

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT4137134

SUBMISSION TYPE:	NEW ASSIGNMENT	
NATURE OF CONVEYANCE:	ASSIGNMENT	
CONVEYING PARTY DATA		
	Name	Execution Date
	HARBOR THERAPEUTICS, INC.	12/09/2014
RECEIVING PARTY DATA		
Name:	RESERVA LLC	
Street Address:	11601 WILSHIRE BLVD, SUITE 950	
City:	LOS ANGELES	
State/Country:	CALIFORNIA	
Postal Code:	90025	
PROPERTY NUMBERS Total: 1		
	Property Type	Number
	Application Number:	15348107
CORRESPONDENCE DATA		
Fax Number:		
<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:	858-246-6838	
Email:	dmuenchau@neurmedixinc.com	
Correspondent Name:	NEURMEDIX, INC.	
Address Line 1:	6165 GREENWICH DRIVE	
Address Line 2:	SUITE 150	
Address Line 4:	SAN DIEGO, CALIFORNIA 92122	
ATTORNEY DOCKET NUMBER:	340.1CRC	
NAME OF SUBMITTER:	DARYL D MUENCHAU	
SIGNATURE:	/Daryl D Muenchau/	
DATE SIGNED:	11/10/2016	
Total Attachments: 21		
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INTELLECTUAL PROPERTY TRANSFER AND ASSIGNMENT AGREEMENT

This Intellectual Property Transfer and Assignment Agreement (“**IP Transfer and Assignment**”), dated as of December 9, 2014, is made by Harbor Therapeutics, Inc., a Delaware corporation (“**Seller**”), in favor of Reserva, LLC (“**Buyer**”), the purchaser of certain assets of Seller pursuant to an Asset Purchase Agreement by and among Seller, Harbor Diversified, Inc., a Delaware corporation (“**Parent**”), and Buyer, dated as of December 9, 2014 (the “**Asset Purchase Agreement**”).

RECITALS

WHEREAS, under the terms of the Asset Purchase Agreement, Seller has conveyed, transferred and assigned to Buyer, among other assets, certain intellectual property of Seller, and has agreed to execute and deliver this IP Transfer and Assignment, for recording with the United States Patent and Trademark Office and corresponding entities or agencies in any applicable jurisdictions; and

NOW THEREFORE, the parties agree as follows:

I. Assignment. For good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Seller hereby irrevocably conveys, transfers and assigns to Buyer, and Buyer hereby accepts, all of Seller’s right, title and interest in and to the following (the “**Assigned IP**”):

A. the patents and patent applications listed on Schedule A hereto, and any future patents that claim priority from or the benefit of the filing date of any of the patents listed on Schedule A, and including any and all extensions, supplementary protection certificates and the like with respect to any of the foregoing (the “**Patents**”);

B. issued, pending and abandoned U.S. and foreign trademarks and trademark applications set forth on Schedule B hereto (the “**Trademarks**”); and

C. all rights of any kind whatsoever of Seller accruing under any of the foregoing provided by applicable law of any jurisdiction, by international treaties and conventions and otherwise throughout the world.

II. Recordation and Further Actions. Seller hereby authorizes the Commissioner for Patents and the Commissioner for Trademarks in the United States Patent and Trademark Office and the officials of corresponding entities or agencies in any applicable jurisdictions to record and register this IP Transfer and Assignment upon request by Buyer. Following the date hereof, upon Buyer’s reasonable request and at Buyer’s sole cost and expense, Seller shall take such steps and actions, and provide such cooperation and assistance to Buyer and its successors, assigns and legal representatives as may be reasonably necessary to effect the assignment of the Assigned IP to Buyer, or any assignee or successor thereto.

