

SCHEDULE A
to
First Amendment to Grant of Security
Interest in Patents, Trademarks and Licenses

Schedule A

REGISTERED TRADEMARKS

<u>Trademark</u>	<u>Registration Date</u>	<u>Registration No.</u>
ITS	02-11-97	2,037,456
LICAR	11-19-91	1,665,312
LICAR	09-15-92	1,716,605
PROTECTING PEOPLE IN MOTION	09-01-98	2,185,970

PENDING TRADEMARKS

<u>Trademark</u>	<u>File Date</u>	<u>Serial No.</u>
CLEARGARD	06-19-96	75-122,277
DURACHUTE	12-05-96	75-208,521
PROTECTING PEOPLE IN MOTION	09-15-97	75-357,098
SIMUVUE	06-02-97	75-302,288
SIMULA SAFE	05-27-99	75-716,407
SIMULA SAFE	05-27-99	75-716,406
SIMULA SAFE	05-27-99	75-716,405
SIMULA SAFE	05-27-99	75-716,404
SIMULA SAFE	05-27-99	75-716,408
SIMULA SAFE	05-27-99	75-716,869
SIMULA SAFE	05-27-99	75-716,870

FIRST AMENDMENT TO
GRANT OF SECURITY INTEREST IN
PATENTS, TRADEMARKS AND LICENSES

THIS FIRST AMENDMENT TO GRANT OF SECURITY INTEREST, dated as of the 3rd day of March, 2000, and effective as of December 31, 1999 (this "Amendment"), is made by SIMULA, INC., an Arizona corporation (the "Company"), SIMULA SAFETY SYSTEMS, INC., an Arizona corporation ("SSSI"), SIMULA TRANSPORTATION EQUIPMENT CORPORATION (formerly known as Intaero, Inc.), an Arizona corporation ("Simtech"), AIRLINE INTERIORS, INC., an Arizona corporation ("Airline Interiors"), ARTCRAFT INDUSTRIES CORP., an Arizona corporation ("Artcraft"), SIMULA COMPOSITES CORPORATION (formerly known as Viatech, Inc.), a Delaware corporation ("Composites"), SIMULA AUTOMOTIVE SAFETY DEVICES, INC., an Arizona corporation ("SASD"), SIMULA TECHNOLOGIES, INC., an Arizona corporation ("STI"), INTERNATIONAL CENTER FOR SAFETY EDUCATION, INC., an Arizona corporation ("ICSE") and SIMULA POLYMER SYSTEMS, INC., an Arizona corporation ("Polymer"), CCEC CAPITAL CORP., an Arizona corporation ("CCEC"), SIMULA AUTOMOTIVE SAFETY DEVICES LIMITED, a company organized and existing under the laws of the United Kingdom ("Simula Automotive UK"). The Company, SSSI, Simtech, Airline Interiors, Artcraft, Composites, SASD, STI, ICSE, Polymer, CCEC and Simula Automotive UK may be individually referred to herein as a "Company Party" and collectively referred to herein as the "Company Parties."

R E C I T A L S

A. Pursuant to the Grant of Security Interest in Patents, Trademarks and Licenses dated as of December 31, 1999 (the "Agreement"), each Company Party granted to The CIT Group/Business Credit, Inc., a New York corporation (the "Purchaser"), a security interest in all of such Company Party's right, title and interest in and to the Intellectual Property Collateral, all as more fully set forth therein. Unless otherwise indicated, all capitalized terms used and not otherwise defined herein have the meanings set forth in the Financing Agreement, dated December 31, 1999.

B. The Company Parties wish to amend Schedule A (Registered Trademarks/Pending Trademarks) and Schedule B (Registered Patents/Pending Patents) to the Agreement to correct certain errors and other inaccuracies contained therein.

A G R E E M E N T

NOW, THEREFORE, in consideration of the foregoing and the mutual covenants, conditions and provisions contained herein, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereby agree as follows:

1. Amendment of Schedule A (Registered Trademarks/Pending Trademarks). Schedule A (Registered Trademarks/Pending Trademarks) to the Agreement is hereby amended by deleting such Schedule in its entirety and replacing it with new Schedule A attached hereto.

2. Amendment of Schedule B (Registered Patents/Pending Patents). Schedule B (Registered Patents/Pending Patents) to the Agreement is hereby amended by deleting such Schedule in its entirety and replacing it with new Schedule B attached hereto.


3. Counterparts. This Amendment may be executed in any number of counterparts and by facsimile, each of which shall be deemed an original, but all of which taken together shall constitute one and the same instrument.

