

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/31/2005

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
TEKMAX, INC.		12/08/2005	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	MITEK HOLDINGS, INC.
Street Address:	300 Delaware Avenue, Suite 1704
City:	Wilmington
State/Country:	DELAWARE
Postal Code:	19801
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 4

Property Type	Number	Word Mark
Registration Number:	2126229	SHARPFLEX
Registration Number:	1577322	TEKMAX
Registration Number:	1601896	PRESSWELD
Registration Number:	1577321	ROTO-VAC

CORRESPONDENCE DATA

Fax Number: (314)231-4342
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Email: kbastunas@senniger.com
 Correspondent Name: Senniger Powers- Paul Fleischut
 Address Line 1: One Metropolitan Square, 16th Floor
 Address Line 4: St. Louis, MISSOURI 63102

ATTORNEY DOCKET NUMBER:	MLP7248:PIF/KSB
NAME OF SUBMITTER:	Paul I. J. Fleischut

CH \$115.00 2126229

Signature:

/paul fleischut/

Date:

07/13/2007

Total Attachments: 3

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Delaware

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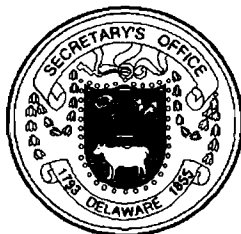
The First State

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 OWNERSHIP, WHICH MERGES:

"TEKMAX, INC.", A DELAWARE CORPORATION,

WITH AND INTO "MITEK HOLDINGS, INC." UNDER THE NAME OF "MITEK HOLDINGS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWELFTH DAY OF DECEMBER, A.D. 2005, AT 3:45 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2005.



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060960176

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5128348

DATE: 10-19-06

TRADEMARK
REEL: 003580 FRAME: 0385

**STATE OF DELAWARE
CERTIFICATE OF OWNERSHIP AND MERGER
SUBSIDIARY INTO PARENT UNDER SECTION 253**

MERGING

**TEKMAX, INC.
INTO
MITEK HOLDINGS, INC.**

Pursuant to Section 253 of the General Corporation Law of Delaware,

MiTek Holdings, Inc. a corporation incorporated on the 29th day of November, 1988, pursuant to the provisions of the General Corporation Law of the State of Delaware ("Mitek"),

DOES HEREBY CERTIFY that MiTek owns 100% of the capital stock of TekMax, Inc., a corporation incorporated on the 8th day of December, 2003 pursuant to the provision of the General Corporation Law of the State of Delaware, and that MiTek, by a record of action by unanimous written consent of its Board of Directors dated and adopted December 8, 2005, determined to and did, effective as of December 31, 2005, resolve to merge into itself said TekMax, Inc., which resolution as in the following words to wit:

WHEREAS, MiTek owns 100% of the outstanding stock of TekMax, Inc., a corporation organized and existing under the laws of Delaware; and

WHEREAS, MiTek desires to merge into itself the said TekMax, Inc., and to be possessed of all the estate, property, rights, privileges and franchises of said corporation;

NOW, THEREFORE, BE IT RESOLVED, that MiTek merge into itself said TekMax, Inc. and assume all of its liabilities and obligations effective as of December 31, 2005: and

FURTHER RESOLVED, that an authorized officer of MiTek be and he/she is hereby directed to make and execute a certificate of ownership and merger setting forth a copy of the resolution to merge said TekMax, Inc. and assume its liabilities and obligations, and the date of adoption thereof, and to file the same in the office of the Secretary of State of Delaware; and

FURTHER RESOLVED, that the officers of MiTek be and they hereby are authorized and directed to do all acts and things whatsoever, whether within or without the State of Delaware which may be in any way necessary or proper to effect said merger.

The effective date of the merger set forth herein shall be December 31, 2005.

IN WITNESS WHEREOF, MiTek has caused its corporate seal to be affixed and this certificate to be signed by an authorized officer this 8th day of December, 2005, to be effective as of December 31, 2005.



By: *[Signature]*
Name: Joseph C. Case, Jr.
Title: VP, Sec. & Gen. Counsel