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To the Honorable Commissioner of patents and Trademarks: Please record the attached

1. Name of conveying party(ies):
ELSE LTD.;
AD&D AERO-DESIGN AND DEVELOPMENT LTD.

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

2. Name and address of receiving party(ies)
Name: **Elsbit Technologies Ltd.**
Internal Address: _____
Street Address: 2 Kaplan Street
City: Tel Aviv State: Israel ZIP: 64734
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
 Assignment Merger
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Execution Date:
ELSE LTD. - January 16, 2003;
AD&D AERO-DESIGN AND DEVELOPMENT LTD. - January 19, 2003

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:
A. Patent Application No. **09/895,332 filed July 2, 2001**
Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: **SOL SHEINBEIN**
Internal Address: **c/o ANTHONY CASTORINA**
SUITE 207
Street Address: **2001 JEFFERSON DAVIS HWY.**
City: **ARLINGTON** State: **VIRGINIA** ZIP: **22202**

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

7. Total fee (37 CFR 3.41).....\$ 40
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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.

Sol Sheinbein *[Signature]* January 23, 2003
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: **2**

00/20235

ASSIGNMENT

For good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the undersigned:

ELSE Ltd.
c/o Aharon Yifrach
19 Ayalon Street
78 616 Ashkelon
Israel

AD&D Aero-Design and Development Ltd.
c/o Aharon Yifrach
19 Ayalon Street
78 616 Ashkelon
Israel

hereby sell(s), assign(s) and transfer(s) to:

Elsbit Technologies Ltd.
2 Kaplan Street
64 734 Tel Aviv
Israel

(hereinafter called the "Assignee"), its successors, assigns, nominees or other legal representatives, the undersigned's entire rights, title and interest in and to the invention titled:

AUTONOMOUS FLYING WING

described and claimed in the following Patent Application:

**US Patent Application No. 09/895,332, filed 02 July 2001,
and identified as attorney docket no. 00/20235**

and in and to said Patent Application, and all original and reissued Patents granted therefore, and all divisions and continuations thereof, any corresponding PCT Patent Application and the National Phases thereof, including the right to apply and obtain Patents in all other countries, the priority rights under International Conventions, and the Letters Patent which may be granted thereon:

covenant that the undersigned have (has) the full right to convey the entire interest therein assigned;

authorize(s) and request(s) the Registrar of Patents, and any Official of any country whose duty it is to issue Patents on applications as aforesaid, to issue the said Letters Patent to the said Assignee;

and agree(s) to sign all lawful papers, make all rightful oaths, do all lawful acts requisite for such Patent Applications, and do everything possible to aid said Assignee to apply for, obtain and enforce Patent protection for said invention.

ELSE Ltd.

AD&D Aero-Design and Development Ltd.

Printed Name: AHARON YIFRACH
Capacity: DIRECTOR
Date: JAN 16, 2003

Printed Name: ISRAEL GOTTESMAN
Capacity: CHAIRMAN OF THE BOARD
Date: JAN 19, 2003