

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
Viisage Technology, Inc.		08/29/2006	CORPORATION:

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

PROPERTY NUMBERS Total: 36

Property Type	Number	Word Mark
Registration Number:	2031472	SENSOR MAST
Registration Number:	2177222	VIISAGE TECHNOLOGY
Registration Number:	2382994	HUNTER
Registration Number:	2520387	VIISAGE TECHNOLOGY
Registration Number:	2513999	FACE OFF
Registration Number:	2603881	FACE IN THE CROWD
Registration Number:	2608469	PORTAL
Registration Number:	2879822	FACETOOLS
Registration Number:	2948340	FACEEXPLORER
Registration Number:	2882046	FACEFINDER
Registration Number:	3006956	VIISAGE
Serial Number:	78920399	TEMPLATESERVER
Serial Number:	78920309	PIER-T
Registration Number:	2834492	

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Serial Number:	78920305	PIER
Registration Number:	2864965	SECURIMETRICS
Serial Number:	78921491	OFFENDER-ID
Serial Number:	78359685	SMART CREDENTIAL
Serial Number:	75839197	RECON
Registration Number:	2571430	BORDERGUARD
Registration Number:	2335600	BORDERGUARD!
Registration Number:	2629662	CO-MAND
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
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:	79046.4
NAME OF SUBMITTER:	Barbara Vining
Signature:	/Barbara Vining/
Date:	09/05/2006

Total Attachments: 14

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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 AMENDMENT OF "VIISAGE TECHNOLOGY, INC.", CHANGING ITS NAME FROM "VIISAGE TECHNOLOGY, INC." TO "L-1 IDENTITY SOLUTIONS, INC.", FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF AUGUST, A.D. 2006, AT 1:36 O'CLOCK P.M.

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



2591343 8100
060803852

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5006569

DATE: 08-29-06

TRADEMARK
REEL: 003385 FRAME: 0818

FIFTH CERTIFICATE OF AMENDMENT
OF
RESTATED CERTIFICATE OF INCORPORATION
OF
VIISAGE TECHNOLOGY, INC.

Viisage Technology, Inc. a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), DOES HEREBY CERTIFY:

1. The current name of the Corporation is Viisage Technology, Inc.
2. The Corporation filed its original Certificate of Incorporation with the Secretary of State of Delaware on May 23, 1996. The original Certificate of Incorporation was restated by a Restated Certificate of Incorporation filed with the Secretary of State of Delaware on June 13, 1996, which was amended by Certificates of Amendment filed with the Secretary of State of Delaware on May 9, 2001, December 19, 2001, June 15, 2004 and December 16, 2005 (as amended, the "Certificate of Incorporation"). This Certificate of Amendment further amends the provisions of the Certificate of Incorporation.
3. The Board of Directors of the Corporation duly adopted a resolution, pursuant to Section 242 of the General Corporation Law of the State of Delaware, setting forth the proposed amendments to the Certificate of Incorporation of the Corporation and declaring said amendments to be advisable. The stockholders of the Corporation duly adopted said proposed amendments in accordance with Section 242 of the General Corporation Law of the State of Delaware.
4. The Certificate of Incorporation is hereby amended by changing Article I thereof so that, as amended, said Article shall be and read in its entirety as follows:

The name of the Corporation is L-1 Identity Solutions, Inc.

5. The Certificate of Incorporation is hereby amended by changing Article IV, Section 1 thereof so that, as amended, said Section shall be and read in its entirety as follows

Section 1. Number of Shares.

The total number of shares of all classes of capital stock which the Corporation shall have authority to issue is One Hundred Twenty-Seven Million (127,000,000) shares, of which (a) One Hundred Twenty-Five Million (125,000,000) shall be Common Stock,

par value \$0.001 per share (the "Common Stock"), and (b) Two Million (2,000,000) shall be Preferred Stock, par value \$0.001 per share (the "Preferred Stock"). As set forth in this Article IV, the Board of Directors of the Corporation (the "Board of Directors") is authorized from time to time to establish and designate one or more series of Preferred Stock, to fix and determine the variations in the relative rights and preferences as between the different series of Preferred Stock in the manner hereinafter set forth in this Article IV, and to fix or alter the number of shares comprising any such series and the designation thereof to the extent permitted by law.

Any and all such shares issued, and for which the full consideration has been paid or delivered, shall be deemed fully paid stock and the holder of such shares shall not be liable for any further call or assessment or any other payment thereon.

