

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

FORM 10-K/A  
Amendment No. 1

(Mark One)

ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the fiscal year ended December 31, 2016

or

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission file number: 000-54960

**Nxt-ID, Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction of  
incorporation or organization)

**46-0678374**

(I.R.S. Employer  
Identification No.)

**285 North Drive**

**Suite D**

**Melbourne, FL 32904**

(Address of principal executive offices)(Zip Code)

Registrant's telephone number, including area code: **(203) 266-2103**

Securities registered pursuant to Section 12(b) of the Act:

Title of each class:

Name of each exchange on which registered:

**Common Stock, par value \$0.0001**  
**Warrants to purchase Common Stock**  
**(expiring September 15, 2019)**

**The Nasdaq Stock Market LLC**  
**The Nasdaq Stock Market LLC**

Securities registered pursuant to Section 12(g) of the Act:

**None**

(Title of class)

Indicate by check mark if the registrant is a well-known seasoned issuer, as defined in Rule 405 of the Act. Yes  No

Indicate by check mark if the registrant is not required to file reports pursuant to Section 13 or Section 15(d) of the Act. Yes  No

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter periods that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes  No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes  No

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein, and will not be contained, to the best of registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III or this Form 10-K or any amendment to this Form 10-K.

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer

Accelerated filer

Non-accelerated filer

Smaller reporting company

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Act). Yes  No

The aggregate market value of the common stock held by non-affiliates of the registrant, as of June 30, 2016, the last business day of the second fiscal quarter, was approximately \$11,453,722 based on a total number of shares of our common stock outstanding that day of 3,244,680 and a closing price of \$3.53. Shares of common stock held by each director, each officer and each person who owns 10% or more of the outstanding common stock have been excluded from this calculation in that such persons may be deemed to be affiliates. The determination of affiliate status is not necessarily conclusive.

The registrant had 8,543,339 shares of its common stock outstanding as of April 7, 2017.

## EXPLANATORY NOTE

This Amendment No. 1 on Form 10-K/A (this “Amendment”) to the Annual Report on Form 10-K for the fiscal year ended December 31, 2016, of Nxt-ID, Inc. (the “Company”) originally filed with the Securities and Exchange Commission on April 14, 2017 (the “Original Filing”), is being filed for the purpose of amending Exhibit 23.1 and 23.2.

For purposes of this Amendment, and in accordance with Rule 12b-15 under the Securities Exchange Act of 1934, as amended, Item 15 of the Original Filing has been amended and restated in its entirety. Except as described above, no other changes have been made to the Original Filing, and this Amendment does not modify, amend, or update in any way any of the financial or other information contained in the Original Filing. This Amendment does not reflect events that may have occurred subsequent to the filing date of the Original Filing.

Pursuant to Rule 12b-15 promulgated under the Securities Exchange Act of 1934, as amended, this Amendment also contains new certifications pursuant to Section 302 of the Sarbanes-Oxley Act of 2002, which are attached hereto.

Capitalized terms used but not otherwise defined in this Amendment have the meanings giving in the Original Filing.

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## PART IV

### Item 15. Exhibits, Financial Statement Schedules.

(a) The following documents are filed as part of this report:

(1) Financial Statements:

The audited consolidated balance sheets of the Company as of December 31, 2016 and, 2015, the related consolidated statements of operations, changes in stockholders' equity (deficiency) and cash flows for the years then ended, the footnotes thereto, and the respective reports of Marcum LLP and KPMG LLP, both independent registered public accounting firms, filed previously.

(2) Financial Schedules:

None

Financial statement schedules have been omitted because they are either not applicable or the required information is included in the consolidated financial statements or notes hereto.

(3) Exhibits:

The exhibits listed in the accompanying index to exhibits are filed or incorporated by reference as part of this Report.

(b) The following are exhibits to this Report and, if incorporated by reference, we have indicated the document previously filed with the SEC in which the exhibit was included.

