

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT2927599

SUBMISSION TYPE:	NEW ASSIGNMENT	
NATURE OF CONVEYANCE:	ASSIGNMENT	
CONVEYING PARTY DATA		
	Name	Execution Date
	ENDEAVORS TECHNOLOGIES, INC.	10/22/2012
RECEIVING PARTY DATA		
Name:	NUMECENT HOLDINGS, INC.	
Street Address:	15635 ALTON PARKWAY	
Internal Address:	SUITE 100	
City:	IRVINE	
State/Country:	CALIFORNIA	
Postal Code:	92618	
PROPERTY NUMBERS Total: 1		
	Property Type	Number
	Application Number:	14324571
CORRESPONDENCE DATA		
Fax Number:	(650)815-2601	
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	(650)815-2600	
Email:	acollette@sheppardmullin.com	
Correspondent Name:	SHEPPARD, MULLIN, RICHTER & HAMPTON LLP	
Address Line 1:	379 LYTTON AVENUE	
Address Line 4:	PALO ALTO, CALIFORNIA 94301	
ATTORNEY DOCKET NUMBER:	33PG-200468	
NAME OF SUBMITTER:	WILLIAM F. AHMANN	
SIGNATURE:	/William F. Ahmann/	
DATE SIGNED:	07/07/2014	
Total Attachments: 8		
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**ACTION BY UNANIMOUS WRITTEN CONSENT
IN LIEU OF A SPECIAL MEETING
OF THE DIRECTORS OF
ENDEAVORS TECHNOLOGIES, INC.,
a California corporation**

Effective as of October 22, 2012

The undersigned, being all of the directors of Endeavors Technologies, Inc. (the **"Corporation"**), acting pursuant to the authority vested in the undersigned by Section 307(b) of the California General Corporation Law and the Bylaws of the Corporation, hereby consent to and adopt the following recitals and resolutions by unanimous written consent in lieu of a special meeting of the Board of Directors of the Corporation (the **"Board"**), which recitals and resolutions shall be valid and effective as if adopted at a duly called, noticed and held special meeting of the Board.

DECLARATION OF DIVIDEND OF INTELLECTUAL PROPERTY

WHEREAS, as of the date hereof, the Corporation is the owner of certain intellectual property (the **"Intellectual Property"**) set forth on **Exhibit A** attached hereto and incorporated herein by reference;

WHEREAS, the Board deems it to be in the best interests of the Corporation and its shareholders to approve and declare a dividend (the **"Dividend"**) of the Intellectual Property to Numecent Holdings, Inc., a Delaware corporation and sole shareholder of the Corporation (**"Numecent Holdings"**), such that Numecent Holdings will be entitled to the assignment of the Intellectual Property on the record date, substantially as set forth in the form of Assignment attached hereto as **Exhibit B** and incorporated herein by reference;

WHEREAS, the record date for the Dividend is fixed as October 30, 2012, with a distribution date of October 31, 2012;

WHEREAS, in compliance and accordance with Section 500(a)(2) of the California Corporations Code, the Board has determined in good faith that the value of the Corporation's assets immediately after the distribution of the Dividend will be equal to or exceed the sum of its total liabilities plus the preferential rights amount immediately after the distribution;

WHEREAS, the Board has determined that the distribution of the Dividend is not prohibited under Section 501 of the California Corporations Code based on review of the

Corporation's Financial Statements prepared on the basis of accounting practices and principles that are reasonable under the circumstances.

NOW, THEREFORE, BE IT RESOLVED, that the Board hereby approves and declares a dividend of the Intellectual Property listed on the attached Exhibit A to Numecent Holdings, such that Numecent Holdings will be entitled to the Intellectual Property as assigned by the Assignment substantially in the form attached hereto as Exhibit B on the record date (which is fixed as October 30, 2012), to be distributed on or about October 31, 2012, subject to applicable provisions of federal and California state law;

RESOLVED FURTHER, that the Dividend complies with and is in accordance with the provisions of Sections 500 and 501 of the California Corporations Code.

