

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Bioness Neuromodulation Ltd.	FORMERLY N.E.S.S. NEUROMUSCULAR ELECTRICAL STIMULATION SYSTEMS, LTD.	05/01/2008	CORPORATION: ISRAEL

RECEIVING PARTY DATA

Name:	Bioness Inc.
Street Address:	25103 Rye Canyon Loop
City:	Valencia
State/Country:	CALIFORNIA
Postal Code:	91355
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Serial Number:	77134672	INTELLI-GAIT
Serial Number:	77066885	INTELLI-SENSE GAIT SENSOR
Serial Number:	78915007	NESS L300
Registration Number:	3378669	NESS H200
Registration Number:	2909803	HANDMASTER
Registration Number:	2985837	NESS

CORRESPONDENCE DATA

Fax Number: (202)842-7899
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
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 Email: trademarks@cooley.com
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 Address Line 1: 777 6th St., N.W., Suite 1100

CH \$165.00 77134672

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ATTORNEY DOCKET NUMBER: 307799-20000

NAME OF SUBMITTER: Susan Mobley

Signature: /Susan Mobley/

Date: 05/30/2008

Total Attachments: 3
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TRADEMARK ASSIGNMENT

WHEREAS, **BIONESS NEUROMODULATION LTD F/K/A N.E.S.S. NEUROMUSCULAR ELECTRICAL STIMULATION SYSTEMS LTD.** (the "*Assignor*"), an Israeli corporation with its principal office at 19 Ha-Haroshet Street, P.O.Box 2500, Ra'anana 43654, Israel, has adopted, used, and/or intends to use, and is the owner of, the trademarks INTELLI-GAIT, INTELLI-SENSE GAIT SENSOR, NESS, NESS L300, NESS H200, and HANDMASTER (the "*Trademarks*");


WHEREAS, Assignor owns all right, title and interest in and to the registrations and pending applications for registration for the Trademarks listed in Schedule A (collectively the "*Assigned Applications and Registrations*");

WHEREAS, **BIONESS INC.**, a Delaware corporation with its principal office at 25103 Rye Canyon Loop, Valencia, California 91355 USA (the "*Assignee*") recently acquired a one hundred percent (100%) ownership interest in the Assignor and desires to acquire the Trademarks and the Assigned Applications and Registrations;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Assignor hereby assigns and transfers to the Assignee all right, title and interest, in the United States and throughout the world, in and to the Trademarks and the Assigned Applications and Registrations, together with that portion of the business in connection with which the Assignor has a bona fide intent to use the Trademarks. The Assignor shall, upon request by the Assignee and at the Assignee's expense, (i) do and execute each necessary act, document, and thing to implement this Assignment, including the recordation of this assignment with trademark offices around the world, and (ii) give such assistance as the Assignee may reasonably request to complete the registration of any pending applications for the Trademarks.

Signed at **BIONESS NEUROMODULATION LTD**, on this 1st day of May, 2008.

BIONESS NEUROMODULATION LTD



By:

Name: Shmuel Shany

Title: CEO

SCHEDULE A

MARK /Owner of Record	APPLICATION/ REGISTRATION NO.	GOODS/SERVICES
UNITED STATES		
INTELLI-GAIT	Application No. 77/134,672	Class 9: computer software and programs for use in controlling and operating neuromuscular stimulation devices and artificial limbs
INTELLI-SENSE GAIT SENSOR	Application No. 77/066,885	Class 10: medical apparatus and instruments, namely, artificial limbs and neuromuscular stimulation devices consisting of a pressure sensor responsive to the wearer's walking and computer software for analyzing the sensor's data
NESS L300	Registration No. 3381929	Class 10: Medical apparatus and instruments, namely, neuromuscular stimulation devices; artificial limbs
NESS H200	Registration No. 3378669	Class 10: Medical apparatus and instruments, namely, neuromuscular stimulation devices; artificial limbs
HANDMASTER	Registration No. 2909803	Class 10: Neuromuscular stimulator apparatus featuring sensors and biofeedback devices
NESS	Registration No. 2985837	Class 10: Neuromuscular stimulator apparatus featuring sensors and biofeedback devices
CANADA		
HANDMASTER	Registration No. TMA666,758	Wares: Neuromuscular stimulator apparatus featuring sensors and biofeedback devices and parts and fittings for such apparatus
EUROPEAN COMMUNITY		
NESS	Registration No. 1517689	Class 10: medical apparatus and instruments for neuromuscular stimulation, including sensors and biofeedback devices
NESS H200	Registration No. 5193081	Class 10: Medical apparatus and instruments; artificial limbs; orthopaedic articles; neuromuscular stimulation apparatus; parts and fittings of the above-captioned goods
NESS L300	Registration No. 5192992	Class 10: Medical apparatus and instruments; artificial limbs; orthopaedic articles; neuromuscular stimulation apparatus; parts and fittings of the above-captioned goods
HANDMASTER	Registration No.	Class 10: Medical apparatus and instruments; artificial limbs; orthopedic articles; neuromuscular stimulation

SCHEDULE A

MARK /Owner of Record	APPLICATION/ REGISTRATION NO.	GOODS/SERVICES
	3602844	apparatus; parts and fittings for the above-mentioned goods
INTELLI-GAIT	Application No. 5770664	Class 9: Computer software and programs, all included in class 9
ISRAEL		
NESS (Stylized)	Registration No. 96449	Class 10: Neuromuscular stimulator apparatus featuring sensors and biofeedback devices
NESS H200	Registration No.187,498	Class 10: Neuromuscular stimulator apparatus featuring sensors and biofeedback devices
NESS L300	Registration No. No.187,499	Class 10: Neuromuscular stimulator apparatus featuring sensors and biofeedback devices
HANDMASTER	Registration No. 165,250	Class 10: Neuromuscular stimulator apparatus featuring sensors and biofeedback device
INTELLI-SENSE	Registration No. 190,074	Class 10: Neuromuscular stimulator apparatus featuring sensors and biofeedback devices
INTELLI-SENSE GAIT SENSOR	Application No. 191,250	Class 10: Neuromuscular stimulator apparatus featuring sensors and biofeedback devices
INTELLI-GAIT	Application No. 194,138	Class 10: Neuromuscular stimulator apparatus featuring sensors and biofeedback devices