

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
L-1 Identity Solutions, Inc.		05/16/2007	CORPORATION:

RECEIVING PARTY DATA	
Name:	L-1 Identity Solutions Operating Company, Inc.
Street Address:	177 Broad Street, 12th Floor
City:	Stamford
State/Country:	CONNECTICUT
Postal Code:	06901
Entity Type:	CORPORATION:

PROPERTY NUMBERS Total: 29

Property Type	Number	Word Mark
Registration Number:	2603881	FACE IN THE CROWD
Registration Number:	2513999	FACE OFF
Registration Number:	2948340	FACEEXPLORER
Registration Number:	2882046	FACEFINDER
Registration Number:	2879822	FACETOOLS
Registration Number:	2608469	PORTAL
Registration Number:	2031472	SENSOR MAST
Serial Number:	78359685	SMART CREDENTIAL
Registration Number:	3006956	VIISAGE
Registration Number:	2177222	VIISAGE TECHNOLOGY
Registration Number:	2520387	VIISAGE TECHNOLOGY
Registration Number:	2571430	BORDERGUARD
Registration Number:	2335600	BORDERGUARD!
Registration Number:	2629662	CO-MAND

CH \$740.00 2603881

Registration Number:	2467021	DCU
Registration Number:	2513827	DE-MAND
Registration Number:	2924105	DL-ALERT
Registration Number:	2978202	E-CHECK
Registration Number:	2551378	E-MANIFEST
Registration Number:	2705478	FACEWATCH
Serial Number:	75709502	GRABIT
Registration Number:	2867817	IA-DENTIFY
Registration Number:	2972661	IA-PASSPORT
Registration Number:	2858788	IA-THENTICATE
Registration Number:	2952985	IA-THENTICATE PLUS
Registration Number:	2919695	ID-GUARD
Registration Number:	2634834	IMAGING AUTOMATION
Registration Number:	2538893	PHOTOEASE
Registration Number:	2705479	TEXTWATCH

CORRESPONDENCE DATA

Fax Number: (212)310-8007
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Email: barbara.vining@weil.com, phyllis.depaola@weil.com
Correspondent Name: Weil, Gotshal & Manges c/o Barbara Vining
Address Line 1: 767 5th Avenue
Address Line 4: New York, NEW YORK 10153

ATTORNEY DOCKET NUMBER:	79046.0005
NAME OF SUBMITTER:	Barbara Vining
Signature:	/Barbara Vining/
Date:	05/17/2007

Total Attachments: 8

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Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, 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:

"L-1 MERGER CO.", A DELAWARE CORPORATION,
WITH AND INTO "L-1 IDENTITY SOLUTIONS, INC." UNDER THE NAME OF "L-1 IDENTITY SOLUTIONS OPERATING COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SIXTEENTH DAY OF MAY, A.D. 2007, AT 11:52 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE SIXTEENTH DAY OF MAY, A.D. 2007, AT 12 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

2591343 8100M
070570851



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 5680087

DATE: 05-16-07

TRADEMARK
REEL: 003544 FRAME: 0466

**CERTIFICATE OF MERGER OF L-1 MERGER CO. WITH AND INTO
L-1 IDENTITY SOLUTIONS, INC.**

Under Section 251(g) of the General Corporation Law of the State of Delaware

Pursuant to Section 251(g) of the General Corporation Law of the State of Delaware (the "DGCL"), L-1 Identity Solutions, Inc., a Delaware corporation (the "Company"), in connection with the merger of L-1 Merger Co., a Delaware corporation ("MergerCo"), with and into the Company (the "Merger"), hereby certifies as follows:

FIRST: The names and states of incorporation of the constituent corporations to the Merger (the "Constituent Corporations") are:

<u>Name</u>	<u>State of Incorporation</u>
L-1 Identity Solutions, Inc.	Delaware
L-1 Merger Co.	Delaware

SECOND: An Agreement and Plan of Reorganization, dated as of May 16, 2007, by and among L-1 Holding Co., MergerCo and the Company (the "Merger Agreement"), has been approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations in accordance with Section 251(g) of the DGCL (and, with respect to Merger Sub, Section 228 of the DGCL).

THIRD: The name of the surviving corporation of the Merger (the "Surviving Corporation") is L-1 Identity Solutions, Inc., the name of which is being changed in the Merger to L-1 Identity Solutions Operating Company.

FOURTH: Article I, Article IV and Article VII of the Certificate of Incorporation of the Company as in effect immediately prior to the effective time of the Merger shall be amended at the effective time of the Merger in the manner set forth on Exhibit A hereto. A new Article XI, as set forth in Exhibit A hereto, shall be added to the Certificate of Incorporation of the Company at the effective time of the Merger. As so amended, the Certificate of Incorporation of the Company shall be the Certificate of Incorporation of the Surviving Corporation.

FIFTH: An executed copy of the Merger Agreement is on file at the principal place of business of the Surviving Corporation, located at 177 Broad Street, 12th Floor, Stamford, CT 06901.

SIXTH: A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of either of the Constituent Corporations.

SEVENTH: This Certificate of Merger shall become effective at 12:00 p.m. on May 16, 2007.

[Signature Page Follows]

State of Delaware
Secretary of State
Division of Corporations
Delivered 11:52 AM 05/16/2007
FILED 11:52 AM 05/16/2007
SRV 070570851 - 2591343 FILE

FROM RL&F #8

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IN WITNESS WHEREOF, this Certificate of Merger has been executed on this 16th day of May,
2007.

L-1 IDENTITY SOLUTIONS, INC.