RESOLVED FURTHER, that the officers of the Corporation are, and each of them hereby is, authorized to do any and all acts and to execute and deliver any and all documents, proxies, certificates, information statements and other instruments, including notices, certifications and the Assignment as required by the United States Patent and Trademark Office with respect to the Dividend authorized and declared by the Board in the foregoing resolutions or that otherwise may be necessary or appropriate to effect or formalize such dividend;

RESOLVED FURTHER, that the officers of the Corporation are, and each of them hereby is, authorized, directed and empowered in the name and on behalf of the Corporation to execute all applications, certificates, assignments, agreements or any other instrument or document or amendment or supplement thereto, and to do and to cause to be done all other acts and things as such officers in their discretion may deem necessary or appropriate, in order to carry out the purposes and intentions of all of the foregoing resolutions.

GENERAL AUTHORITY

RESOLVED, that the officers of the Corporation are, and each of them hereby is, authorized and directed to take such actions and to execute such other agreements, assignments, documents and instruments as such officers or officer may deem necessary or advisable in order to effect the purposes and intentions of all of the foregoing resolutions;

RESOLVED FURTHER, that every act, action, agreement, assignment, document or instrument done, performed, made, executed or delivered by, on behalf of or in the name of the Corporation in order to carry out the purposes and intentions of the foregoing resolutions hereby is authorized, approved and ratified in all respects;

RESOLVED FURTHER, that the Secretary or any Assistant Secretary of the Corporation hereby is authorized to certify and deliver a copy of these resolutions, or any one or more of them, to such persons, corporations, entities or firms as such Secretary or Assistant Secretary may deem necessary or advisable;

RESOLVED FURTHER, that the Secretary or any Assistant Secretary of the Corporation hereby is authorized and directed to file this Action by Unanimous Written Consent in Lieu of a Special Meeting of the Directors of the Corporation in the Minute Book of the Corporation.

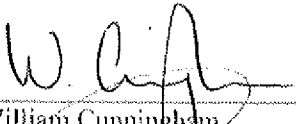
**COUNTERPART EXECUTION;
FACSIMILE OR OTHER ELECTRONIC TRANSMISSION**

RESOLVED, that this Action by Unanimous Written Consent in Lieu of a Special Meeting of the Directors of the Corporation may be executed in counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same original;


RESOLVED FURTHER, that the directors of the Corporation may deliver their executed counterparts of this Action by Unanimous Written Consent in Lieu of a Special Meeting of the Directors of the Corporation to the Secretary of the Corporation by facsimile or other electronic transmission (including email), and no confirmation of such delivery by the mailing or personal delivery of an executed original of this Action by Unanimous Written Consent in Lieu of a Special Meeting of the Directors of the Corporation to the Secretary of the Corporation shall be required in order for this Action by Unanimous Written Consent in Lieu of a Special Meeting of the Directors of the Corporation to be effective.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned, being all of the directors of the Corporation, have executed this Action by Unanimous Written Consent in Lieu of a Special Meeting of the Directors of Endeavors Technologies, Inc. to be effective as of the date first set forth above.



William Cunningham,
Director



Osman Kent,
Director

[SIGNATURE PAGE TO ACTION BY UNANIMOUS WRITTEN CONSENT
IN LIEU OF A SPECIAL MEETING OF THE DIRECTORS OF
ENDEAVORS TECHNOLOGIES, INC.]

