

## TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Agility Capital II, LLC		09/17/2013	LIMITED LIABILITY COMPANY: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Galcon Bakarim Agricultural Cooperative Society LTD		
Street Address:	D.N. Galil Elyon		
City:	Kfar Blum 12150		
State/Country:	ISRAEL		
Entity Type:	cooperative society: ISRAEL		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	85572199	SMART-ET	
Registration Number:	3426334	CYBER-RAIN	
CORRESPONDENCE DATA			
Fax Number:	7032737684		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	703-273-7680		
Email:	rshapiro@sasiplaw.com		
Correspondent Name:	Ronald E. Shapiro		
Address Line 1:	11350 Random Hills Road, Suite 740		
Address Line 4:	Fairfax, VIRGINIA 22030		
DOMESTIC REPRESENTATIVE			
Name:			
Address Line 1:			
Address Line 2:			
Address Line 3:			

OP \$65.00 85572199

Address Line 4:

NAME OF SUBMITTER:

Ronald E. Shapiro

Signature:

/Ronald E. Shapiro/

Date:

09/18/2013

Total Attachments: 4

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ASSIGNMENT

WHEREAS, Agility Capital II, LLC ("Assignor"), a limited liability company organized under the laws of California, with a place of business at 812 Anacapa Street, Suite A, Santa Barbara, California 93101, owns a security interest (the "Security Interest") in all of the intellectual property of Cyber-Rain, Inc., a corporation organized under the laws of Delaware, with a place of business at 6345 Balboa Blvd., Suite 230, Encino, California 91316;

WHEREAS, the Security Interest is recorded in the United States Patent and Trademark Office at Reel/Frame 028307/0384 with respect to the patent application listed on the attached Schedule A and at Reel/Frame 4792/0657 with respect to the trademark/servicemark application and the trademark registration listed on the attached Schedule B; and

WHEREAS, Galcon Bakarim Agricultural Cooperative Society LTD ("Assignee"), a cooperative society organized under the laws of Israel, with a place of business at D.N. Galil Elyon, Kfar Blum 12150, Israel, desires to acquire all of Assignor's rights in, to, and under the Security Interest;

NOW, THEREFORE, in consideration of One Dollar and other valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor has sold, assigned, transferred, and set over, and does, by this Assignment, sell, assign, transfer, and set over unto Assignee all of Assignor's rights in, to, and under the Security Interest, including, without limitation, all claims and causes of action, whether known or unknown, and whether now existing or hereafter arising.

IN WITNESS WHEREOF, Assignor has caused this Assignment to be executed by its duly authorized officer or representative on the date written below.

AGILITY CAPITAL II, LLC

Date: 9/2/13

By: [Signature]

Name: Jerry Curran

Title: Managing Director

Schedule A  
Patent Application

<u>Title</u>	<u>Application No.</u>	<u>Filing Date</u>
Weather responsive irrigation systems and methods	12/364,894	02/03/2009

Schedule B

Trademarks and Servicemarks

<u>Trademark</u>	<u>Application No.</u>	<u>Registration No.</u>
SMART-ET	85572199	
CYBER-RAIN	77267748	3426334

**UCC FINANCING STATEMENT AMENDMENT**

FOLLOW INSTRUCTIONS

A. NAME & PHONE OF CONTACT AT FILER (optional)

B. E-MAIL CONTACT AT FILER (optional)

C. SEND ACKNOWLEDGMENT TO: (Name and Address)

Authorized to file:

Agility Capital II, LLC

By: *[Signature]*

Name: *[Signature]*

Title: *[Signature]*

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1a INITIAL FINANCING STATEMENT FILE NUMBER

2012 1934969

1b  This FINANCING STATEMENT AMENDMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS

For: attach Amendment Addendum (Form UCC3Ad) and provide Debtor's name in item 13

2.  TERMINATION: Effectiveness of the Financing Statement identified above is terminated with respect to the security interest(s) of Secured Party authorizing this Termination Statement

3.  ASSIGNMENT (full or partial): Provide name of Assignee in item 7a or 7b, and address of Assignee in item 7c and name of Assignor in item 9. For partial assignment, complete items 7 and 9 and also indicate affected collateral in item 8

4.  CONTINUATION: Effectiveness of the Financing Statement identified above with respect to the security interest(s) of Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law

5.  PARTY INFORMATION CHANGE:

Check one of these two boxes:

AND Check one of these three boxes to:

This Change affects  Debtor or  Secured Party of record

CHANGE name and/or address: Complete item 6a or 6b; and item 7a or 7b and item 7c

ADD name: Complete item 7a or 7b, and item 7c

DELETE name: Give record name to be deleted in item 5a or 6b

6. CURRENT RECORD INFORMATION: Complete for Party Information Change - provide only one name (6a or 6b)

6a ORGANIZATION'S NAME

OR 6b INDIVIDUAL'S SURNAME

FIRST PERSONAL NAME

ADDITIONAL NAME(S)/INITIAL(S)

SUFFIX

7. CHANGED OR ADDED INFORMATION: Complete for Assignment or Party Information Change - provide only one name (7a or 7b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name)

7a ORGANIZATION'S NAME

Galcon Bakarim Agricultural Cooperative Society LTD

OR 7b INDIVIDUAL'S SURNAME

INDIVIDUAL'S FIRST PERSONAL NAME

INDIVIDUAL'S ADDITIONAL NAME(S)/INITIAL(S)

SUFFIX

7c MAILING ADDRESS

D.N. Galil Elyon

CITY

Kfar Blum

STATE

POSTAL CODE

12150

COUNTRY

ISR

8.  COLLATERAL CHANGE: Also check one of these four boxes:  ADD collateral  DELETE collateral  RESTATE covered collateral  ASSIGN collateral

Indicate collateral.

9. NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT: Provide only one name (9a or 9b) (name of Assignor, if this is an Assignment)

If this is an Amendment authorized by a DEBTOR, check here  and provide name of authorizing Debtor

9a ORGANIZATION'S NAME

Agility Capital II, LLC

OR 9b INDIVIDUAL'S SURNAME

FIRST PERSONAL NAME

ADDITIONAL NAME(S)/INITIAL(S)

SUFFIX

10. OPTIONAL FILER REFERENCE DATA:

International Association of Commercial Administrators (IACA)

FILING OFFICE COPY — UCC FINANCING STATEMENT AMENDMENT (Form UCC3) (Rev. 04/20/11)

TRADEMARK

REEL: 005115 FRAME: 0767

RECORDED: 09/18/2013