4. Full Force and Effect. This Amendment amends the Agreement effective on and as of December 31, 1999, and the Agreement shall remain in full force and effect as amended hereby. The Agreement, as amended hereby, is hereby approved, ratified and confirmed by the parties in all respects. The Company Parties hereby acknowledge that, by executing this Amendment, the Purchaser shall not be deemed to have waived or otherwise limited any of its rights, powers or remedies with respect to the errors and other inaccuracies contained in the original Schedules to the Agreement delivered by the Company Parties at the Closing.

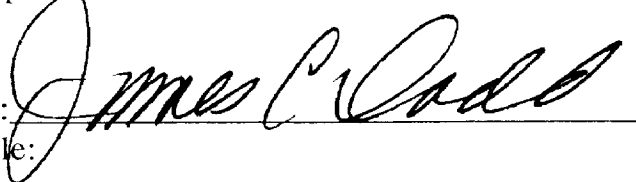
IN WITNESS WHEREOF, the parties have caused this Amendment to be executed and delivered by their duly authorized representatives as of the first date written above.

COMPANY PARTIES

SIMULA, INC., an Arizona corporation

By: 
Title: _____

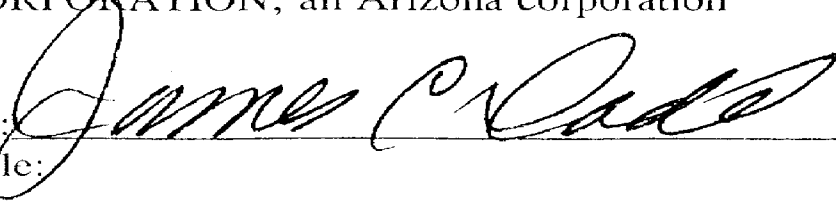
SIMULA SAFETY SYSTEMS, INC., an Arizona corporation

By: 
Title: _____

SIMULA TRANSPORTATION EQUIPMENT CORPORATION, an Arizona corporation

By:

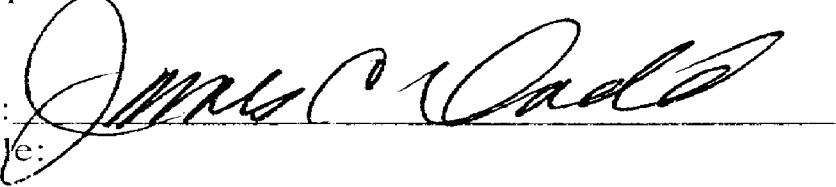
Title:



AIRLINE INTERIORS, INC., an Arizona corporation

By:

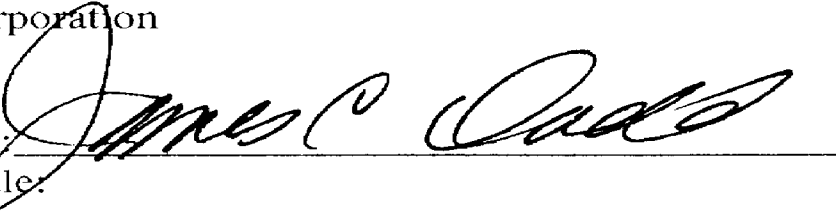
Title:



ARTCRAFT INDUSTRIES CORP., an Arizona corporation

By:

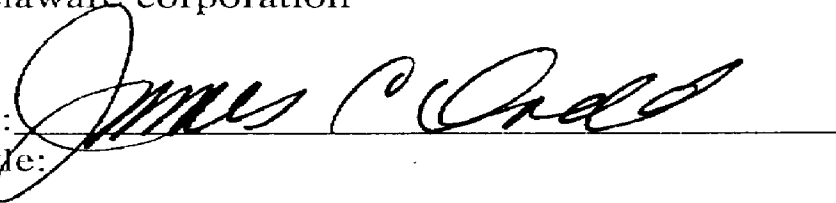
Title:



SIMULA COMPOSITES CORPORATION, a Delaware corporation

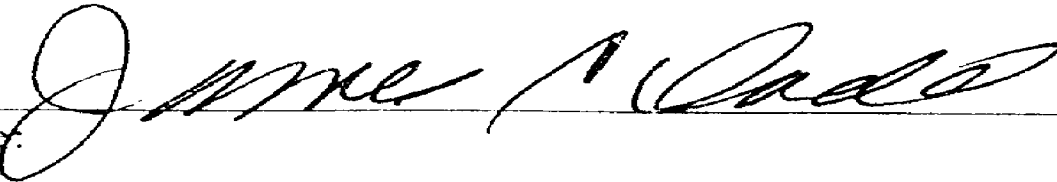
By:

