BOEHNE RICHARD A

Form 4

March 17, 2009

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

0.5

January 31, Expires: 2005

OMB APPROVAL

Estimated average burden hours per

response...

5. Relationship of Reporting Person(s) to

subject to Section 16. Form 4 or Form 5 obligations may continue.

See Instruction

Check this box

if no longer

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

BOEHNE R	ICHARD A	ing Person _	Symbol			Ticker or		g	Issuer	n Reporting Per	son(s) to
			SCRIPP	SEW	CO	O/DE [S	SP]		(Che	ck all applicable	e)
(Last) 312 WALNU FLOOR	(First) UT STREET,	(Middle)	3. Date of (Month/Date 03/15/20	ay/Year		ansaction			_X_ Director _X_ Officer (givel) below)	10%	Owner er (specify
CINCINNA	(Street) TI, OH 45202		4. If Amer Filed(Mon						6. Individual or J Applicable Line) _X_ Form filed by Form filed by Person	·	erson
(City)	(State)	(Zip)	Table	e I - Nor	n-De	erivative S	Securi	ties Acc	quired, Disposed	of, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction I (Month/Day/Ye	ear) Execution	emed on Date, if /Day/Year)	Code (Instr.	8)	4. Securion(A) or Di (D) (Instr. 3,	ispose	d of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Class A Common Shares, \$.01 par value per share	03/15/2009			F		1,791 (1)	D	\$ 1.36	84,156 (1)	D	
Class A Common Shares, \$.01 par value per share									74,961	I	Wife's Trust
Common Voting									0	D	

Shares, \$.01 par value per share

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Dr.Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercis Expiration Dat (Month/Day/Y	e	7. Title and A Underlying So (Instr. 3 and 4	ecurities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option	\$ 5.22					01/24/2001	01/23/2010	Class A Common	75,117
Option	\$ 6.87					01/25/2002	01/24/2011	Class A Common	93,896
Option	\$ 8.01					02/20/2003	02/19/2012	Class A Common	112,676
Option	\$ 8.52					02/26/2004	02/25/2013	Class A Common	103,286
Option	\$ 10.38					03/23/2005	03/22/2014	Class A Common	84,507
Option	\$ 9.9					02/10/2006	02/09/2013	Class A Common	56,338
Option	\$ 9.54					03/29/2007	03/28/2014	Class A Common	117,370
Option	\$ 10.41					02/22/2008	02/21/2015	Class A Common	258,215
Option	\$ 9.09					02/21/2009	02/20/2016	Class A Common	410,798
Option	\$ 9.54					03/29/2007	03/28/2014	Class A Common	46,948

Restricted Restricted

Stock \$ 0.86 03/05/2010 03/05/2013 Stock 1,395,348

Units Units

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

BOEHNE RICHARD A

CINCINNATI, OH 45202

312 WALNUT STREET, 28TH FLOOR X President & CEO

Signatures

/s/ M. Denise Kuprionis, Attorney-in-fact for Richard A.
Boehne
03/17/2009

**Signature of Reporting Person Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

The final tranche of a restricted share award granted on March 29, 2006 vested on March 15, 2009 and 1,276 shares were used to pay taxes. A second restricted share award granted on February 22, 2007 vested, in part, on March 15, 2009 and 515 shares were used to pay taxes.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number. e audit committee and member of the compensation committee and General Bedard has been appointed to the audit committee, corporate governance committee and compensation committee. Dr. Ludlow and Ms. Ludlow are married.

