

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Venus Technologies Ltd.		07/19/2010	Limited Company: ISRAEL
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Venus Concept Ltd.		
<b>Street Address:</b>	62 H'Hermesh		
<b>City:</b>	Karmiel		
<b>State/Country:</b>	ISRAEL		
<b>Postal Code:</b>	2165		
<b>Entity Type:</b>	Limited Company: ISRAEL		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	77713180	(MP) <sup>2</sup>	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(305)830-2605		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	3058302600		
<b>Email:</b>	tmmiami@fggbb.com		
<b>Correspondent Name:</b>	Fleit Gibbons Gutman Bongini & Bianco PL		
<b>Address Line 1:</b>	21355 E. Dixie Highway		
<b>Address Line 2:</b>	Suite 115		
<b>Address Line 4:</b>	Aventura, FLORIDA 33180		
<b>ATTORNEY DOCKET NUMBER:</b>	7057-T09-082		
<b>DOMESTIC REPRESENTATIVE</b>			
<b>Name:</b>			
<b>Address Line 1:</b>			
<b>Address Line 2:</b>			

OP \$40.00 77713180

**900170934**

**TRADEMARK  
 REEL: 004272 FRAME: 0431**

Address Line 3:

Address Line 4:

NAME OF SUBMITTER:

Leticia Guerra

Signature:

/Leticia Guerra/

Date:

09/03/2010

Total Attachments: 2

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**ASSIGNMENT**

This ASSIGNMENT made this 19 day of July, 2010, by and between **VENUS TECHNOLOGIES LTD.**, a limited company organized and existing under and by virtue of the laws of Israel, having a place of business at 38 Ha'Barzel St., Tel Aviv 69710, Israel (hereinafter "Assignor"), and **VENUS CONCEPT LTD.**, a limited company organized and existing under and by virtue of the laws of Israel, having a place of business at 62 H'Hermesh, Karmiel 2165, Israel (hereinafter "Assignee").

WHEREAS, pursuant to the terms of a Purchase and Sale Agreement between the parties, Assignor has sold and transferred to Assignee certain assets of Assignor's business regarding a portion of Assignor's business, including without limitation, the trademark "**(MP)<sup>2</sup>**" in U.S. Application Serial No. 77/713,180, together with the goodwill symbolized by the **Mark**;

WHEREAS, the parties desire to enter into this Assignment in furtherance of said Purchase and Sale Agreement for the purpose of transferring all right, title, and interest in and to said Marks, together with the goodwill of the business symbolized by the **Mark**;

NOW, THEREFORE, in consideration of the terms and conditions provided in the aforementioned Purchase and Sale Agreement and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby assign, sell, transfer and set over to Assignee, its successors and assigns, all rights, title, and interest in and to the **Mark**, together with the goodwill of the business symbolized by said **Mark**, in the United States, its territories and possessions, and all foreign countries throughout the world, as well as all rights of action and recovery for past, present, and future infringements thereof for the full term and all subsequent terms of the registrations as fully and entirely as the same would have been held and enjoyed by the Assignor had this Assignment not been made. This assignment is made free and clear of any liens and encumbrances.

IN WITNESS WHEREOF, the parties have executed this ASSIGNMENT as of the date  
below.

Signed at Tel-Aviv on the 19<sup>th</sup> day of July, 2010

**ASSIGNOR:**

**VENUS TECHNOLOGIES LTD.**

By: \_\_\_\_\_

Name: ODED RON - EDVTE

Title: chairman.

נוס טכנולוגיות  
514246836 .פ.ח

Signed at Tel-Aviv on this 19<sup>th</sup> day of July, 2010

**ASSIGNEE:**

**VENUS CONCEPT LTD.**

By: \_\_\_\_\_

Name: ODED RON - EDVTE

Title: chairman.

נוס ספנס בי"ס  
514246836 .פ.ח