Certain of the agreements filed as exhibits to this Report contain representations and warranties by the parties to the agreements that have been made solely for the benefit of the parties to the agreement. These representations and warranties:

- May have been qualified by disclosures that were made to the other parties in connection with the negotiation of the agreements, which disclosures are not necessarily reflected in the agreements;
- May apply standards of materiality that differ from those of a reasonable investor; and
- Were made only as of specified dates contained in the agreements and are subject to subsequent developments and changed circumstances.

Accordingly, these representations and warranties may not describe the actual state of affairs as of the date that these representations and warranties were made or at any other time. Investors should not rely on them as statements of fact.

<b>Exhibit No.</b>	<b>Description of Exhibit</b>
3.1(i)	<a href="#">Certificate of Incorporation (1)</a>
3.1(i)(a)	<a href="#">Certificate of Amendment to Certificate of Incorporation (16)</a>
3.1(i)(b)	<a href="#">Certificate of Designations of Series A Convertible Preferred Stock (12)</a>
3.1(i)(c)	<a href="#">Amendment of Certificate of Designations of Series A Convertible Preferred Stock (14)</a>
3.1(i)(d)	<a href="#">Second Certificate of Amendment of Designations of Series A Convertible Preferred Stock (15)</a>
3.1(i)(e)	<a href="#">Certificate of Designations for Series B Convertible Preferred Stock (15)</a>
3.1(ii)	<a href="#">Bylaws (1)</a>
4.1	<a href="#">Form of Warrant Agreement and Form of Warrant (1)</a>
4.2	<a href="#">Form of Warrant for January 2014 Offering (2)</a>
4.3	<a href="#">Form of Agent Warrant for January 2014 Offering (2)</a>
4.4	<a href="#">Form of Warrant for June 2014 and August 2014 Offerings (5)</a>
4.5	<a href="#">Form of Warrant for September 2014 Offering (6)</a>
4.6	<a href="#">Form of Underwriter Warrant for September 2014 Offering (6)</a>
4.7	<a href="#">Form of Class A Warrant (7)</a>
4.8	<a href="#">Form of Class B Warrant (7)</a>
4.9	<a href="#">Form of Warrant for August 2015 Public Offering (8)</a>
4.10	<a href="#">Form of Warrant for December 2015 Agreement with WorldVentures Holdings, LLC (10)</a>
4.11	<a href="#">Form of Warrant for May 2016 Interest Purchase Agreement with LogicMark, LLC (13)</a>
4.12	<a href="#">Form of Warrant for November 2016 Agreement with LogicMark, LLC (18)</a>
4.13	<a href="#">Form of 8% Original Issue Discount Convertible Note for August 2015 Private Placement (8)</a>
10.1†	<a href="#">2013 Long Term Incentive Plan (1)</a>
10.2†	<a href="#">Forms of Agreement Under 2013 Long Term Incentive Plan (1)</a>
10.3†	<a href="#">Employment Agreement Between Nxt-ID and Gino Pereira (3)</a>
10.4	<a href="#">License Agreement between 3D-ID, LLC and Genex Technologies (1)</a>
10.5	<a href="#">Purchase Agreement between 3D-ID, LLC and Nxt-ID, Inc. (1)</a>
10.6††	<a href="#">Manufacturing agreement with Identita Technologies, Inc., dated January 18, 2013 (4)</a>
10.7	<a href="#">Form of Registration Rights Agreement for June 2014 and August 2014 Offerings (5)</a>
10.8	<a href="#">Form of Registration Rights Agreement for April 2015 Offering (7)</a>
