

FORM PTO-1618B
Expires 09/30/00
OMB 0951-2227

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U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Domestic Representative Name and Address

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Enter the total number of pages of the attached conveyance document including any attachments.

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Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

Number of Properties

Enter the total number of properties involved.

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Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

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Authorization to charge additional fees:

Yes No

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. Charges to deposit account are authorized, as indicated herein.

Asaf Evenhaim, Director

Name of Person Signing



Signature

8/23/00

Date Signed

ASSIGNMENT OF TRADEMARKS

This Assignment of Trademarks, effective as of November 24, 1999, made pursuant to that certain Agreement between the parties dated November 24, 1999, by and between Softwatch, Ltd., a corporation organized under the laws of Israel, having offices at 1 Ta'as Street, Ramat Gan, 52512 Israel ("Softwatch") and DietWatch.com, Inc. a Delaware corporation, having offices at 29 W. 34th Street, New York, NY ("Dietwatch").

WHEREAS, Softwatch has adopted, used, is using, and is the owner of the following trademark application in the U.S. Patent and Trademark Office:

<u>Trademark</u>	<u>Application No.</u>	<u>Filing Date</u>
DIETWATCH	75/792631	09/03/99

WHEREAS, Assignee is desirous of acquiring said trademark and the application therefor.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Softwatch hereby assigns *nunc pro tunc* to Dietwatch all of its right, title and interest worldwide in and to said trademark and the application therefor, together with the goodwill of the business symbolized by said trademark and the application therefor.

Softwatch, Ltd.

By: 

Amir Kishon
Chairman

Dated: 8/23/00

DietWatch.com, Inc.

By: 

Asaf Evenhaim
Director

Dated: 8/23/00