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**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

LEIGHTON TECHNOLOGIES LLC

Plaintiff,

-against-

ON TRACK INNOVATIONS, LTD.,  
OTI AMERICA, INC.,  
PURERFID, INC., and  
SUPERCOM LTD.

Defendants.

Civil Action No.: 1:13-cv-8037-KPF

ECF Case

**JOINT STIPULATION OF DISMISSAL WITH PREJUDICE AS TO DEFENDANTS  
ON TRACK INNOVATIONS, LTD AND OTI AMERICA, INC.**

Whereas, Plaintiff Leighton Technologies LLC and Defendants On Track Innovations, LTD and OTI America, Inc. (collectively the "OTI Defendants"), hereby stipulate and agree, by and through their respective undersigned attorneys, that all claims by Plaintiff Leighton Technologies LLC against the OTI Defendants, and all counterclaims by the OTI Defendants against Plaintiff Leighton Technologies LLC in the above-captioned action are hereby dismissed with prejudice, pursuant to Rules 41(a)(1)(A)(i) and (ii) of the Federal Rules of Civil Procedure subject to the terms of this Order and a Confidential Settlement and Non-Exclusive License Agreement.

NOW THEREFORE, it is ordered as follows:

1. The parties shall comply with the terms of their Confidential Settlement and Non-Exclusive License Agreement entered into on February 28, 2014.

2. The claims by Leighton Technologies LLC against OTI Defendants are hereby dismissed with prejudice.

3. Each party to bear its own costs and attorneys' fees.

Dated: February 28, 2014

Respectfully submitted,

By: /s/ David Loewenstein  
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*Attorneys for Plaintiff Leighton Technologies  
LLC.*

Dated: March 3, 2014  
New York, New York

SO ORDERED.



HON. KATHERINE POLK FAILLA  
UNITED STATES DISTRICT JUDGE

**CERTIFICATE OF SERVICE**

I hereby certify that all counsel of record who have consented to electronic service are being served with a copy of this document via the Court's CM/ECF system per Local Civil Rule 5.2(a) on this 28th day of February, 2014. An electronic copy of the foregoing will be emailed to David Loewenstein (dloewenstein@pearlcohen.com), counsel for Defendants On Track Innovations, LTD and OTI America, Inc.

/s/ Dmitry Kheyfits

Dmitry Kheyfits