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OMB No. 0651-0027 (exp. 6/30/2005)

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1. Name of conveying party(ies):

Semion M. SHERAIZIN
Vitaly S. SHERAIZIN

2. Name and address of receiving party(ies)

Name: VLS COM LTD.

Internal Address:

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Street Address: 4 PEKERIS ST.
LEV HATAMAR BLDG.

City: RECHOVOT State: ISRAEL Zip: 76545

Execution Date: March 31, 2005

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

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.(s)

11/027,674

B. Patent No.(s)

Additional numbers attached? Yes No

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

Name: DANIEL J. SWIRSKY

Internal Address:

Street Address: ALPHAPATENT ASSOCIATES LTD.
P.O.B. 2345

City: BEIT SHEMESH State: ISRAEL Zip: 99544

6. Total number of applications and patents involved: 1

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

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

501380

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9. 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.

DANIEL J. SWIRSKY REG. NO. 45,148

Name of Person Signing

Signature

April 7, 2005

Date

Total number of pages including cover sheet, attachments, and documents: 4

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

CH \$40.00 501380 11027674

Attorney Docket No.: **1396-US1**

ASSIGNMENT

In consideration of One Dollar (\$1.00), and other good and valuable considerations, the receipt of which is hereby acknowledged, I the undersigned:

Semion M. SHERAIZIN, residing at 28b Hamagen St., Mazkeret Batya 76804, Israel
Vitaly S. SHERAIZIN, residing at 28b Hamagen St., Mazkeret Batya 76804, Israel

hereby sell, assign and transfer to:

*VLSCom Ltd.
4 Pikeris St.
Lev Hatamar Bldg.
Rehovot 76545
Israel*

(hereinafter "Assignee"), 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 Patent:

*filed in the United States Patent and Trademark Office on January 3, 2005;
having U.S. Patent Application number 11/027,674
and titled:*

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and in and to said application and all divisional, continuing, substitute, renewal, reissue, and all other applications for U.S. 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 Patent on said inventions or any of them disclosed in said application;

Attorney Docket No.: **1396-US1**

Agree that said Assignee may apply for and receive foreign Patent or rights of any other kind for said inventions, or any of them; and may claim, in applications for said foreign 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;

Grant the firm of AlphaPatent Associates Ltd. and/or Daniel J. Swirsky, United States Patent Agent Registration No. 45,148, and/or Heidi M. Brun, United States Patent Agent Registration No. 34,504 the power to insert in this Assignment any further identification which may be necessary or desirable for recordation of this Assignment; 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.

Attorney Docket No.: 1396-US1

WITNESSED BY:

Date: 31.3.05

Witness signature: Soli Baalc

Witness name: Celi Baalc

Witness address: Atlit 3 Patach
tikva

ASSIGNED BY:


Semion M. SHERAIZIN

Date: 31.3.05

Witness signature: Shimon Bart

Witness name: Shimon Bart

Witness address: Hagaser st. 12
Heb Ha Sharon


Vitaly S. SHERAIZIN