



10-23-2003

Attorney Docket No. SKY02 005



PI

102581916

ON COVER SHEET

To the Honorable Commissioner of Patents and Trademarks
Mail Stop Assignment Recordation Services:

Please record the attached original document or copy thereof.

Name of conveying party(ies):	Name and address of receiving party(ies):
Skyline Software Systems Ltd.	Skyline Acquisition Corp.
<u>10-17-03</u>	<u>14155 Newbrook Drive</u>
Additional name(s) of conveying party(ies) attached?	City: <u>Chantilly</u>
Yes ___ No <u>X</u>	State: <u>Virginia 20151</u>
	Additional name(s) & address(es) attached?
	Yes ___ No <u>X</u>

Nature of conveyance:

<input checked="" type="checkbox"/> Assignment	<input type="checkbox"/> Merger
<input type="checkbox"/> Security Agreement	<input type="checkbox"/> Change of Name
<input checked="" type="checkbox"/> Execution Date: <u>(August 21, 2003)</u>	

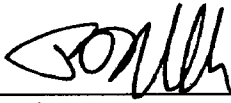
Total number of applications and patents involved: 1

A. Patent Application No. 09/258,663
 Filing Date(s) February 26, 1999

Additional numbers attached? Yes ___ No X
 If this document is being filed together with a new application, the execution date of the application is: _____

Name and address of party to whom correspondence concerning document should be mailed:	The Commissioner is hereby authorized to charge payment of any additional fees associated with this communication or credit any overpayment to Deposit Account No. 04-1679. A duplicate of this sheet is enclosed.
Name: Patrick D. McPherson	Total fee (37 C.F.R. 3.41): <u>\$40.00</u>
Address: DUANE MORRIS LLP 1667 K Street, N.W. Suite 700 Washington, D.C. 20006	<input checked="" type="checkbox"/> Enclosed
10/22/2003 DBYRNE 00000175 09258663 01 FC:8021 40.00 OP	<input type="checkbox"/> Authorized to be charged to deposit account

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.



Signature

10-17-03

Date

PATENT ASSIGNMENT

WHEREAS, **Skyline Software Systems, Inc.**, a Delaware corporation, having a place of business at 500 West Cummings Park, Suite 5950, Woburn, MA. 01801, U.S.A., and **Skyline Software Systems Ltd.**, an Israeli corporation, having a place of business at 40 Einstein Street, Ramat-Aviv Tower, Tel Aviv, Israel 69101, collectively referred to herein as "Assignor," is the owner of the entire right, title and interest in and to the inventions listed on the attached **SCHEDULE A**; and

WHEREAS, **Skyline Acquisition Corp.** (the "Assignee"), a Delaware corporation having a place of business at 14155 Newbrook Drive, Chantilly, VA. 20151, is desirous of acquiring the entire right, title and interest in and to the aforesaid inventions in and to the applications and all Letters Patents of the United States or any foreign country, including continuations, continuations-in-part, reissues, reexaminations, extensions, substitutes and divisions which may be granted therefor;

NOW THEREFORE, in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, the said Assignor, by these presents does sell, assign, set over and transfer unto Assignee, its successors, legal representatives and assigns, the full and exclusive right in and to the said inventions as described in the said applications, and in and to any Letters Patents of the United States or any foreign country, including continuations, continuations-in-part, reissues, reexaminations, extensions, substitutes and divisions which may be granted therefor and all rights to claim priority on the basis of said application;

AND ASSIGNOR HEREBY authorizes and requests the Commissioner of Patents and Trademarks or any other proper officer or agency of any country to issue all said Letters Patent to said Assignee;

AND ASSIGNOR HEREBY warrants and covenants that it has the full right to convey the entire interest herein assigned and that Assignor has not executed and will not execute any instrument or assignment in conflict herewith;

AND ASSIGNOR HEREBY agrees to communicate to said Assignee or its representatives any facts known to it respecting said inventions, to execute all divisional, continuation, reissue, reexamination, extension, substitute and foreign applications, sign all lawful documents and make all rightful oaths and declarations relating to said invention, execute and deliver any and all papers that may be necessary or desirable to perfect the title to these inventions in said Assignee, its successors, legal representatives or assigns, and to

testify in any judicial or administrative proceeding and generally do everything possible to aid the said Assignee to obtain and enforce said Letters Patents in the United States or any foreign country when requested to do so by said Assignee.

On Behalf of Skyline Software Systems, Inc.

Signature of Officer:



Officer's Name:

ROY MACHNES

Officer's Title:

CHAIRMAN

Date of Execution:

8/21/03

On Behalf of Skyline Software Systems Ltd.

Signature of Officer:



Officer's Name:

ROY MACHNES

Officer's Title:

CHAIRMAN

Date of Execution:

8/21/03

SCHEDULE A

Application Serial No.	Filing Date	Title	Status
08/939,948	29-Sep-97	Apparatus and Method for Three Dimensional Terrain Rendering	U.S. Patent No. 6,111,583
09/511,140	23-Feb-00	Apparatus and Method for Three Dimensional Terrain Rendering	U.S. Patent No. 6,433,792
09/258,663	26-Feb-99	Remote Landscape Display and Pilot Training	U.S. Patent No. 6,496,189
09/511,210	23-Feb-00	Apparatus and Method for Three Dimensional Terrain Rendering	
09/494,979	31-Jan-00	Sending Three-Dimensional Images Over a Network	
10/330,181	30-Dec-02	Sending Three-Dimensional Images Over a Network	

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.



Signature

10-17-03

Date