FORM 3

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL						
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

LAKE EDWARD M	2. Date of Event Requiring Statement (Month/Day/Year) 06/28/2008  3. Issuer Name <b>and</b> Ticker or Trading Symbol  KRATOS DEFENSE & SECURITY SOLUTIONS, INC. [ KTOS									
(Last) (First) (Middle) 5050 MURPHY CANYON ROAD			Relationship of Reporting Person(s) to Issuer (Check all applicable)     Director 10% Owner		(Mo	5. If Amendment, Date of Original Filed (Month/Day/Year)				
SUITE 2000			X Officer (give title below)  Vice Presider	Other (spec	App	Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person				
(Street) SAN DIEGO CA 92123			VICE I TESIGE!	п			y More than One			
(City) (State) (Zip)										
Table I - Non-Derivative Securities Beneficially Owned										
1. Title of Security (Instr. 4)			eneficially Owned (Instr. 4)			4. Nature of Indirect Beneficial Ownership (Instr. 5)				
Common Stock <sup>(1)</sup>		33,957	I Ed		ward M. & Stina I Lake JT TEN					
Common Stock		6,291(1)			Edward M. Lake and Stina Sundberg Lake JTWROS					
Common Stock		40,885(1)	D							
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)										
Exp		isable and ite 'ear)	d 3. Title and Amount of Securities Underlying Derivative Security (Instr.		4. Conversion or Exercise Price of	5. Ownership Form: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)			
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	or Indirect (I) (Instr. 5)				
Convertible Note <sup>(2)</sup>	02/14/2006	02/14/2009	Common Stock	8,736	2.86	D				

## **Explanation of Responses:**

- 1. Common stock of Issuer issued to reporting person in exchange for shares of SYS surrendered by reporting person in connection with Issuer's acquisition of SYS on June 28, 2008 at an exchange rate of 1.2582 shares of Issuer's common stock for each share of SYS common stock.
- $2.\ Convertible\ Note\ assumed\ by\ Issuer\ in\ connection\ with\ its\ acquisition\ of\ SYS\ on\ June\ 28,2008.$

Edward M. Lake, by Matthew G. Colvin, Attorney-In-Fact 07/07/2008

\*\* Signature of Reporting Person

Date

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

- $^{\ast}$  If the form is filed by more than one reporting person, see Instruction 5 (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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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