

OTCQB Certification

I, Thomas J. Meaney, President, CEO, CFO of Mikros Systems Corporation ("the Company"), certify that:

a. The Company is registered or required to file periodic reporting with the SEC or is exempt from SEC registration as indicated below (mark the box below that applies with an "X"):

- ☒ Company is registered under Section 12(g) of the Exchange Act
☐ Company is relying on Exchange Act Rule 12g3-2(b)
☐ Company is a bank that reports to a Bank Regulator under Section 12(i) of the Exchange Act
☐ Company is a bank that is non-SEC reporting but is current in its reporting to a Banking Regulator
☐ Company is reporting under Section 15(d) of the Exchange Act.
☐ Company is reporting under the Alternative Reporting Company Disclosure Guidelines
☐ Other (describe) _____

b. The Company is current in its reporting obligations as of the most recent fiscal year end and any subsequent quarters, and such information has been posted either on the SEC's EDGAR system or the OTC Disclosure & News Service, as applicable.

c. The Company Profile displayed on www.otcm Markets.com is current and complete as of May 10 2017 and includes the total shares outstanding, authorized, and in the public float as of that date.

d. The company is duly organized, validly existing and in good standing under the laws of Delaware in which the Company is organized or does business.

e. Identify any law firm and attorney(s) that acted as the Company's primary legal counsel in preparing its most recent annual report. Include the firm and attorney(s) name if outside counsel, or name and title if internal counsel. (If no attorney assisted in putting together the disclosure, the Company must identify the person or persons who prepared the disclosure and their relationship to the company.)

Vincent A. Vietti/Stephen R. Brill, Fox Rothschild LLP, 997 Lenox Drive Building 3, Lawrenceville NJ 08648

f. The following is a complete list of third party providers, including names and addresses, engaged by the Company, its officers, directors or controlling shareholders, during the period from the Company's prior fiscal year end to the date of this OTCQB Certification, to provide investor relations services, public relations services, marketing or other related services to the Company. Please include providers engaged to promote the Company or its securities.

None.

g. The following is a complete list of Officers, Directors and Control Persons (control persons are beneficial owners of more than five percent (5%) of any class of the issuer's equity securities), including name, address, and percent of shares owned. If any of the beneficial shareholders are corporate entities, provide the name and address of the person(s) owning or controlling such corporate entities.

Name	Address (City and State only)	% Shares Owned
See Attached		

OTC Markets

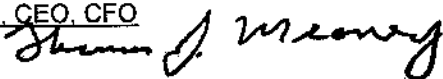
Date: May 10 2017

Name of Certifying CEO or CFO: Thomas Meaney

Title: President, CEO, CFO

Signature: _____

(Digital Signatures should appear as "/s/ [OFFICER NAME]")



MIKROS SYSTEMS CORPORATION

ATTACHMENT TO OTCQB ANNUAL CERTIFICATION

SHARES OWNED BY COMPANY OFFICERS, DIRECTORS AND CONTROL PERSONS

The following table sets forth certain information, as of May 10, 2017 with respect to holdings of our common stock by (i) each person known by us to be the beneficial owner of more than 5% of the total number of shares of common stock outstanding as of such date, (ii) each of our directors and executive officers, and (iii) all directors and executive officers as a group. Except as otherwise indicated, the address of each person is 707 Alexander Road, Suite 208, Princeton, New Jersey 08540.

Name of Beneficial Ownership	Amount and Nature of Beneficial Ownership(1)	Percent of Class
Walter T. Bristow	153,000(2)	0
Paul G. Casner	476,400(3)	1.3%
David W. Jolly	30,000(4)	0
Patricia A. Kapp	303,000(2)	0
Thomas C. Lynch	431,400(3)	1.2%
Thomas J. Meaney	6,045,235(5)	17.0%
Tom L. Schaffnit	876,400(3)	2.5%
David Henry Silcock	107,770(6)	0
All Current Directors and Officers as a Group (eight persons)	8,423,205	23.6%
*Less than 1%		

(1) The beneficial owners and amount of securities beneficially owned have been determined in accordance with Rule 13d-3 under the Securities Exchange Act of 1934, as amended, and, in accordance therewith, includes all shares of our common stock that may be acquired by such beneficial owners within 60 days of March 16, 2017 upon the exercise or conversion of any options, warrants or other convertible securities. This table has been prepared based on 35,424,775 shares of common stock outstanding on March 16, 2017. Except as otherwise indicated, all shares are beneficially owned and the sole investment and voting power is held by the persons named.

(2) Includes 50,000 shares issuable upon exercise of options. Also, includes 25,000 shares of restricted common stock which vest in five equal annual installments commencing July 25, 2017.

(3) Includes 45,000 shares issuable upon exercise of options. Also includes 24,000 shares of restricted stock which vest in three equal annual installments commencing July 25, 2017.

(4) Consists of shares of restricted stock which vest in three equal annual installments commencing January 31, 2018.

(5) Includes 25,000 shares issuable upon exercise of options.

(6) Includes of 40,000 shares issuable upon exercise of options and 25,000 shares of restricted common stock which vest in five equal annual installments commencing July 25, 2017.