Dr. Ludlow was named the Chief Executive Officer of the Company and he entered into an employment agreement with the Company, the terms of which are described below. Dr. Ludlow was a co-founder of Mobilisa, Inc. and has been its Chief Executive Officer and a director since its inception in March 2001. Dr. Ludlow has over 25 years experience in software development for the military and corporate sectors. While in the Air Force, Dr. Ludlow served as a mathematician, a pilot, an intelligence officer at the National Air Intelligence Center, Technical Director for Artificial Intelligence at USAF Rome Laboratory, Assistant Professor of Computer Science at the Naval Postgraduate School, and the Director of Technology and Services for Radar Evaluation Squadron. In the corporate sector, Dr. Ludlow served as the Director of C2 Modeling for SAIC, Chief Scientist for the Lockheed-Martin/ORINCON Corporation and Chief Technology Officer for Ameranth Wireless—all in San Diego. He holds a PhD in Artificial Intelligence from the University of Edinburgh, Scotland and completed Post-Doctoral work in Computer Science at the University of Cambridge, England. Additional degrees include a Bachelors of Science Degree from Washington State University in Math and Physical Sciences, as well as a Masters of Science degree in Computer Science from Wright State University in Dayton, Ohio.

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Reporting Owners 3

·Steven D. Williams was named the Chief Operating Officer of the Company. Mr. Williams was the Senior Vice President, Business Development of Mobilisa from August 2006 until March 14, 2008. He joined Mobilisa in February 2006 as Vice President, Business Development. Prior to that Mr. Williams was with The Analysis Group from March 2003 until February 2006. Prior to that, Mr. Williams served in numerous operational and staff positions within the United States Air Force. He was an Acquisitions Officer for seven years, completing Acquisition Professional Development Program (APDP) Level III and was on the Staff of the Secretary of the Air Force analyzing and assessing Strategic Congressional Engagement and Program Objectives Memorandum culminating in the Department of Defense budget. Mr. Williams holds Top Secret clearance and is currently a certified Federal Contracts Manger. Mr. Williams received a Master of Arts, Organizational Management from George Washington University, a Master of Business Administration from the University of North Dakota and a Bachelor of Science, Business Administration from Methodist College.

·Jeffrey Levy resigned from his position as interim Chief Executive Officer and was named non-executive Chairman of the Board of Directors.

On March 14, 2008, the Company entered into an employment agreement with Dr. Ludlow, pursuant to which Dr. Ludlow was appointed the Company's Chief Executive Officer. Dr. Ludlow will receive a salary of \$220,000 per year, be granted options to purchase 25,000 shares of the Company's common stock on March 20, 2008 that will be immediately exercisable at a price per share equal to the fair market value of the Company's common stock on the date of grant, and an annual bonus based on reasonable objectives established by the Company's Board of Directors. Dr. Ludlow will be entitled to receive benefits in accordance with the Company's existing benefit policies and will be reimbursed for company expenses in accordance with the Company's expense reimbursement policies. The employment agreement has a term of two years. Dr. Ludlow may terminate the agreement at any time on 60 days prior written notice to the Company. In addition, the Company or Dr. Ludlow may terminate the employment agreement immediately for cause, as described in the employment agreement. If the Company terminates the agreement without cause, Dr. Ludlow will be entitled to severance equal to one year of his base salary, in addition to salary already earned. If Dr. Ludlow terminates the agreement for cause, Dr. Ludlow will be entitled to receive a payment equal to \$50,000, in addition to salary already earned.

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Item 9.01 Financial Statements and Exhibits.

The financial statements, selected financial information and pro-forma financial information of the Company relating to the Transaction are included in the Definitive Proxy Statement relating to the Special Meeting of Stockholders held on March 14, 2008 in the sections entitled "Mobilisa Selected Historical Financial Information" beginning on page 22, "Intelli-Check Selected Historical Financial Information" beginning on page 23, "Selected Unaudited Pro Forma Combined Financial Information" beginning on page 24, "Unaudited Pro-Forma Condensed Combined Financial Statements" beginning on page 82 and "Financial Statements" beginning on page F-1. Such information is incorporated by reference into this Current Report on Form 8-K.

Exhibits:

Exhibit	Description
10.1	Director Agreement dated March 14, 2008
10.2	Stockholder Agreement dated March 14, 2008
10.3	Employment Agreement with Nelson Ludlow dated March 14, 2008
99.1	Press Release, dated March 14, 2008
99.2	Press Release, dated March 17, 2008
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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

INTELLI-CHECK – MOBILISA, INC.

By: /s/ Peter J. Mundy

Name: Peter J. Mundy Title: Chief Financial

Officer

Dated: March 20, 2008

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