The Board of Directors is authorized to issue, from time to time, all or any portion of the capital stock of the Corporation, of any class, which may have been authorized but not issued or otherwise reserved for issue, to such person or persons and for such lawful consideration (including property or services at their fair value), as it may deem appropriate, and generally in its absolute discretion to determine the terms and manner of any disposition of such authorized but unissued capital stock.

6. The Certificate of Incorporation is hereby amended by changing Article VII, Section 3 thereof so that, as amended, said Section shall be and read in its entirety as follows

Section 3. Number and Terms of Board of Directors.

(a) The number of Directors of the Corporation shall be no more than fourteen unless that number is changed by the prior approval of at least two-thirds of the members of the Board of Directors then in office and at least two-thirds of the independent members of the Board of Directors then in office.

(b) As used in this Certificate of Incorporation, an "independent" member of the Board of Directors shall be as defined by the rules and regulations of the principal exchange or national market on which the Common Stock is quoted or listed for trading.

(c) The Board of Directors shall be classified, with respect to the term for which they severally hold office, into three classes, as nearly equal in number as possible. One class of Directors shall be initially elected for a term expiring at the annual meeting of stockholders to be held in 1997, another class shall be initially elected for a term expiring at the annual meeting of stockholders to be held in 1998, and another class shall be initially elected for a term expiring at the annual meeting of stockholders to be held in 1999. Members of each class shall hold office until their successors are elected and qualified or until their earlier resignation or removal. At each succeeding annual meeting of the stockholders of the Corporation, the successors of the class of Directors whose term expires at that meeting shall be elected by a plurality vote of all votes cast at such

meeting to hold office for a term expiring at the annual meeting of stockholders held in the third year following the year of their election.

7. The Certificate of Incorporation is hereby amended by changing Article VII, Section 4 thereof so that, as amended, said Section shall be and read in its entirety as follows

Section 4. Vacancies.

Any vacancy occurring in the Board of Directors, including any vacancy created by reason of an increase in the number of Directors or resulting from death, resignation, disqualification, removal or other causes, shall be filled by the Nominating and Governance Committee of the Board of Directors in accordance with Section 7 below. Any Director appointed in accordance with the preceding sentence shall hold office for the remainder of the full term of the class of Directors in which the new directorship was created or the vacancy occurred and until such Director's successor shall have been duly elected and qualified or until his or her earlier resignation or removal. When the number of Directors is increased or decreased, the Board of Directors shall determine, subject to the last sentence of Section 7 below, the class or classes to which the increased or decreased number of Directors shall be apportioned. No decrease in the number of Directors shall shorten the term of any incumbent Director. In the event of a vacancy in the Board of Directors, the remaining Directors, except as otherwise provided by law, may exercise the powers of the full Board of Directors until the vacancy is filled.

8. The Certificate of Incorporation is hereby amended by changing Article VII to add Section 7 thereto, which Section shall be and read in its entirety as follows

Section 7. Nominating and Governance Committee.

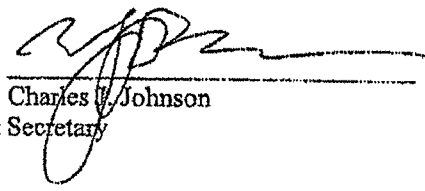
The Board of Directors shall maintain a Nominating and Governance Committee comprised of members of the Board of Directors. The Nominating and Governance Committee shall act in accordance with a committee charter adopted by the Board of Directors. Notwithstanding the foregoing, the Nominating and Governance Committee shall, in accordance with Section 141(a) of the General Corporation Law of the State of Delaware, have the full and exclusive power and authority otherwise conferred upon the Board of Directors to (i) evaluate candidates and nominate persons to stand for election at each annual meeting of stockholders, (ii) fill any vacancy created by the removal, resignation or retirement from the Board of Directors or the death of any Director; and (iii) upon any increase in the number of Directors, appoint any number of such additional Directors authorized in accordance with the requirements of this Certificate of Incorporation. The Nominating and Governance Committee may consider candidates for the Board of Directors derived from any source deemed appropriate, including nominees proposed by the Chairman of the Board of Directors and other members of the Board. All references to a "director" in Article VIII (Limitation of Liability) and Article IX (Indemnification) of this Certificate of Incorporation shall include any member of the

Nominating and Governance Committee. Notwithstanding the foregoing, pursuant to the July 7, 2006 Amendment No. 1 to the Agreement and Plan of Reorganization, dated as of January 11, 2006 by and among the Corporation, VIDS Acquisition Corp. and Identix Incorporated, the members of the Board of Directors who were appointed by Identix Incorporated pursuant to that agreement have the right to appoint one additional member to the Board of Directors for the class of directors whose terms expire in 2009.

