

**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>
SOL-GEL TECHNOLOGIES LTD.		11/09/2008	CORPORATION: ISRAEL
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	MERCK KGAA		
<b>Street Address:</b>	Frankfurter Strasse 250		
<b>City:</b>	D-64293 Darmstadt		
<b>State/Country:</b>	GERMANY		
<b>Entity Type:</b>	partnership limited by shares: GERMANY		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3002191	UV-PEARLS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(212)292-5391		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Email:</b>	mail@ipcounselors.com		
<b>Correspondent Name:</b>	William C. Wright		
<b>Address Line 1:</b>	60 East 42nd Street, Suite 820		
<b>Address Line 4:</b>	New York, NEW YORK 10165		
<b>DOMESTIC REPRESENTATIVE</b>			
<b>Name:</b>	William C. Wright		
<b>Address Line 1:</b>	60 East 42nd Street, Suite 820		
<b>Address Line 4:</b>	New York, NEW YORK 10165		
<b>NAME OF SUBMITTER:</b>	William C. Wright		
<b>Signature:</b>	/William C. Wright/		

OP \$40.00 3002191

Date:

11/11/2008

Total Attachments: 1  
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U.S.A.

**TRADEMARK**  
**DEED OF ASSIGNMENT**

This Trademark Deed of Assignment is between SOL-GEL TECHNOLOGIES LTD., a corporation organized and existing under the laws of the State of Israel, located and doing business at Industrial Zone West, Beit Shemesh, 69100 Israel (hereinafter the "ASSIGNOR"), and MERCK KGAA, a partnership limited by shares, organized and existing under the laws of Germany, located and doing business at Frankfurter Strasse 250, D-64293 Darmstadt, Germany (hereinafter the "ASSIGNEE").

**WHEREAS**, ASSIGNOR is the owner of the trademark UV-PEARLS and the U.S. registration thereof, Reg. No. 3,002,191, dated September 27, 2005; and

**WHEREAS**, ASSIGNEE, is desirous of acquiring all rights, title and interest in and to said trademark, together with registration thereof, the goodwill of the business symbolized thereby, and the right to sue and collect damages for any past or present infringement with respect to said trademark.

**NOW, THEREFORE**, for good and valuable consideration, the receipt of which is hereby acknowledged, said ASSIGNOR does hereby assign and transfer unto said ASSIGNEE, its successors and assigns, all of its rights, title and interest in and to said trademark together with the registration thereof, the goodwill of the business symbolized thereby, and the right to sue and collect damages for any past or present infringement with respect to said trademark.

ASSIGNOR further agrees to execute any other or further documents which may be reasonably necessary for the protection or perfection of any right, title or interest herein acquired by ASSIGNEE.

**IN WITNESS WHEREOF**, said ASSIGNOR has hereunto executed this instrument on this 9  
day of November, 2008.

**SOL-GEL TECHNOLOGIES LTD.**

By:

**SOL-GEL TECHNOLOGIES LTD.**

Print Name: Alon Seri-Levy  
Title: CEO