

## Agreement for the Distribution of Estate Assets

This Agreement for the Distribution of Estate Assets is made and entered into this 30<sup>th</sup> day of ~~August~~ <sup>January</sup>, 2009 by and between:

Carol Isaacs, of 18 Eton Rise, Eton College Road, London, England  
(hereinafter: "Carol");

of the first part

and

Helen Ruth Isaacs, of 64 Martlesham Walk, London, England  
(hereinafter: "Helen")

of the other part

Whereas: Carol and Helen (hereinafter: the "Heirs") are the legal heirs of their late mother, Claire Isaacs z<sup>l</sup>, who at the time of her death held UK Passport Number P038497174, and passed away on November 5, 2008 (hereinafter: the "Testatrix"); and

Whereas: The Testatrix left her last will and testament dated February 27<sup>th</sup>, 2006 (hereinafter: the "Will"); and

Whereas: Pursuant to the Will, the Heirs are the sole heirs of the remainder of the Testatrix's estate after the distribution of specific bequests detailed in Section 4 of the Will (hereinafter: the "Estate"); and

Whereas: Carol has applied to the Registrar of Inheritance Matters in Jerusalem, Israel for a probate order relating to the Estate and, accordingly, the assets of the Estate (hereinafter: the "Assets") have not yet been divided amongst the Heirs; and

Whereas: The Heirs wish to divide and distribute the Assets amongst themselves in accordance with section 125 of the Israeli Inheritance Law - 1965, as per the provisions of this Agreement;

NOW, THEREFORE, in consideration of their mutual undertakings hereunder, the parties hereby agree as follows:

### Preamble and Headings

1. The preamble to this Agreement, including the declarations and representations of the parties therein is incorporated herein and constitutes an integral part hereof.
2. The headings in this Agreement are for purposes of convenience only and shall not be used in its construction or interpretation.

Assets in Israel

3. All Assets located in Israel (hereinafter: the "Israeli Assets") shall be distributed to Carol, including the following properties and/or bank accounts:
- a. 6 plots of land located in Kiryat Atta and registered in the Haifa Lands Registry as follows:
    - i. Block 11042 Parcel 8;
    - ii. Block 11042 Parcel 55;
    - iii. Block 11042 Parcel 85;
    - iv. Block 11042 Parcel 103;
    - v. Block 11043 Parcel 64;
    - vi. Block 11043 Parcel 90.
  - b. Account number 300031515 in Bank of Jerusalem, Branch number 030, 18 Keren Hayesod Street, Jerusalem.

Assets outside of Israel

4. All Assets located in the United Kingdom or elsewhere in Europe, shall be distributed in strict accordance with the provisions of the Will.

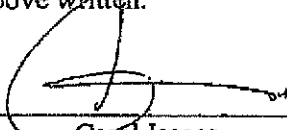
Compensation and Claim

5. No Heir shall be obligated to compensate the other in any manner in consideration of the distribution of the Estate in accordance with this Agreement.
6. The Heirs hereby agree to waive all claims with regards to the division of the Estate, subject to the distribution of the Assets in accordance with this Agreement.

General Provisions

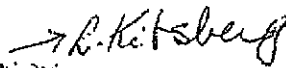
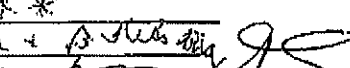
7. The provisions of this Agreement reflect the entire agreement of the parties hereto regarding the subject matter hereof.
8. This Agreement shall be governed by and construed in accordance with the laws of the State of Israel.

IN WITNESS WHEREOF the Heirs have executed this Agreement on the date first above written.

CI\*   
\_\_\_\_\_  
Carol Isaacs

RI\* H. Isaacs  
\_\_\_\_\_  
Helen Ruth Isaacs

Trustees for Helen Ruth Isaacs:

- 1. Louise Kitsberg 
- 2. Barrie Kitsberg 
- 3. Yvonne Hay 