10.9*	Form of Placement Agency Agreement for August 2015 Public Offering
10.10	<a href="#">Form of Securities Purchase Agreement for August 2015 Public Offering (8)</a>
10.11	<a href="#">Form of Registration Rights Agreement for August 2015 Public Offering (8)</a>
10.12	<a href="#">Form of Securities Purchase Agreement for August 2015 Private Placement (8)</a>
10.13	<a href="#">Form of Warrant Purchase Agreement for August 2015 Private Placement (8)</a>
10.14	<a href="#">Form of Securities Purchase Agreement for December 2015 Private Placement (9)</a>
10.15	<a href="#">Form of Registration Rights Agreement for December 2015 Private Placement (9)</a>
10.16	<a href="#">Form of Securities Purchase Agreement for December 2015 Agreement with WorldVentures Holdings, LLC (10)</a>
10.17	<a href="#">Form of Registration Rights Agreement for December 2015 Agreement with WorldVentures Holdings, LLC (10)</a>
10.18	<a href="#">Form of Securities Purchase Agreement for April 2016 Registered Direct Offering (11)</a>
10.19	<a href="#">Form of Interest Purchase Agreement for May 2016 Agreement with LogicMark, LLC (13)</a>
10.20	<a href="#">Form of First Amendment to Interest Purchase Agreement for May 2016 Agreement with LogicMark, LLC (14)</a>
10.21	<a href="#">Form of Secured Subordinated Promissory Note for July 2016 Agreement with LogicMark, LLC (15)</a>
10.22	<a href="#">Form of Security Agreement for July 2016 Agreement with LogicMark, LLC (15)</a>
10.23	<a href="#">Form of Loan Agreement for July 2016 Agreement with LogicMark, LLC (15)</a>
10.24	<a href="#">Form of Subordination Agreement for July 2016 Agreement with LogicMark, LLC (15)</a>
10.25	<a href="#">Form of Securities Purchase Agreement for July 2016 Agreement with LogicMark, LLC (15)</a>
10.26	<a href="#">Form of Registration Rights Agreement for July 2016 Agreement with LogicMark, LLC (15)</a>
10.27	<a href="#">Form of Forbearance Agreement between Nxt-ID and LogicMark Investment Partners, LLC (17)</a>
10.28	<a href="#">Form of Exchange Note for November 2016 Agreement with LogicMark, LLC (18)</a>
10.29	<a href="#">Form of Exchange Agreement for November 2016 Agreement with LogicMark, LLC (18)</a>
10.30	<a href="#">Form of Intercreditor Agreement for November 2016 Agreement with LogicMark, LLC (18)</a>
10.31	<a href="#">First Amendment to Forbearance Agreement for November 2016 Agreement with LogicMark, LLC (18)</a>
14.1	<a href="#">Code of Ethics (3)</a>
21.1**	List of Subsidiaries
23.1*	<a href="#">Consent of Marcum LLP</a>
23.2*	<a href="#">Consent of KPMG LLP</a>
31.1*	<a href="#">Certification of Principal Executive Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.</a>
31.2*	<a href="#">Certification of Principal Financial Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.</a>
32.1*	<a href="#">Certification of Principal Executive Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.</a>
32.2*	<a href="#">Certification of Principal Financial Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.</a>
101.INS**	XBRL Instance Document
101.SCH**	XBRL Taxonomy Schema
101.CAL**	XBRL Taxonomy Calculation Linkbase
101.DEF**	XBRL Taxonomy Definition Linkbase
101.LAB**	XBRL Taxonomy Label Linkbase
101.PRE**	XBRL Taxonomy Presentation Linkbase



