

**III. Consent to Assignment.**

The Corporation consents to the foregoing Assignment and approves the admission of Kelvin Yan, Trustee of the 2013 Yan Family Trust, to the Corporation as substituted Stock Owner of equal status to the Assignor effective as of December 11, 2013, subject to all of the terms and conditions of the bylaws of the Corporation.

Executed at Irvine, California on December 11, 2013.

Apogee Inc., a California corporation

SOLE DIRECTOR:

A handwritten signature in dark ink, consisting of several vertical strokes and a long horizontal flourish, is written over a solid horizontal line.

Kelvin Yan