EXHIBIT A

ENDEAVORS TECHNOLOGIES, INC.
PATENT PORTFOLIO SUMMARY
Q4 2012

(See attached)

Revised

**Endeavors Technologies, Inc. — Patent Portfolio Summary
Q4 2012**

Title	Ctry	Status	Appl. No.	Filed	Grant No.	Grant Date
Intelligent Network Streaming And Execution System For Conventionally Coded Applications	US	Granted	09/784,699	02/14/01	7,062,567	06/13/06
Client Installation And Execution System For Streamed Applications	US	Granted	09/827,030	04/05/01	6,918,113	07/12/05
Client-Side Performance Optimization System For Streamed Applications	US	Granted	09/858,260	05/15/01	6,959,320	10/25/05
Optimized Server For Streamed Applications	US	Pending	10/005,729	11/06/01		
Network Caching System For Streamed Applications	US	Granted	10/010,147	11/06/01	7,043,524	05/09/06
Intelligent Network Streaming And Execution System For Conventionally Coded Applications [Continuation of 09/784,699]	US	Allowed	11/453,301	06/13/06		
Rule-Based Application Access Management	US	Granted	11/977,187	10/23/07	8,261,345	09/04/12
Deriving Component Statistics For A Stream-Enabled Application	US	Pending	12/062,766	04/08/08		
Opportunistic Block Transmission With Time Constraints	US	Granted	12/062,789	04/08/08	8,024,523	09/20/11
Opportunistic Block Transmission With Time Constraints [Continuation of 12/062,789]	US	Pending	13/234,950	09/16/11		
Opportunistic Block Transmission With Time Constraints [Continuation of 13/234,950]	US	Pending	13/462,677	05/02/12		
Rule-Based Application Access Management [Continuation of 11/977,187]	US	Pending	13/594,041	08/24/12		
Rule-Based Application Access Management [Divisional of 11/977,187]	US	Pending	13/594,546	08/24/12		
Intelligent Network Streaming And Execution System For Conventionally Coded Applications [Continuation of 11/453,301]	US	Pending	13/685,484	11/26/12		

EXHIBIT B
FORM OF PATENT ASSIGNMENT

(See attached)

PATENT ASSIGNMENT

THIS PATENT ASSIGNMENT (this "Assignment") is made as of October 22, 2012 (the "Effective Date"), by and between, Endeavors Technologies, Inc., a California corporation ("Assignor"), and Numecent Holdings, Inc., a Delaware corporation ("Assignee").

WHEREAS, Assignor is the owner of the patents and patent applications set forth in Exhibit A hereto (collectively, "Patents"); and

WHEREAS, Assignee desires to acquire by formal, recordable assignment the entire right, title and interest in and to the Patents.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee, the entire right, title and interest in and to the Patents in the United States and throughout the world, including any progeny thereof, such as continuation, divisional, and continuation-in-part applications; any ensuing U.S. or foreign Letters Patent that may issue from the Patents or its progeny; and any patents that may issue from reexamination or reissue proceedings of the ensuing U.S. or foreign Letters Patent.

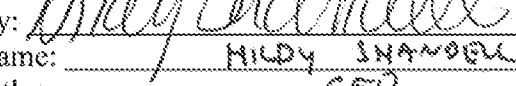
NOW, THEREFORE, for the same good and valuable consideration, Assignor hereby sells, assigns and transfers to Assignee, the right to file foreign applications directly in the name of Assignee and to claim for any such foreign applications and foreign Letters Patent any priority rights to which such applications are entitled under international conventions, treaties or otherwise.

Further, Assignor agrees that, upon request and without further compensation, but at no expense to Assignor, it and its legal representatives and assigns will perform all lawful acts, including the execution of papers and the giving of testimony, that might be necessary or desirable for obtaining, sustaining, reissuing or enforcing Letters Patent in the United States and throughout the world pursuant to the Patents, and for perfecting, recording or maintaining the title of Assignee, its successors and assigns, to any such Letters Patent in the United States and throughout the world.

Assignor represents and warrants that it has not granted and will not grant to others any rights inconsistent with the rights granted by this Assignment.

Assignor authorizes and requests the Commissioner of Patents and Trademarks of the United States and of all foreign countries to issue any Letters Patent granted pursuant to the Patents, to Assignee, its successors and assigns, as the assignee of the entire interest in the Patents.

Assignor
Endeavors Technologies, Inc.

By: 
Name: HILDY STANDER
Title: CEO