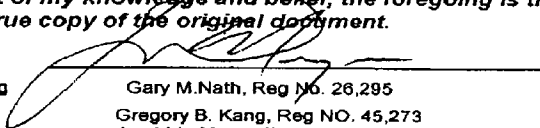


07-24-2007	
B/O FORM PTO-1595 (1/31/02)	
8/10/06 PATEN 103429376	
RECORDATION FORM COVER SHEET	
To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.	
1. Name of Conveying Party NETAFIM (A.C.S) LTD. <input type="checkbox"/> Additional names of conveying parties attached.	2. Name and Address of Receiving Party(ies) Name: NETAFIM LTD Street Address: 161, Arlozorov Street City, State, Zip: Tel Aviv, Israel, 64922 <input type="checkbox"/> Additional name(s) and address(es) attached.
3. Nature of Conveyance <input type="checkbox"/> Assignment <input type="checkbox"/> Security Agreement <input type="checkbox"/> Merger <input checked="" type="checkbox"/> Change of Name Other: Execution Date: December 28, 2005	4. (B) Patent Number(s) (1) 6,863,226
4. (A) Patent Application Number(s) (1) 10/644,086 (2) 10/871,529 (3) 10/932,324 (4) 10/564,357 (5) 11/062,739 (6) 11/028,662 (7) 11/036,384 (8) 11/337,005 (9) 11/240,630 (10) 11/220,376 If this document is being filed together with a new application, the execution date of the application is: <input type="checkbox"/> Additional Numbers Attached.	5. Name and Address of Party to whom Correspondence Concerning this Document Should be Mailed Name: Gary M. Nath Address: Customer no. 20529 NATH & ASSOCIATES PLLC 112 South West Street Alexandria, VA 22314
6. Total Number of Applications and Patents Involved 11	7. Total Fee Charge fee \$ 440.00 (37 CFR 3.41) <input type="checkbox"/> Enclosed. <input checked="" type="checkbox"/> Authorized to be charged to deposit account.
8. Deposit Account Number 14-0112 ATTACH DUPLICATE COPY OF THIS PAGE IF PAYING BY DEPOSIT ACCOUNT	
DO NOT USE THIS SPACE	
9. Statement and Signature: To the best of my knowledge and belief, the foregoing is true and correct and any attached copy is a true copy of the original document. Name of Person Signing  Gary M. Nath, Reg No. 28,295 Gregory B. Kang, Reg NO. 45,273 Jerald L. Meyer, Reg No. 41,194 Customer No. 20529 August 10, 2006 Date Attorney Docket No.: 27422/Various	

כשריד המשרדים

מדינת ישראל

חוק החברות, תשס"ה - 1999

תעודת התאגדות של חברה

זאת התעודה כי

נטפיים בע"מ**NETAFIM LTD**

נתאגדה ונרשמה על פי חוק החברות כחברה בערבון מוגבל

28/12/2005

כ"ז כסלו תשס"ו

מס' חברה 513769091

שלדון אבידן, ע"ד
ב/רעם החברות

מדינת ישראל
STATE OF ISRAEL

משרד המשפטים
MINISTRY OF JUSTICE

רשם החברות
REGISTRAR OF COMPANIES

02 ינואר 2006

2 January 2006

חייב 1-376909-51

TO WHOM IT MAY CONCERN

As registrar of companies of the State of Israel, I here by confirm that,

NETAFIM Ltd. No. 51-376909-1

Is a limited company incorporated and registered under Israeli law.

Yehuda Katz,
YEHUDA KATZ



טלפון: 02-6209444/465
פקס: 02-6244985

מרכז כלכלי, רח' יגור 97 (קומה 13)
ת.ד. 28178, ירושלים 91281
www.havarot.justice.gov.il
ממשל זמין: www.gov.il

14 09:11 0002 21 1001

09:11:09 5 2/6 : 1001 XH4

09:11:09 : 1001 XH4

ENGLISH TRANSLATION

STATE OF ISRAEL
MINISTRY OF INDUSTRY, TRADE & EMPLOYMENT
COOPERATIVE SOCIETY DIVISION

DECISION TO CANCEL REGISTRATION OF COOPERATIVE SOCIETY
CONVERSION TO A COMPANY

To: Official Publication of the Law, Jerusalem
From: Cooperative Society Division

Kindly publish the following notice in the next edition of the Government Gazette

Announcement in Accordance with Section 345 of the Companies Law 1999

Pursuant to the provisions of Section 345 of the Companies Law 5759-1999 and after
the Registrar of Companies confirmed

on: **December 28, 2005**

registration of the Society:

Netafim (A.C.S) Ltd

File Number: **57-003539-4**

**As a Limited Liability Company, I hereby give notice of the cancellation of
registration of the Society in the Register of Cooperative Societies.**

Jerusalem: January 5, 2006
5 Ievet 5766

(-)
Uri Zeligman
Registrar of Cooperative Society



Legal Department

10 January 2006

To whom it may concern.

I hereby announce that as of the 28th December 2005, the Corporation Netafim (A.C.S.) Ltd., Registration No. 57-003539-4, has been transformed into a private limited company in accordance with section 345 of the Company Act 1999.

Henceforth, the Company is referred to as Netafim Ltd. Registration Number 51-376909-1.

Respectfully,

Ms. Maayan Bar, Adv.

Ms. Maayan Bar, Adv. GENERAL COUNSEL
NETAFIM Limited
161, Arlozorov Street, Tel-Aviv 64922, Israel
Fax: +972-3-6911963 6919777-3 Tel: +972-
E-Mail: mbar@netafim.com Web Site: <http://www.netafim.com>

345 Converting a cooperative society to a company

- (a) A Registered Cooperative Society (in this clause – society) which wishes to be registered as a company will prepare a plan for its organization as a company and submit it for the approval of Cooperative Societies Registrar within the meaning of the Cooperative Society Ordinance.
- (b) The Minister, in consultation with the Minister of Labor and Welfare, may stipulate conditions according to which the Cooperative Societies Registrar may approve the plan submitted to him in accordance with the provisions of sub-clause (a), including conditions whose purpose is to ensure that the position of the Society's creditors will not worsen.
- (c) Should the Cooperative Societies Registrar approve the plan, the plan will be brought for approval to the Society's General Meeting for which notice of 21 days in advance was given as required by law, in which the details of the plan were presented ; should the plan be passed by a majority of at least three quarters of the members entitled to vote and who voted themselves or by a proxy, articles will be prepared in accordance with this Law and on submitting the application for registration, a copy of them will be submitted to the Registrar of Companies and the fees, as determined by the Minister, will be paid.
- (d) Should the Registrar of Companies approve the registration, he will inform the Cooperative Societies Registrar of this and he will cancel the registration of the Cooperative Society and publish a notice of this in the Government Gazette; after cancellation the Registrar of Companies will register the Society as a company.
- (e) On registration of the Society as a company the Cooperative Societies Registrar will send the Registrar of Companies an extract of all the entries in the Register of Liens relating to the liens that the Society registered prior to its registration as a company, and which were in existence at the time of the registration and all the documents he holds which created these liens or which prove them, and the Registrar of Companies will register the liens and details in the extract relating to every lien, without any fees.
- (f) All the assets and liabilities, including known and unknown liabilities, existing and contingent, of the Society will be transferred on registration to the Company, and all the legal proceedings in which the Society was a party will continue in such a way that the Company will be the party to such proceedings.