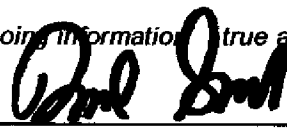


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| Form VtO-1595 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings -> -> -> V V V V V V V V | RECORDATION FORM COVER SHEET PATENTS ONLY | U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office |
| To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof. | | |
| 1. Name of conveying party(ies): <u>Rafi YOELI</u> Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | 2. Name and address of receiving party(ies) Name: <u>Urban Aeronautics Ltd.</u> Internal Address: _____ Street Address: <u>24 Dubnov Street</u> City: <u>Tel Aviv</u> State: <u>Israel</u> Zip: <u>64957</u> Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | |
| 3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ Execution Date: <u>November 24, 2004</u> | 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) _____ B. Patent No.(s) <u>6,817,570</u> Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | |
| 5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>DANIEL J. SWIRSKY</u> Internal Address: _____ Street Address: <u>AlphaPatent Associates Ltd.</u> <u>55 Reuven Street</u> City: <u>Beit Shemesh</u> State: <u>ISRAEL</u> Zip: <u>99544</u> | 6. Total number of applications and patents involved: <u>1</u> 7. Total fee (37 CFR 3.41) \$ <u>40.00</u> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account 8. Deposit account number: <u>501380</u> (Attach duplicate copy of this page if paying by deposit account) | |
| DO NOT USE THIS SPACE | | |
| 9. Statement and signature. <i>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.</i> <u>DANIEL J. SWIRSKY REG. NO. 45,148</u>  <u>November 3, 2005</u> Name of Person Signing Signature Date Total number of pages including cover sheet, attachments, and documents: <u>4</u> | | |

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 6817570

Attorney Docket No.: 1258-US

ASSIGNMENT

In consideration of the sum of One U.S. Dollar (\$1), the receipt and sufficiency of which is hereby acknowledged, and for other good and valuable considerations, the receipt and sufficiency of which is hereby acknowledged, the undersigned:

Rafi YOELI, residing at 24 Dubnov St., Tel-Aviv 64957, Israel

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

*Urban Aeronautics Ltd. (formerly known as Romeo Yankee Ltd.)
24 Dubnov St.
Tel-Aviv 64957
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 Patent:

*issued as U.S. Patent No. 6,817,570 on November 16, 2004;
having AlphaPatent Associates Ltd. docket number 1258-US;
and entitled:*

DUCTED FAN VEHICLES PARTICULARLY USEFUL AS VTOL AIRCRAFT

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;

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;

Attorney Docket No.: 1258-US

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, 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.: **1258-US**WITNESSED BY:ASSIGNED BY:

Date:

24/11/04

Rafi YOELI

Witness
signature:

Witness name:

Witness address:

[Signature]

Yoram Fzsaik

2 Dorela street

Jaffa 68057

ISRAEL