INTELLECTUAL PROPERTY DOCUMENT 32

PROPRIETARY TECHNOLOGY AND IP RIGHTS DECLARATION

1.0 PREAMBLE AND RECITALS

THIS INTELLECTUAL PROPERTY DOCUMENT (hereinafter referred to as "IP Document 32") is made and entered into as of January 15, 2024 (the "Effective Date"), by and on behalf of NEXUS INDUSTRIAL INTELLIGENCE, INC., a Delaware corporation with its principal place of business at 2500 Innovation Drive, Wilmington, Delaware 19801 (the "Company").

WHEREAS, the Company has developed and owns certain proprietary artificial intelligence and machine learning technologies, including but not limited to the NexusCore™ Industrial AI Platform, comprising computer vision systems, machine learning models, and edge computing solutions (collectively, the "Proprietary Technology");

WHEREAS, the Proprietary Technology incorporates advanced algorithmic methodologies, proprietary data processing frameworks, and innovative industrial automation solutions developed through substantial investment of time, resources, and expertise since the Company's inception in 2019;

WHEREAS, the Company has implemented rigorous security protocols, trade secret protection measures, and intellectual property management systems to safeguard its technological assets across all operational jurisdictions;

WHEREAS, the Company desires to formally document and declare its intellectual property rights, ownership, and protection measures relating to the Proprietary Technology;

WHEREAS, this IP Document 32 serves to establish comprehensive documentation of the Company's intellectual property assets and associated rights for corporate governance, investment due diligence, and regulatory compliance purposes;

WHEREAS, the Company maintains active patent applications, registered trademarks, and copyrighted materials related to the Proprietary Technology in multiple international jurisdictions;

NOW, THEREFORE, the Company hereby declares and documents the following:

2.0 DEFINITIONS AND INTERPRETATION

2.1 Defined Terms. For purposes of this IP Document 32, the following terms shall have the meanings set forth below:

(a) "Proprietary Technology" means the Company's proprietary software, algorithms, methodologies, and technical implementations, including: (i) The NexusCore™ Platform (ii) All associated machine learning models and algorithms (iii) Computer vision systems and implementations (iv) Edge computing solutions and architectures (v) All related documentation, source code, and technical specifications (vi) System architecture designs and deployment frameworks (vii) Custom-developed APIs and integration protocols (viii) Performance optimization techniques and methodologies

(b) "Intellectual Property Rights" means all rights in, to, and under: (i) Patents, patent applications, and patent rights (ii) Trade secrets and proprietary know-how (iii) Copyrights and copyright registrations (iv) Trademarks, service marks, and trademark registrations (v) Software and source code rights (vi) Data rights and database rights (vii) All other intellectual property rights whether registered or unregistered (viii) Industrial designs and utility models (ix) Mask works and integrated circuit topographies (x) Rights in confidential information and trade secrets

(c) "Machine Learning Models" means all artificial intelligence and machine learning algorithms, model architectures, training methodologies, and inference systems developed by the Company, including but not limited to: (i) Neural network architectures and implementations (ii) Training datasets and data preprocessing methods (iii) Model optimization techniques and hyperparameter configurations (iv) Inference engines and deployment frameworks (v) Performance monitoring and validation systems

(d) "Computer Vision Systems" means all image processing, video analytics, and visual recognition technologies developed by the Company, encompassing: (i) Object detection and classification systems (ii) Image segmentation algorithms (iii) Feature extraction methodologies (iv) Real-time video processing implementations (v) Multi-modal sensor fusion techniques

(e) "Edge Computing Solutions" means all distributed computing implementations, edge processing architectures, and related deployment methodologies developed by the Company, including: (i) Edge device management systems (ii) Local processing optimization techniques (iii) Network communication protocols (iv) Resource allocation algorithms (v) Security implementation frameworks

2.2 Interpretation. In this IP Document 32: (a) Section headings are for convenience only (b) Words importing the singular include the plural and vice versa (c) References to Sections are to Sections of this IP Document 32 (d) The terms "including" and "includes" mean "including without limitation" (e) References to technology standards incorporate the most current

versions thereof (f) Technical terms shall be interpreted according to their generally accepted meaning within the relevant industry (g) Any reference to "development" includes creation, modification, enhancement, and improvement (h) References to "Company" include its successors, assigns, and authorized representatives (i) The term "implementation" encompasses both software and hardware manifestations (j) Technical specifications shall be interpreted in accordance with relevant industry standards

3.0 INTELLECTUAL PROPERTY OWNERSHIP

3.1 Ownership Declaration. The Company hereby declares and affirms its exclusive ownership of:

(a) All Intellectual Property Rights in and to the Proprietary Technology, including: (i) All algorithms, source code, and technical implementations (ii) All machine learning model architectures and trained models (iii) All computer vision systems and methodologies (iv) All edge computing solutions and deployments (v) All associated documentation and technical materials (vi) All proprietary frameworks, libraries, and development tools (vii) All system architecture designs and specifications (viii) All user interface elements and design patterns

(b) All training data, datasets, and derivative works, including: (i) Collected operational data used for model training (ii) Synthetic data generated for training purposes (iii) Annotated datasets and labels (iv) Model training results and parameters (v) Performance optimization data (vi) Data preprocessing methodologies and pipelines (vii) Feature engineering techniques and implementations (viii) Data augmentation strategies and results

3.2 Pre-Existing IP. The Company maintains exclusive ownership of all pre-existing intellectual property incorporated into the Proprietary Technology, including:

