

## TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT														
NATURE OF CONVEYANCE:	MERGER														
EFFECTIVE DATE:	12/31/2011														
CONVEYING PARTY DATA															
<table border="1"> <thead> <tr> <th>Name</th> <th>Formerly</th> <th>Execution Date</th> <th>Entity Type</th> </tr> </thead> <tbody> <tr> <td>PROCYTE CORPORATION</td> <td></td> <td>12/31/2011</td> <td>CORPORATION: WASHINGTON</td> </tr> </tbody> </table>				Name	Formerly	Execution Date	Entity Type	PROCYTE CORPORATION		12/31/2011	CORPORATION: WASHINGTON				
Name	Formerly	Execution Date	Entity Type												
PROCYTE CORPORATION		12/31/2011	CORPORATION: WASHINGTON												
RECEIVING PARTY DATA															
<table border="1"> <tr> <td>Name:</td> <td>PHOTOMEDEX, INC.</td> </tr> <tr> <td>Street Address:</td> <td>147 Keystone Drive</td> </tr> <tr> <td>City:</td> <td>Montgomeryville</td> </tr> <tr> <td>State/Country:</td> <td>PENNSYLVANIA</td> </tr> <tr> <td>Postal Code:</td> <td>18936</td> </tr> <tr> <td>Entity Type:</td> <td>CORPORATION: NEVADA</td> </tr> </table>				Name:	PHOTOMEDEX, INC.	Street Address:	147 Keystone Drive	City:	Montgomeryville	State/Country:	PENNSYLVANIA	Postal Code:	18936	Entity Type:	CORPORATION: NEVADA
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PROPERTY NUMBERS Total: 1															
<table border="1"> <thead> <tr> <th>Property Type</th> <th>Number</th> <th>Word Mark</th> </tr> </thead> <tbody> <tr> <td>Registration Number:</td> <td>2615906</td> <td>Z-SILC</td> </tr> </tbody> </table>				Property Type	Number	Word Mark	Registration Number:	2615906	Z-SILC						
Property Type	Number	Word Mark													
Registration Number:	2615906	Z-SILC													
CORRESPONDENCE DATA															
<p>Fax Number: 2063599000</p> <p><i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i></p> <p>Phone: 2063598000</p> <p>Email: pctrademarks@perkinscoie.com</p> <p>Correspondent Name: Lynne E. Graybeal c/o Perkins Coie LLP</p> <p>Address Line 1: 1201 Third Avenue, Suite 4900</p> <p>Address Line 4: Seattle, WASHINGTON 98101</p>															
ATTORNEY DOCKET NUMBER:	09556-4000.0024.US001														
NAME OF SUBMITTER:	Lynne E. Graybeal														
Signature:	/Lynne E. Graybeal/														

OP \$40.00 2615906

Date:

02/04/2013

**Total Attachments: 6**

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140193\*



ROSS MILLER  
Secretary of State  
204 North Carson Street, Suite 1  
Carson City, Nevada 89701-4620  
(775) 884-5708  
Website: www.nvsos.gov

Filed in the office of  Ross Miller Secretary of State State of Nevada	Document Number <b>20110914505-28</b>
	Filing Date and Time <b>12/29/2011 9:00 AM</b>
	Entity Number <b>E0624172010-9</b>

**Articles of Merger**  
(PURSUANT TO NRS 92A.200)  
**Page 1**

USE BLACK INK ONLY - DO NOT HIGHLIGHT

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**Articles of Merger**  
(Pursuant to NRS Chapter 92A)

**1) Name and jurisdiction of organization of each constituent entity (NRS 92A.200):**

If there are more than four merging entities, check box and attach an 8 1/2" x 11" blank sheet containing the required information for each additional entity from article one.

**PROCYTE CORPORATION**

Name of merging entity

**WASHINGTON**

Jurisdiction

**CORPORATION**

Entity type \*

Name of merging entity

Jurisdiction

**CORPORATION**

Entity type \*

Name of merging entity

Jurisdiction

**CORPORATION**

Entity type \*

Name of merging entity

Jurisdiction

Entity type \*

and,

**PHOTOMEDEX, INC.**

Name of surviving entity

**NEVADA**

Jurisdiction

**CORPORATION**

Entity type \*

\* Corporation, non-profit corporation, limited partnership, limited liability company or business trust

**Filing Fee: \$350.00**

This form must be accompanied by appropriate fees.

Nevada Secretary of State 92A Merger Page 1  
Revised: 10-25-10



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**Articles of Merger**  
 (PURSUANT TO NRS 92A.200)  
**Page 2**

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2) Forwarding address where copies of process may be sent by the Secretary of State of Nevada (if a foreign entity is the survivor in the merger - NRS 92A.180):

Attn: DAVIS WOODWARD, SECRETARY  
 c/o: PHOTOMEDEX, INC.  
 147 KEYSTONE DRIVE  
 MONTGOMERYVILLE, PA 18936

3) Choose one:

- The undersigned declares that a plan of merger has been adopted by each constituent entity (NRS 92A.200).
- The undersigned declares that a plan of merger has been adopted by the parent domestic entity (NRS 92A.180).