In accordance with SEC Release 33-8238, Exhibits 32.1 and 32.2 are being furnished and not filed.

\* Filed herewith.

\*\* Filed previously.

† Management contract or compensatory plan or arrangement.

†† Confidential treatment has been received for schedules A, C, and D to the agreement

- (1) Filed as an Exhibit to the Company's Registration Statement on Form S-1 (File No. 333-184673) with the SEC on January 31, 2013.
- (2) Filed as an Exhibit to the Company's Current Report on Form 8-K with the SEC on January 17, 2014.
- (3) Filed as an Exhibit to the Company's Annual Report on Form 10-K with the SEC on February 25, 2014.
- (4) Filed as an Exhibit to the Company's Registration Statement on Form S-1/A (File No. 333-184673) with the SEC on March 25, 2013.
- (5) Filed as an Exhibit to the Company's Registration Statement on Form S-1 (File No. 333-197845) with the SEC on August 5, 2014.
- (6) Filed as Exhibit to the Company's Registration Statement on Form S-1 (File No. 333-197845) with the SEC on August 14, 2014.
- (7) Filed as an Exhibit to the Company's Current Report on Form 8-K with the SEC on April 24, 2015.
- (8) Filed as an Exhibit to the Company's Current Report on Form 8-K with the SEC on July 30, 2015.
- (9) Filed as an Exhibit to the Company's Current Report on Form 8-K with the SEC on December 9, 2015.
- (10) Filed as an Exhibit to the Company's Current Report on Form 8-K with the SEC on January 4, 2016.
- (11) Filed as an Exhibit to the Company's Current Report on Form 8-K with the SEC on April 4, 2016.
- (12) Filed as an Exhibit to the Company's Current Report on Form 8-K with the SEC on April 12, 2016.
- (13) Filed as an Exhibit to the Company's Current Report on Form 8-K with the SEC on May 20, 2016.
- (14) Filed as an Exhibit to the Company's Current Report on Form 8-K with the SEC on July 7, 2016.
- (15) Filed as an Exhibit to the Company's Current Report on Form 8-K with the SEC on July 27, 2016.
- (16) Filed as an Exhibit to the Company's Current Report on Form 8-K with the SEC on September 12, 2016.
- (17) Filed as an Exhibit to the Company's Current Report on Form 8-K with the SEC on September 26, 2016.
- (18) Filed as an Exhibit to the Company's Current Report on Form 8-K with the SEC on November 30, 2016.

**SIGNATURES**

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

**Nxt-ID, Inc.**

Date: July 7, 2017

By: /s/ Gino M. Pereira  
Gino M. Pereira  
Chief Executive Officer  
(Principal Executive Officer)

Date: July 7, 2017

By: /s/ Vincent S. Miceli  
Vincent S. Miceli  
Chief Financial Officer  
(Principal Financial Officer and  
Principal Accounting Officer)

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the Registrant and in the capacities and on the dates indicated.

Date: July 7, 2017

By: /s/ Gino M. Pereira  
Gino M. Pereira  
Chief Executive Officer and Director  
(Principal Executive Officer)

Date: July 7, 2017

By: /s/ Vincent S. Miceli  
Vincent S. Miceli  
Chief Financial Officer  
(Principal Financial Officer and  
Accounting Officer)

Date: July 7, 2017

By: /s/ Major General David R. Gust, USA, Ret.  
Major General David R. Gust, USA, Ret.  
Director

Date: July 7, 2017

By: /s/ Michael J. D'Almada-Remedios, PhD  
Michael J. D'Almada-Remedios, PhD  
Director

Date: July 7, 2017

By: /s/ Daniel P. Sharkey  
Daniel P. Sharkey  
Director

Date: July 7, 2017

By: /s/ Michael Orlando  
Michael Orlando  
Director

Date: July 7, 2017

By: /s/ Robin D. Richards  
Robin D. Richards  
Director

Date: July 7, 2017

By: /s/ John Bendheim  
John Bendheim  
Director

INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM'S CONSENT

We consent to the incorporation by reference in the Registration Statements of Nxt-ID, Inc. on Form S-3, File No. 333-209001, Form S-3, File No. 333-206955, Form S-3, File No. 333-204026, and Form S-3, File No. 333-203637 of our report dated April 13, 2017, which includes an explanatory paragraph as to our audit of adjustments to retroactively apply the reverse stock split of the Company's common stock and to reclassify deferred financing costs from other current assets to convertible notes payable on its balance sheet at December 31, 2015 which occurred subsequent to the year ended December 31, 2015, to the 2015 consolidated financial statements which were audited by other auditors, and, with respect to our audit of the consolidated financial statements of Nxt-ID, Inc. and Subsidiaries as of December 31, 2016, which report appears in the Form 10-K, of Nxt-ID, Inc. for the year ended December 31, 2016.

