

PATENT ASSIGNMENT COVER SHEET

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| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | ASSIGNMENT |
| CONVEYING PARTY DATA | |
| Name | Execution Date |
| FACEKEY CORP. | 05/01/2014 |
| RECEIVING PARTY DATA | |
| Name: | DONALD R. STARKWEATHER INC. |
| Street Address: | 225 ALBANY |
| City: | SAN ANTONIO |
| State/Country: | TEXAS |
| Postal Code: | 78209 |
| PROPERTY NUMBERS Total: 1 | |
| Property Type | Number |
| Patent Number: | 7039221 |
| CORRESPONDENCE DATA | |
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| Correspondent Name: | ERIC CERNYAR |
| Address Line 1: | P.O. BOX 300 |
| Address Line 4: | CRIPPLE CREEK, COLORADO 80813 |
| NAME OF SUBMITTER: | ERIC W. CERNYAR |
| SIGNATURE: | /Eric W. Cernyar/ |
| DATE SIGNED: | 05/02/2014 |
| This document serves as an Oath/Declaration (37 CFR 1.63). | |
| Total Attachments: 2 | |
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| source=20140501_Assignment#page2.tif | |

ASSIGNMENT

WHEREAS, FaceKey Corp. (hereinafter "Assignor"), a Texas corporation having a place of business at 900 NE Loop 410, Suite D401, San Antonio, TX 78209, is the current registered owner—at Reel/Frame No. 015324/0792—of U.S. Patent No. 7,039,221, issued May 2, 2006, entitled FACIAL IMAGE VERIFICATION UTILIZING SMART-CARD WITH INTEGRATED VIDEO CAMERA, based off of an application for Letters Patent of the United States, bearing the serial number 09/545,336 filed April 7, 2000; and

WHEREAS, Donald R. Starkweather Inc., a U.S. citizen with an address at 225 Albany, San Antonio, TX 78209 (hereinafter the "Assignee"), is desirous of obtaining the entire right, title and interest in, to and under the said improvements and the said application;

NOW THEREFORE, for good and valuable consideration, I, the Assignor, hereby sell, transfer, convey and assign unto the said Assignee, the entire right, title and interest in and to the following: (i) all Letters Patent or the like and all applications for Letters Patent or the like, in the United States as well as in any country or countries foreign to the United States, which may have been filed or may be filed pertaining to the FACIAL IMAGE VERIFICATION UTILIZING SMART-CARD WITH INTEGRATED VIDEO CAMERA described above or the invention(s) disclosed therein; (ii) all issues, divisions, continuations, continuations-in-part, reissues, renewals and extensions of any of the foregoing; (iii) the invention(s) itself/themselves; and (iv) all rights to recover for past and/or future infringement, misappropriation, or the like of any and all of said Patent Filings, Inventions, or other assets assigned herein (collectively, "Assigned Assets");

AND, I hereby covenant that I have the full right to convey the entire interest herein assigned, and that I have not executed, and will not execute, any agreement in conflict herewith;

AND, I hereby further covenant and agree that I will communicate to the said Assignee, its successors, legal representatives and assigns, any facts known to ourselves respecting said improvements, sign all lawful papers, execute all divisional, continuing and reissue applications, make all rightful oaths, and generally make reasonable efforts (including providing testimony in any legal proceeding, provided that reasonable compensation is made to Assignors for their time and any expenses for travel and lodging in rendering such testimony) to aid the said Assignee, its successors, legal representatives and assigns, to maintain and enforce proper patent and similar protection for said improvement in all countries.

AND, I hereby authorize and request the Commissioner of Patents of the United States, and any Official of any country or countries foreign to the United States, whose duty it is to issue patents on applications as aforesaid, to issue all Letters Patent for said improvements to the said Assignee, its successors, legal representatives and assigns, in accordance with the terms of this instrument;

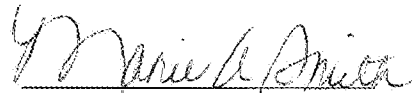
IN TESTIMONY WHEREOF, I hereunto set my hand and seal this 1st. day of May, 2014.



Yevgeny Levitov, President
FaceKey Corp.

STATE OF TEXAS §
 §
COUNTY OF BEXAR §

On this 1 day of May, 2014, before me, a Notary Public in and for the State and County aforesaid, personally appeared Yevgeny Levitov, to me known and known to me to be the person of that name, who signed and sealed the foregoing instrument, and acknowledged the same to be his free act and deed.



Notary Public in and for the
State of Texas

My Commissioner Expires: January 30, 2018