III. Disclaimer of Representations and Warrants; Terms of the Asset Purchase Agreement. Seller, Parent and Buyer acknowledge and agree that no representations or warranties are made in this IP Transfer and Assignment. Seller, Parent and Buyer acknowledge and agree that this IP Transfer and Assignment is entered into pursuant to the Asset Purchase Agreement, to which reference is made for the exclusive statement of the rights and obligations of Seller, Parent and Buyer

with respect to the Assigned IP. Any and all representations, warranties, covenants, agreements, indemnities and limitations of liability relating to the Assigned IP are contained solely in the Asset Purchase Agreement.

IV. Counterparts. This IP Transfer and Assignment may be executed in counterparts, each of which shall be deemed an original, but all of which together shall be deemed to be one and the same agreement. A signed copy of this IP Transfer and Assignment delivered by facsimile, e-mail or other means of electronic transmission shall be deemed to have the same legal effect as delivery of an original signed copy of this IP Transfer and Assignment.

V. Successors and Assigns. This IP Transfer and Assignment shall be binding upon and shall inure to the benefit of the parties hereto and their respective successors and assigns.

VI. Governing Law. This IP Transfer and Assignment and any claim, controversy, dispute or cause of action (whether in contract, tort or otherwise) based upon, arising out of or relating to this IP Transfer and Assignment and the transactions contemplated hereby shall be governed by, and construed in accordance with, the laws of the United States and the State of New York, without giving effect to any choice or conflict of law provision or rule (whether of the State of New York or any other jurisdiction).

[Signature Page Follows]

IN WITNESS WHEREOF, Seller has duly executed and delivered this IP Transfer and Assignment as of the date first above written.

Harbor Therapeutics, Inc.

By: _____

Name: Salvatore Zizza
Title: Chairman

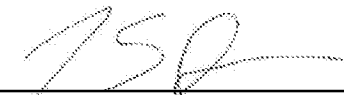
Harbor Diversified, Inc.

By: _____

Name: Salvatore Zizza
Title: Chairman

AGREED TO AND ACCEPTED:

Reserva, LLC

By:  _____

Name: Terren Peizer
Title: Chairman & Managing Member

IN WITNESS WHEREOF, Seller has duly executed and delivered this IP Transfer and Assignment as of the date first above written.

Harbor Therapeutics, Inc.

By: Salvatore Zizza

Name: Salvatore Zizza
Title: Chairman

Harbor Diversified, Inc.

By: Salvatore Zizza

Name: Salvatore Zizza
Title: Chairman

AGREED TO AND ACCEPTED:

Reserva, LLC

By: _____

Name: _____

Title: _____

SCHEDULE A

ASSIGNED PATENTS AND PATENT APPLICATIONS

U.S. Patent Office Customer No. 26551
Patent applications and issued patents

Application	Patent No.	Publication No.	Attorney Docket No.	Filing or 371(c) Date
PCT/US13/70754	-	-	354.2 WO	11-19-2013
PCT/US00/26848	-	-		09-28-2000
PCT/US13/50768	-	-	353.2 WO	07-16-2013
PCT/US11/65552	-	-	348.2 WO	12-16-2011
PCT/US11/65482	-	-	350.1 WO	12-16-2011
PCT/US11/65298	-	-	346.1 WO	12-15-2011
PCT/US10/58449	-	-	351.5 WO	11-30-2010
PCT/US09/58260	-	-	345.5 WO	09-24-2009
PCT/US09/46477	-	-	342.1 WO	06-05-2009
PCT/US09/39567	-	-	340.1 WO	04-03-2009
PCT/US09/33280	-	-	338.2 WO	02-05-2009
PCT/US08/73933	-	-	333.1WO	08-21-2008
PCT/US07/67235	-	-	323.6 WO	04-23-2007
PCT/US05/35786	-	-	318.3 WO	10-03-2005
PCT/US05/35020	-	-	314.3 WO	09-29-2005
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Worldwide patent filings

Country	Application Number	Filing Date
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United States of America	78231954	31-Mar-2003
United States of America	77283286	19-Sep-2007
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