed by us had this assignment not been made. We hereby authorize and request the equivalent authorities in foreign countries to issue the Patents of their respective countries to **BLUESOFT, INC.**

We agree that, when requested, we will, without charge to **BLUESOFT, INC.**, but at its expense, sign all papers take all rightful oaths, and do all acts which may be necessary, desirable or convenient for securing and maintaining Patents for said inventions in all countries and for vesting title thereto in **BLUESOFT, INC.**, its successors, assigns and legal representatives.


We covenant with **BLUESOFT, INC.**, its successors, assigns and legal representatives, that the interest and property hereby conveyed is free from all prior assignment, grant, mortgage, license or other encumbrance.

Dated: 02-April-2002



Shlomo Berliner

Dated: 07-APRIL 2002



Alan Benaky

Dated: 4/4/02

Reuven Amshalem

Dated: 17/4/02

Gil Sever

Dated: 4/4/02

Dani Aljadiff