

01-09-2004



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To the Director of the United States F

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attached original documents or copy thereof.

Name of conveying party(ies):
Wizcare Ltd. 1/8/04

2. Name and address of receiving party(ies):

Name: **Or-Le-Or Ltd.**
Address: **City Center, P.O. Box 18,**
6 Ben-Gurion Boulevard

Additional names(s) of conveying party(ies) Yes No

Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other

City: **Haifa** State/Prov.:
Country: **Israel** ZIP: **35414**

Execution Date: **November 18, 2003**

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

Application number(s) or patent numbers(s):

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

Patent Application No.	Filing date
10/053,401	November 9, 2001

B. Patent No.(s)

Additional numbers Yes No

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

Name: **William H. Dippert, Esq.**
Registration No. **26,723**
Address: **Reed Smith LLP**
599 Lexington Avenue, 29th Floor

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

7. Total fee (37 CFR 3.41):.....\$ **40.00**

- Enclosed - Any excess or insufficiency should be credited or debited to deposit account
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8. Deposit account number:

03-3419

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Statement and signature.

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.

Maier FENSTER, Reg. No. 41,016
Name of Person Signing

Signature

January 8, 2004
Date

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Total number of pages including cover sheet, attachments, and

Mail documents to be recorded with required cover sheet information to:
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ASSIGNMENT

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

Wizcare Ltd., P.O. Box 2054, Tirat-Hacarmel 39120, Israel, a company incorporated under the laws of the State of Israel

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

Ox-Le-Or Ltd., City Center, P. O. Box 18, 6 Ben-Gurion Boulevard 35414, Israel, a company incorporated under the laws of the State of Israel

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

Wrinkle Cream

described and claimed in

U.S. Patent Application No. 10/053,401 filed on November 9, 2001

and in and to said Patent Applications and all patent applications derived therefrom, and all original and reissued patents granted therefor, and any and all continuations and divisions thereof, including, but not limited to, any and all extensions, reexaminations, substitutes and renewals, and including the right to apply for and obtain patents in all other countries, the priority rights under International Conventions, and any and all Letters Patent which may be granted thereon; all rights to collect and retain all royalties and other considerations arising from said patent applications; and all rights to sue for past, present and future infringement; and the right to collect and retain all damages collected or awarded thereunder;

(I), (We)

warrantee that the undersigned have (has) the full right to convey the entire interest herein assigned;

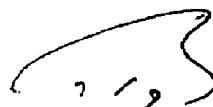
(I), (We)

authorize and request the Commissioner of Patents and Trademarks, and any Official of any country whose duty it is to issue patents on applications as aforesaid, to issue said Letters Patent to said Assignee; and

(I), (We)

agree 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(s).

Signed (mo/day/yr) 12/11/03 at (city) HAIFA by


Yehuda DVIR, CEO
Wizcare Ltd.