By: 

James A. DePalma
Executive Vice President, Chief Financial Officer
and Treasurer

TRADEMARK

REEL: 003544 FRAME: 0468

EXHIBIT A

1. ARTICLE I shall be amended and substituted in its entirety to read as follows:

“The name of the Corporation is L-1 Identity Solutions Operating Company.”

2. The first paragraph of Section 1 of ARTICLE IV shall be amended and substituted in its entirety to read as follows:

“The total number of shares of capital stock which the Corporation shall have authority to issue is one thousand (1,000) shares all of which shall be designated as Common Stock, par value \$0.001 per share.”

3. Section 3(c) of ARTICLE VII shall be deleted.

4. A new ARTICLE XI shall be added so as to read in its entirety as follows:

“Any act or transaction by or involving the Corporation, other than the election or removal of Directors of the Corporation, that requires for its adoption under the General Corporation Law of the State of Delaware or this Certificate of Incorporation, the approval of the stockholders of the Corporation shall, pursuant to Section 251(g) of the General Corporation Law of the State of Delaware, require, in addition, the approval of the stockholders of L-1 Identity Solutions, Inc., a Delaware corporation, or any successor thereto by merger, by the same vote that is required by the General Corporation Law of the State of Delaware or this Certificate of Incorporation, as may be applicable.”

SCHEDULE I

1. Viisage U.S. Trademarks (unless otherwise noted)

Trademark	Serial No.	Filing Date	Reg. No.	Reg. Date	Docket No.
FACE IN THE CROWD	76167383	11/17/00	2,603,881	8/6/02	LTH-090
FACE OFF	75838975	11/3/99	2,513,999	12/24/01	LTH-084
FACEEXPLORER	76063723	6/1/00	2,948,340	5/10/05	VIH-017
FACEEXPLORER (EU)	003627131	2/6/04	03627131	6/23/05	Lowrie Lando
FACEFINDER	76063718	6/1/00	2,882,046	9/7/04	VIH-019
FACETOOLS	76063717	6/1/00	2,879,822	8/31/04	VIH-014
PORTAL	75767592	8/4/99	2,608,469	8/20/02	LTH-083
SENSOR MAST	74637633	2/23/95	2,031,472	1/21/97	LTH-007
SMART CREDENTIAL	78/359,685	1/29/04			(TDT)
VIISAGE	76553214	10/1/03	3,006,956	10/18/05	VIH-059
VIISAGE (EU)	003631587	2/10/04	003631587	8/2/05	Lowrie Lando
VIISAGE TECHNOLOGY	75081244	3/29/96	2,177,222	7/28/98	LTH-019
VIISAGE TECHNOLOGY (and design)	75146315	8/7/96	2,520,387	12/18/01	VIH-001

2. Imaging Automation-US Trademarks

Trademark	Status	Serial Number	Filing Date
	Case No.	Reg Number	Reg Date
BORDERGUARD	Registered	76/314045	18-Sep-2001
Country: United States of America	29109-411/	2,571,430	21-May-2002
Classes: 9			

BORDERGUARD 3.0 Country: United States of America	Unfiled 29109-001/ 71-211-5532(B)		
BORDERGUARD! Country: United States of America Classes: 9	Registered 29109-406/ 75/676360 2,335,600	07-Apr-1999 28-Mar-2000	
CO-MAND Country: United States of America Classes: 9	Registered 29109-407/ 75/709503 2,629,662	19-May-1999 08-Oct-2002	
DCU Country: United States of America Classes: 9	Registered 29109-403/ 75/709462 2,467,021	19-May-1999 10-Jul-2001	
DE-MAND Country: United States of America Classes: 9	Registered 29109-404/ 75/709504 2,513,827	19-May-1999 04-Dec-2001	
DL-ALERT Country: United States of America Classes: 9	Registered 29109-420/ 78/158688 2924105	28-Aug-2002 01-Feb-2005	
E-CHECK Country: United States of America Classes: 9	Registered 29109-416/ 78/116636 2,978,202	21-Mar-2002 26-Jul-2005	
E-MANIFEST Country: United States of America	Registered 29109-409/ 78/050263 2,551,378	26-Feb-2001 19-Mar-2002	

Classes: 9

FACEWATCH

Country: United States of America
Classes: 9

Registered
29109-412/
78/083793
2,705,478
13-Sep-2001
08-Apr-2003

GRABIT

Country: United States of America
Classes: 9

Abandoned
29109-405/
75/709502
19-May-1999

IA-DENTIFY

Country: United States of America
Classes: 9

Registered
29109-421/
78/158665
2,867,817
28-Aug-2002
27-Jul-2004

IA-PASSPORT

Country: United States of America
Classes: 9

Registered
29109-415/
78/116620
2,972,661
21-Mar-2002
19-Jul-2005

IA-THENTIFICATE

Country: United States of America
Classes: 9

Registered
29109-417/
78/122556
2,858,788
18-Apr-2002
29-Jun-2004

IA-THENTIFICATE PLUS

Country: United States of America
Classes: 9

Registered
29109-419/
78/140656
2,952,985
02-Jul-2002
17-May-2005

ID-GUARD

Country: United States of America

Registered
29109-414/
78/085685
2,919,695
26-Sep-2001
18-Jan-2005

Classes: 9

IMAGING AUTOMATION

Country: United States of America
Classes: 9

Registered 76/313918 18-Sep-2001
29109-410/ 2,634,834 15-Oct-2002

PHOTOEASE

Country: United States of America
Classes: 9

Registered 75/709501 19-May-1999
29109-408/ 2,538,893 19-Feb-2002

TEXTWATCH

Country: United States of America
Classes: 9

Registered 78/083803 13-Sep-2001
29109-413/ 2,705,479 08-Apr-2003