

FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027

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

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
Effective Date
Month Day Year _____
- Merger
- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Name IPrad Inc.

Execution Date
Month Day Year
10 08 2001

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization Israel

Receiving Party

Mark if additional names of receiving parties attached

Name AXERRA NETWORKS, INC.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 1900 Glades Rd., Suite 251

Address (line 2) _____

Address (line 3) BocaRaton Florida 33431
City State/Country Zip Code

- Individual General Partnership Limited Partnership Corporation Association
 - Other _____
- If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Citizenship/State of Incorporation/Organization Florida

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Burden Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

TRADEMARK

700007913

REEL: 002344 FRAME: 0757

FORM PTO-1618B
Expires 06/30/99
OMB 0651-0027

Page 2

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

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

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

#

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)

<input type="text" value="76178717"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

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:

#

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.

Linda S. Chan

Oct. 9, 2001

Name of Person Signing

Signature

Date Signed

ASSIGNMENT

WHEREAS, IPrad Inc. (hereinafter "ASSIGNOR") a company organized and existing under the laws of Israel with a place of business at 1900 Glades Rd, Suite 251, Boca Raton, Florida, 33431 USA has adopted, used and is the owner of the entire right, title and interest in and to certain trademarks, service marks and trade names, and registrations and pending applications therefor, identified and listed on Schedule A hereto and made a part hereof, (collectively, the "Scheduled Marks"), and the priority rights associated therewith; and

WHEREAS, the said ASSIGNOR desires to transfer, assign, convey, deliver, set over and vest all of said right, title and interest for the United States unto and in AXERRA NETWORKS, INC. (hereinafter "Assignee") a company organized and existing under the laws of the State of Delaware with a place of business at 1900 Glades Rd., Suite 251, Boca Raton, Florida 33431; and

WHEREAS, ASSIGNEE desires to receive from ASSIGNOR all of said right, title and interests in the Scheduled Marks and applications therefor;

NOW THEREFORE, in consideration of One Dollar (\$1.00) and other valuable consideration, the receipt and adequacy of which are hereby acknowledged, ASSIGNOR does hereby assign, convey, transfer, deliver, set over and vest in and in ASSIGNEE, its

successors and assigns, absolutely and forever, this entire right, title and interest, whether statutory or common law, in and to the Scheduled Marks, and all the rights and privileges related thereto including but not limited to the priority rights arising from said Applications and marks, the right to recover and take all such proceedings as may be necessary for the recovery of damages or otherwise in respect of past, present and future infringement and dilution, together with that part of the goodwill of the business connected with the use of and symbolized by said Trademarks throughout the world.

IN WITNESS WHEREOF, IPrad Ltd. has caused this Trademark Assignment to be executed and delivered as of this 8 day of October, 2001.

IPrad Ltd.
 By : _____
 Name : Gil Biran
 Title : CEO

SCHEDULE A

U.S. Trademark Applications

<u>Mark</u>	<u>Application Serial No.</u>	<u>Filing Date</u>
AXERRA NETWORKS † Design	76/178,717	Dec. 11, 2000

1110002 01