/s/ Marcum LLP

Marcum LLP  
New York, NY  
July 7, 2017

## Consent of Independent Registered Public Accounting Firm

The Board of Directors and Stockholders  
Nxt-ID, Inc.:

We consent to the incorporation by reference in the Registration Statements No. 333-209001, 333-206955, 333-204026 and 333-203637 on Form S-3 of Nxt-ID, Inc. and subsidiary (the Company) of our report dated April 14, 2016, with respect to the consolidated balance sheet of Nxt-ID, Inc. and subsidiary as of December 31, 2015 and the related consolidated statements of operations, changes in stockholders' equity, and cash flows for the year then ended, before the effects of the adjustments to retrospectively apply the changes in the presentation of deferred debt issuance costs and in share and per-share data, which report appears in the December 31, 2016 annual report on Form 10-K of Nxt-ID, Inc. and subsidiary.

Our report dated April 14, 2016 contains an explanatory paragraph that states the Company has incurred recurring losses from operations that raise substantial doubt about its ability to continue as a going concern. The consolidated financial statements do not include any adjustments that might result from the outcome of that uncertainty.

/s/ KPMG LLP

Stamford, Connecticut  
July 7, 2017

**CERTIFICATION  
OF PRINCIPAL EXECUTIVE OFFICER  
PURSUANT TO 18 U.S.C. SECTION 1350,  
AS ADOPTED PURSUANT TO SECTION 302 OF  
THE SARBANES-OXLEY ACT OF 2002**

I, Gino M. Pereira, certify that:

1. I have reviewed this annual report on Form 10-K/A of Nxt-ID, Inc.;

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

(a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

(b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

(c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

(d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

(a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

(b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: July 7, 2017

By: /s/ Gino M. Pereira

Gino M. Pereira  
Chief Executive Officer  
(Principal Executive Officer)

**CERTIFICATION  
OF PRINCIPAL FINANCIAL OFFICER  
PURSUANT TO 18 U.S.C. SECTION 1350,  
AS ADOPTED PURSUANT TO SECTION 302 OF  
THE SARBANES-OXLEY ACT OF 2002**

I, Vincent S. Miceli, certify that:

1. I have reviewed this annual report on Form 10-K/A of Nxt-ID, Inc.;

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

(a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

(b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

(c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

(d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

(a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

(b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: July 7, 2017

By: /s/ Vincent S. Miceli

Vincent S. Miceli  
Chief Financial Officer  
(Principal Financial Officer)

**CERTIFICATION  
OF PRINCIPAL EXECUTIVE OFFICER  
PURSUANT TO 18 U.S.C. SECTION 1350,  
AS ADOPTED PURSUANT TO SECTION 906 OF  
THE SARBANES-OXLEY ACT OF 2002**

In connection with the Annual Report of Nxt-ID, Inc. (the "Company") on Form 10-K/A for the period ended December 31, 2016, as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, Gino M. Pereira, Chief Executive Officer of Nxt-ID, Inc., certify, pursuant to 18 U.S.C. §1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that, to the best of my knowledge:

- (1) The Report fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
- (2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Date: July 7, 2017

By: /s/ Gino M. Pereira

Gino M. Pereira  
Chief Executive Officer  
(Principal Executive Officer)

**CERTIFICATION  
OF PRINCIPAL FINANCIAL OFFICER  
PURSUANT TO 18 U.S.C. SECTION 1350,  
AS ADOPTED PURSUANT TO SECTION 906 OF  
THE SARBANES-OXLEY ACT OF 2002**

In connection with the Annual Report of Nxt-ID, Inc. (the "Company") on Form 10-K/A for the period ended December 31, 2016, as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, Vincent S. Miceli, Chief Financial Officer of Nxt-ID, Inc., certify, pursuant to 18 U.S.C. §1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that, to the best of my knowledge:

- (1) The Report fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
- (2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Date: July 7, 2017

By: /s/ Vincent S. Miceli

Vincent S. Miceli  
Chief Financial Officer  
(Principal Financial Officer)