(a) Core algorithms and methodologies developed prior to customer implementations (b) Foundational machine learning architectures and frameworks (c) Base computer vision systems and capabilities (d) Standard edge computing implementations (e) Proprietary software development kits (SDKs) (f) Internal tools and utilities developed for system deployment (g) Configuration management systems and methodologies (h) Testing frameworks and validation procedures

3.3 Newly Developed IP. The Company shall own all right, title, and interest in:

(a) All improvements, modifications, and enhancements to the Proprietary Technology (b) All derivative works based on the Proprietary Technology (c) All new features and capabilities developed for the NexusCore™ Platform (d) All customer-specific implementations and customizations (e) All optimization techniques and performance improvements (f) All integration methods and connectivity solutions (g) All security enhancements and protective measures (h) All scaling solutions and distributed computing implementations

3.4 Third-Party Technology. With respect to third-party technology:

(a) The Company has obtained all necessary rights and licenses for any third-party components (b) All third-party technology is properly segregated from Company-owned IP (c) Usage complies with all applicable license terms and restrictions (d) Integration methods preserve the integrity of third-party licenses (e) Documentation maintains clear demarcation of third-party components

3.5 Intellectual Property Protection. The Company shall maintain:

(a) Comprehensive documentation of all owned intellectual property, including: (i) Detailed technical specifications (ii) Development history and version control (iii) Contribution records and authorship documentation (iv) Innovation tracking and patent materials

(b) Robust security measures to protect intellectual property: (i) Access control systems and protocols (ii) Confidentiality agreements and NDAs (iii) Source code protection mechanisms (iv) Data encryption and secure storage solutions

3.6 License Grants and Restrictions. The Company reserves the right to:

(a) Grant limited licenses for use of the Proprietary Technology (b) Impose restrictions on modification and redistribution (c) Establish terms for commercial deployment (d) Define acceptable use parameters and limitations

3.7 Intellectual Property Enforcement. The Company maintains the right to:

(a) Pursue legal action against unauthorized use or infringement (b) Seek injunctive relief and damages for IP violations (c) Enforce confidentiality and non-disclosure obligations (d) Protect trade secrets and proprietary information (e) Monitor and investigate potential infringement

3.8 Assignment and Transfer. The Company's intellectual property rights:

(a) May be assigned or transferred at the Company's discretion (b) Remain valid through organizational changes or acquisitions (c) Include the right to sublicense or delegate rights (d) Encompass future developments and improvements

4.0 IP PROTECTION MEASURES

4.1 Trade Secret Protection. The Company implements the following measures to maintain trade secret protection:

(a) Confidentiality agreements with all employees and contractors, including: (i) Detailed non-disclosure provisions (ii) Specific identification of protected information (iii) Post-employment obligations (iv) Liquidated damages clauses

(b) Restricted access to source code and technical documentation through: (i) Segmented access levels (ii) Need-to-know basis authorization (iii) Documentation of access requests (iv) Periodic access review protocols

(c) Secure development and testing environments, including: (i) Isolated development networks (ii) Secure code compilation systems (iii) Sandboxed testing environments (iv) Environmental security monitoring

(d) Regular security audits and compliance reviews, comprising: (i) Quarterly internal assessments (ii) Annual third-party audits (iii) Penetration testing (iv) Compliance gap analysis

4.2 Technical Security Measures. The Company maintains:

(a) Source code security through: (i) Multi-factor authentication systems with biometric verification (ii) Version control access restrictions with commit signing (iii) Code signing and verification protocols using PKI infrastructure (iv) Secure code repository management with automated scanning (v) Continuous integration security checks (vi) Automated vulnerability assessment tools

(b) Data protection through: (i) End-to-end encryption at rest and in transit using industry-standard protocols (ii) Secure data storage and transmission with redundant safeguards (iii) Comprehensive data access logging and monitoring systems (iv) Regular security assessments and penetration testing (v) Data classification and handling protocols (vi) Secure backup and disaster recovery systems

4.3 Access Control. The Company implements:

(a) Role-based access control systems with: (i) Granular permission settings (ii) Time-based access restrictions (iii) Geographic access limitations (iv) Device-specific authentication

(b) Regular access review and verification, including: (i) Monthly access audits (ii) Quarterly privilege reviews (iii) Annual comprehensive access assessment (iv) Automated anomaly detection

(c) Prompt termination of access upon separation through: (i) Automated deprovisioning systems (ii) Multi-system access revocation (iii) Physical access deactivation (iv) Third-party access termination

4.4 Documentation Requirements. The Company maintains:

(a) Detailed technical documentation of all Proprietary Technology, including: (i) Architecture specifications (ii) API documentation (iii) Data flow diagrams (iv) Security protocols

(b) Regular updates to reflect system changes through: (i) Change management procedures (ii) Version control systems (iii) Documentation review cycles (iv) Audit trail maintenance

(c) Secure storage of all documentation via: (i) Encrypted document repositories (ii) Access-controlled storage systems (iii) Backup and recovery procedures (iv) Document retention policies

4.5 Compliance Monitoring. The Company ensures:

(a) Regular compliance assessments (b) Updated security certificates and certifications (c) Industry standard adherence (d) Regulatory requirement monitoring

IN WITNESS WHEREOF, this IP Document 32 has been executed as of the Effective Date first above written.

NEXUS INDUSTRIAL INTELLIGENCE, INC.

By: _____ Name: Dr. Sarah Chen Title: Chief Executive Officer

By: _____ Name: Michael Roberts Title: Chief Technology Officer

EXHIBIT A

SCHEDULE OF CORE PROPRIETARY TECHNOLOGY ASSETS [Detailed listing of specific technology components omitted for brevity]

APPENDIX 1

TECHNICAL SECURITY PROTOCOLS [Detailed security measures omitted for brevity]