9. The Certificate of Incorporation is hereby amended by changing Article X thereof so that, as amended, said Article shall be and read as follows

The Corporation reserves the right to amend, alter, change or repeal any provisions contained in this Certificate of Incorporation in the manner now or hereafter prescribed by statute and this Certificate of Incorporation, and all rights conferred upon stockholders, directors, officers or any other persons are granted subject to this reservation. No repeal, alteration or amendment of this Certificate of Incorporation shall be made unless the same is first approved by the Board of Directors pursuant to a resolution adopted by the affirmative vote of a majority of the Directors then in office, and thereafter approved by shareholders; provided that a resolution adopted by the affirmative vote of at least (i) two-thirds of the members of the Board of Directors then in office and (ii) two-thirds of the independent members of the Board of Directors then in office shall be required to repeal, alter or amend Article VII, Section 3(a) or Article VII, Section 7. Whenever any vote of the holders of capital stock is required, and in addition to any other vote of holders of capital stock that is required by law, the affirmative vote of the holders of at least two-thirds (or such greater proportion as may be required by law) of the total votes eligible to be cast by holders of capital stock with respect to such repeal, alteration or amendment, voting together as a single class, at a duly constituted meeting of stockholders called expressly for such purpose shall be required to repeal, alter or amend any provision of, or adopt any provisions inconsistent with, any provision of this Article X, Sections 2, 3 and 4 of Article IV, Article VI, Article VII, Article VIII or Article IX.

IN WITNESS WHEREOF, I have signed this Certificate this 29th day of August, 2006.

By: 
Name: Charles W. Johnson
Office: Secretary

[SIGNATURE PAGE TO FIFTH CERTIFICATE OF AMENDMENT]]

Schedule 2(f)

United States and foreign trademarks, trade names, domain names, trade dress, service marks, trademark and service mark registrations, and applications for trademark or service mark registration

Docket No.	Mark	Reg. No.	Date Issued
LTH-007	SENSOR MAST (Cl. 9)	2,031,472	01/21/97
LTH-019	VIISAGE TECHNOLOGY (Cl. 9)	2,177,222	07/28/98
LTH-081	HUNTER (Cl. 9)	2,382,994	09/05/00
VIH-001	VIISAGE TECHNOLOGY (and Design) (Cl. 9)	2,520,387	12/18/01
LTH-084	FACE OFF (Cl. 9)	2,513,999	12/24/01
LTH-090	FACE IN THE CROWD (Cl. 9)	2,603,881	08/06/02
LTH-083	PORTAL (Cl. 9)	2,608,469	08/20/02
VIH-014	FACETOOLS (Cl. 9)	2,879,822	08/31/04
VIH-017	FACEEXPLORER (Cl. 9)	2,948,340	05/10/05
VIH-019	FACEFINDER (Cl. 9)	2,882,046	09/07/04
VIH-059	VIISAGE (Cl. 9)	3,006,956	10/18/05

Mark	Serial No.	Filing Date	Reg. No.	Reg. Date
TEMPLATESERVER	78/920,399	6/29/06		
PIER-T	78/920,309	6/29/06		
[circle design]	78/219,849	2/27/03	2,834,492	4/20/04
PIER	78/920,305	6/29/06		
SECURIMETRICS	78/219,845	2/27/03	2,864,965	7/20/04
OFFENDER-ID	78/921,491	6/30/06		
SMART CREDENTIAL	78/359,685	1/29/04		
RECON	75839197	11/3/99		

Trademark	Status	Case Number / Sub Case	Serial Number Reg Number	Filing Date Reg Date
BORDERGUARD Country: Canada Classes: 9	Registered	29109-411/	1154098 TMCA630,746	13-Mar-2002 21-Jan-2005
BORDERGUARD Country: European Community Classes: 9	Registered	29109-411/	2699170 2699170	11-Mar-2002 23-May-2003
BORDERGUARD Country: Japan Classes: 9	Registered	29109-411/	2002-20485 4688842	11-Apr-2002 04-Jul-2003
BORDERGUARD Country: United States of America Classes: 9	Registered	29109-411/	76314045 2,571,450	18-Sep-2001 21-May-2002
BORDERGUARD 3.0 Country: United States of America	Unfiled	29109-001/	71-211-5533(B)	
BORDERGUARD Country: United States of America Classes: 9	Registered	29109-406/	75676560 2,335,600	07-Apr-1999 28-Mar-2000