4) Owner's approval (NRS 92A.200) (options a, b or c must be used, as applicable, for each entity):

- If there are more than four merging entities, check box and attach an 8 1/2" x 11" blank sheet containing the required information for each additional entity from the appropriate section of article four.

(a) Owner's approval was not required from

Name of merging entity, if applicable

Name of merging entity, if applicable

Name of merging entity, if applicable

Name of merging entity, if applicable

and, or

PHOTOMEDEX, INC.

Name of surviving entity, if applicable

This form must be accompanied by appropriate fees.

Nevada Secretary of State 92A Merger Page 2  
 Revised: 10-25-10



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 (PURSUANT TO NRS 92A.200)  
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(b) The plan was approved by the required consent of the owners of\*:

PROCYTE CORPORATION  
 Name of merging entity, if applicable

Name of merging entity, if applicable

Name of merging entity, if applicable

Name of merging entity, if applicable

and, or:

Name of surviving entity, if applicable

\* Unless otherwise provided in the certificate of trust or governing instrument of a business trust, a merger must be approved by all the trustees and beneficial owners of each business trust that is a constituent entity in the merger.

This form must be accompanied by appropriate fees.

Nevada Secretary of State 92A Merger Page 3  
 Revised: 10-25-10



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**Articles of Merger**  
 (PURSUANT TO NRS 92A.200)  
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(c) Approval of plan of merger for Nevada non-profit corporation (NRS 92A.160):

The plan of merger has been approved by the directors of the corporation and by each public officer or other person whose approval of the plan of merger is required by the articles of incorporation of the domestic corporation.

Name of merging entity, if applicable

Name of merging entity, if applicable

Name of merging entity, if applicable

Name of merging entity, if applicable

and, or,

Name of surviving entity, if applicable

*This form must be accompanied by appropriate fees.*

Nevada Secretary of State 92A Merger Page 4  
 Revised: 10-25-10



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**Articles of Merger**  
 (PURSUANT TO NRS 92A.200)  
 Page 5

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5) Amendments, if any, to the articles or certificate of the surviving entity. Provide article numbers, if available. (NRS 92A.200)\*:

6) Location of Plan of Merger (check a or b):

(a) The entire plan of merger is attached;

or

(b) The entire plan of merger is on file at the registered office of the surviving corporation, limited liability company or business trust, or at the records office address if a limited partnership, or other place of business of the surviving entity (NRS 92A.200).

7) Effective date (optional)\*\*:

DECEMBER 31, 2011

\* Amended and restated articles may be attached as an exhibit or integrated into the articles of merger. Please entitle them "Restated" or "Amended and Restated," accordingly. The form to accompany restated articles prescribed by the secretary of state must accompany the amended and/or restated articles. Pursuant to NRS 92A.180 (merger of subsidiary into parent - Nevada parent owning 90% or more of subsidiary), the articles of merger may not contain amendments to the constituent documents of the surviving entity except that the name of the surviving entity may be changed.

\*\* A merger takes effect upon filing the articles of merger or upon a later date as specified in the articles, which must not be more than 90 days after the articles are filed (NRS 92A.240).

This form must be accompanied by appropriate fees.

Nevada Secretary of State 92A Merger Page 5  
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**Articles of Merger**  
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**Page 6**

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8) Signatures - Must be signed by: An officer of each Nevada corporation; All general partners of each Nevada limited partnership; All general partners of each Nevada limited liability limited partnership; A manager of each Nevada limited liability company with managers or one member if there are no managers; A trustee of each Nevada business trust (NRS 92A.230)\*

If there are more than four merging entities, check box and attach an 8 1/2" x 11" blank sheet containing the required information for each additional entity from article eight.

PROCYTE CORPORATION

Name of merging entity

X *Thomas Woodward*  
 Signature

SECRETARY  
 Title

Date: *12-29-11*

Name of merging entity

X

Signature

Title

Date

Name of merging entity

X

Signature

Title

Date

Name of merging entity

X

Signature

Title

Date

and

PHOTOMEDEX, INC.

Name of surviving entity

X *Thomas Woodward*  
 Signature

SECRETARY  
 Title

Date: *12-29-11*

\* The articles of merger must be signed by each foreign constituent entity in the manner provided by the law governing it (NRS 92A.230). Additional signature blocks may be added to this page or as an attachment, as needed.

**IMPORTANT:** Failure to include any of the above information and submit with the proper fees may cause this filing to be rejected.

This form must be accompanied by appropriate fees.

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 Revised: 10-25-10