



103158743

To the Honorable Commissioner of patents and Trademarks. Please return the attached original documents or copy thereof.

1. Name of conveying party(ies):
Arie ARIAV
Vladimir RAVITCH *1/11/06*

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

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

Internal Address: _____

Street Address: **Manhattan Building, 2nd Floor**
1 HaKishon Street
P.O. Box 13078

City: **Yavne** State: _____
Country: **Israel** ZIP: **81220**

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

13266 U.S. PTO
11/329104
011106

3. Nature of conveyance:

Assignment Merger
 Security Change of Name
 Other _____

Execution Date: **January 2, 2006**

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: **January 2, 2006**

A. Patent Application No.(s) B. Patent No.(s)
Additional numbers attached? Yes No

Name an address of party to whom correspondence concerning document should be mailed:
Name: **Martin D. Moynihan**
Internal Address: **PRTSI, Inc.**
Street Address: **P.O. Box 16446**
City: **Arlington** State: **VA** ZIP: **22215**

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

6. Total fee (37 CFR 3.41).....\$ **40.00**
 Enclosed
 Authorized to be charged to deposit account

7. Deposit Account number:
50-1407

DO NOT USE THIS SPACE

8. 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.

Martin D. Moynihan *Martin D. Moynihan* **January 9, 2006**
Name of Person Signing Signature Date

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

ASSIGNMENT

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

Arie ARIAV
122 Kochav Michael
79304 Doar-Na Hof Ashkelon
Israel

Vladimir RAVITCH
27/24 Ort Street
78360 Ashkelon
Israel

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

Nexense Ltd.
Manhattan Building, 2nd Floor
1 HaKishon Street
P.O. Box 13078
81220 Yavne
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:

Method And Apparatus For High-Precision Measurement Of Frequency

described and claimed in the following Patent Application:

Patent Application to be filed in the USA,
executed the same date as this assignment,
and identified as Attorney Docket No. 31266

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.



 Arie ARIAV

Date: 2/1/06



 Vladimir RAVITCH

Date: 2.1.06