

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT2761102

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	01/31/2013		
CONVEYING PARTY DATA			
Name			Execution Date
ON DEMAND REAL TIME LLC			01/31/2013
RECEIVING PARTY DATA			
Name:	LIVECLIPS LLC		
Street Address:	ONE LANDMARK SQUARE		
Internal Address:	14TH FLOOR		
City:	STAMFORD		
State/Country:	CONNECTICUT		
Postal Code:	06901		
PROPERTY NUMBERS Total: 4			
Property Type	Number		
Application Number:	12272170		
PCT Number:	US2012038516		
Application Number:	13111738		
PCT Number:	US2009064573		
CORRESPONDENCE DATA			
Fax Number:			
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Email:	ptopatentcommunication@lockelord.com		
Correspondent Name:	LOCKE LORD LLP		
Address Line 1:	3 WORLD FINANCIAL CENTER		
Address Line 2:	20TH FLOOR		
Address Line 4:	NEW YORK, NEW YORK 10281		
ATTORNEY DOCKET NUMBER:	1004346.001US		
NAME OF SUBMITTER:	JOSEPH A. FARCO		
SIGNATURE:	/s/ Joseph A. Farco		
DATE SIGNED:	03/10/2014		
Total Attachments: 6			
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AGREEMENT AND PLAN OF MERGER

OF

**ON DEMAND REAL TIME LLC,
A New York Limited Liability Company**

INTO

**LIVECLIPS LLC,
A Delaware Limited Liability Company**

THIS AGREEMENT AND PLAN OF MERGER (this "Agreement") dated as of January 31, 2013, is made by and between ON DEMAND REAL TIME LLC, a New York limited liability company ("ODRT"), and LIVECLIPS LLC, a Delaware limited liability company (the "Company," and together with ODRT, the "Constituent Entities").

NOW, THEREFORE, in consideration of the mutual covenants and agreements herein contained, and for the purpose of merging ODRT with and into the Company (the "Merger"), and setting forth the terms and conditions of the Merger and the mode of carrying the same into effect, ODRT and the Company hereby, intending to be legally bound, agree as follows:

**ARTICLE I
The Merger**

Section 1.1. Merger. Subject to the terms and conditions hereof, on the Effective Date (as hereinafter defined), ODRT shall be merged with and into the Company, and the separate limited liability company existence of ODRT shall cease and the Company, as the surviving entity in the Merger (the "Surviving Entity"), shall succeed to and assume all of the rights and obligations of ODRT.

Section 1.2. Effective Date. The Merger shall become effective (the "Effective Date") upon the filing of (i) a Certificate of Merger with the Secretary of State of the State of Delaware, (the "DE Certificate"), and (ii) a Certificate of Merger with the New York Department of State

(the "NY Certificate").

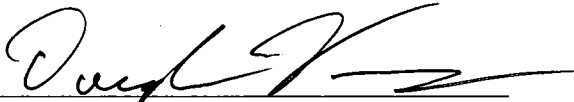
Section 1.3. Certain Effects of Merger. On the Effective Date, the separate limited liability company existence of ODRT shall cease, and ODRT shall be merged with and into the Company, which, as the Surviving Entity, shall thereupon and thereafter possess all of the rights and liabilities of the Constituent Entities. If at any time the Surviving Entity shall consider or be advised that any further assignment or assurances in law or any things are necessary or desirable to vest in the Surviving Entity, according to the terms hereof, the title to any property or rights of ODRT, the last acting officers and directors of ODRT, as the case may be, or the corresponding officers and directors of the Surviving Entity shall and will execute and make all such proper assignments and assurances and do all things necessary or proper to vest title to such property or rights in the Surviving Entity, and otherwise carry out the purposes of this Agreement.

ARTICLE IV
Assets and Liabilities

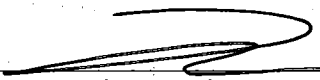
Section 4.1. Assets and Liabilities of ODRT. As of the Effective Date, all of the rights, privileges, powers and franchises and all property and assets of every kind and description of ODRT shall be vested in and be enjoyed by the Company, without further act or deed, and all the assets and interests of every kind of ODRT, including all debts due to it of whatever kind, shall be the property of the Company. All rights of creditors and all liens upon any property of either shall be preserved unimpaired, and all debts, liabilities and obligations of ODRT shall attach to the Company and may be enforced against it to the same extent as if such debts, liabilities and obligations had been incurred or contracted originally by it.

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be executed by their officers thereunto duly authorized, all effective as of the day and year first above written.

ON DEMAND REAL TIME LLC,
A New York Limited Liability Company

By: 
Name: Douglas Vunic
Title: President & Chief Technology Officer

LIVECLIPS LLC,
A Delaware Limited Liability Company

By: 
Name: Lewis D. Bakes
Title: Manager

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

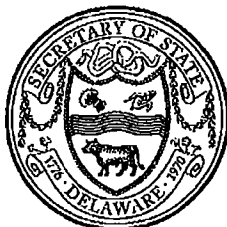
"ON DEMAND REAL TIME LLC", A NEW YORK LIMITED LIABILITY COMPANY,


WITH AND INTO "LIVECLIPS LLC" UNDER THE NAME OF "LIVECLIPS LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF JANUARY, A.D. 2013, AT 10:42 O'CLOCK A.M.

5179228 8100M

130112520

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0189435

DATE: 02-04-13

PATENT
REEL: 032396 FRAME: 0650

**STATE OF DELAWARE
CERTIFICATE OF MERGER
OF
A FOREIGN LIMITED LIABILITY COMPANY
INTO
A DOMESTIC LIMITED LIABILITY COMPANY**

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Company Act.

FIRST: The name of the parties to the merger are LIVECLIPS LLC, a limited liability company organized and existing under the laws of the State of Delaware (the "Company"), and ON DEMAND REAL TIME LLC, a limited liability company organized and existing under the laws of the State of New York ("ODRT").

SECOND: An Agreement and Plan of Merger has been approved and executed by each of the Company and ODRT.

THIRD: The name of the surviving company in the merger is LiveClips LLC, a Delaware limited liability company (the "Surviving Company").

FOURTH: The effective date of the merger shall be upon the filing of this Certificate of Merger with the Delaware Secretary of State.

FIFTH: The Agreement and Plan of Merger is on file at a place of business of the Surviving Company and the address thereof is Two Stamford Plaza, 12th Floor, 281 Tresser Boulevard, Stamford, Connecticut 06901.

SIXTH: A copy of the Agreement and Plan of Merger will be furnished by the Surviving Company, upon request and without cost, to any member of any domestic LLC or any person holding an interest in any other business entity which is to merge or consolidate.

Dated as of January 31, 2013.

MERGING COMPANY:

ON DEMAND REAL TIME LLC, a New York
Limited Liability Company

By: 
Name: Douglas Yunic
Title: President & Chief Technology Officer

SURVIVING COMPANY:

LIVECLIPS LLC,
a Delaware Limited Liability Company

By: 
Name: Lewis Bakes
Title: Authorized Signatory

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