Trademark	Status	Serial Number	Filing Date
	Case Number / Sub Case	Reg Number	Reg Date
CO-MAND Country: United States of America Classes: 9	Registered	75709503	19-May-1999
	29109-407/	2,629,662	08-Oct-2002
DCU Country: United States of America Classes: 9	Registered	75709504	19-May-1999
	29109-403/	2,467,021	10-Jul-2001
DE-MAND Country: United States of America Classes: 9	Registered	75709504	19-May-1999
	29109-404/	2,513,827	04-Dec-2001
DL-ALERI Country: United States of America Classes: 9	Registered	78158688	28-Aug-2002
	29109-420/	2924105	01-Feb-2005
E-CHECK Country: Canada Classes: 9	Registered	1153373	20-Sep-2002
	29109-416/008	TMCA665116	29-May-2006

Trademark:	Status	Serial Number
Case Number / Sub Case	Reg. Number	
E-CHECK	Registered	78116636
Country: United States of America	29109-416/	2,978,202
Classes: 9		
E-MANIFEST	Registered	1327005
Country: Canada	29109-426-008	TMA664-928
Classes: 9		
E-MANIFEST	Registered	2336402
Country: European Community	29109-409/	2336402
Classes: 9		
E-MANIFEST	Registered	78060263
Country: United States of America	29109-409/	2,551,378
Classes: 9		
FACEWATCH	Registered	1133896
Country: Canada	29109-412/	TMA631530
Classes: 9		
FACEWATCH	Registered	2608539
Country: European Community	29109-412/	2608539
Classes: 9		

Trademark:	Status	Serial Number
	Case Number / Sub Case	Reg Number
FACEWATCH Country: Japan Classes: 9	Registered 28109-411/	3003-24803 4657983
FACEWATCH Country: United States of America Classes: 9	Registered 28109-412/	7815865 2785478
IA-DENTIFY Country: United States of America Classes: 9	Registered 28109-421/	7815865 2867817
IA-PASSPORT Country: Canada Classes: 9	Registered 28109-415-008	1136077 TMA665103
IA-PASSPORT Country: European Community Classes: 9	Registered 28109-415/	2634301 2634301

Trademark	Status	Case Number / Sub Case	Serial Number	Reg Number
IA-PASSPORT Country: United States of America Classes: 9	Registered	29109-415/	78116930	2972681
IA-THEENTICATE Country: Canada Classes: 9	Registered	29109-417/008	1156172	TMCA864650
IA-THEENTICATE Country: European Community Classes: 16	Registered	29109-417/	2696058	2696058
IA-THEENTICATE Country: Japan Classes: 9	Registered	29109-417/	2002-98350	4657504
IA-THEENTICATE Country: United States of America Classes: 9	Registered	29109-417/	78123556	2858788

Trademark: Status: Serial Number
Case Number / Sub Case Reg Number

78140656
2,951,683

Registered
29109-414

IA-THEMATICATE PLUS
Country: United States of America
Classes: 9

1134089

Allowed
29109-414-008

ID-GUARD
Country: Canada
Classes: 9

2698188
2698188

Registered
29109-414

ID-GUARD
Country: European Community
Classes: 9

78085865
2,919,695

Registered
29109-414

ID-GUARD
Country: United States of America
Classes: 9

1134087
TMA654-060

Registered
29109-410-008

IMAGING-AUTOMATION
Country: Canada
Classes: 9

Trademark: Status: Serial Number
Case Number / Sub Case Reg Number

IMAGING AUTOMATION
Country: European Community
Classes: 9

Registered
29109-410
2608-61
2608-61

IMAGING AUTOMATION
Country: Japan
Classes: 9

Registered
29109-410
2601-26019
-657384

IMAGING AUTOMATION
Country: United States of America
Classes: 9

Registered
29109-410
76313913
2.654.834

PHOTOEASE
Country: United States of America
Classes: 9

Registered
29109-408
75709501
2.556.893

TENWATCH
Country: Canada
Classes: 9

Registered
29109-413
1133897
TMA691529

Trademark:	Status	Serial Number
	Case Number / Sub Case	Reg Number

TENWATCH	Registered	2605535
Country: European Community	29109-413/	002605535
Classes: 9		

TENWATCH	Registered	2000-24610
Country: Japan	29109-413/	46-6232
Classes: 9		

TENWATCH	Registered	78093803
Country: United States of America	29109-413/	2,705,479
Classes: 9		