Title:



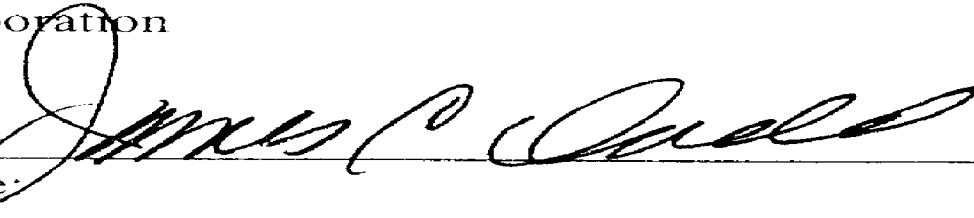
SIMULA AUTOMOTIVE SAFETY DEVICES,
INC., an Arizona corporation

By: _____
Title: _____



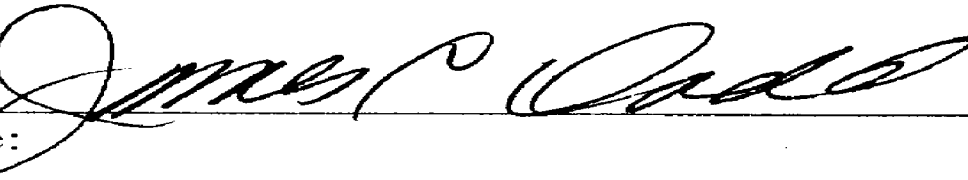
SIMULA TECHNOLOGIES, INC., an Arizona
corporation

By: _____
Title: _____



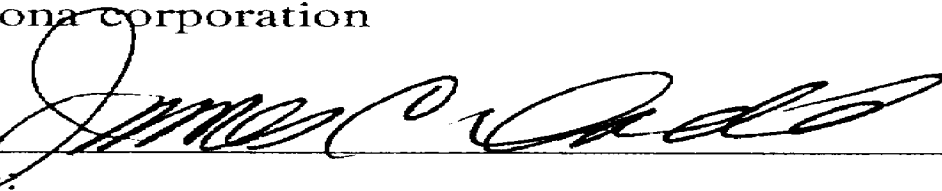
INTERNATIONAL CENTER FOR SAFETY
EDUCATION, INC., an Arizona corporation

By: _____
Title: _____



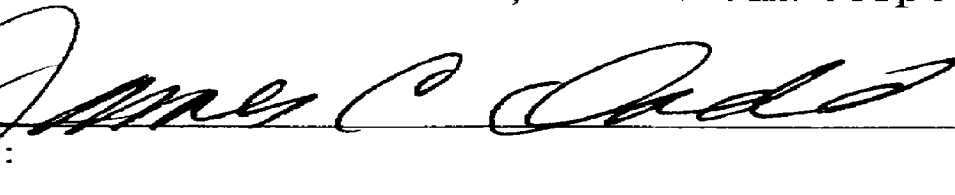
SIMULA POLYMER SYSTEMS, INC., an
Arizona corporation

By: _____
Title: _____



CCEC CAPITAL CORP., an Arizona corporation

By: _____
Title: _____



SIMULA AUTOMOTIVE SAFETY DEVICES
LIMITED, a company organized and existing
under the laws of the United Kingdom

By: James O'Connell
Title: _____

ACCEPTED AND AGREED:

PURCHASER

THE CIT GROUP/BUSINESS CREDIT, INC.,
a New York corporation

By: Kelly Wu
Name: Kelly Wu
Title: AVP

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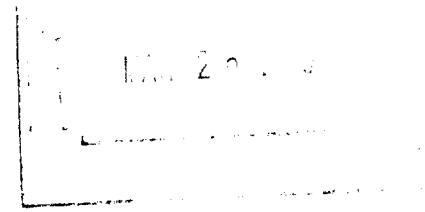
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SIMULA SAFE	05-27-99	75-716,870

SCHEDULE B
to
First Amendment to Grant of Security
Interest in Patents, Trademarks and Licenses



<u>Patent Description</u>	<u>Issue Date</u>	<u>Patent No.</u>
ADJUSTABLE SEAT CUSHION WITH TENSION LIMITING MEANS	12-15-87	4,712,834
BIOFIDELIC MANIKIN NECK	10-06-92	5,152,692
BIOFIDELIC MANIKIN NECK	11-09-93	5,259,765
CREWSEAT WITH ADJUSTABLE LUMBAR AND THIGH SUPPORTS	05-30-95	5,419,614
CYLINDRICAL ARMOR	09-01-92	5,143,123
ENERGY-ABSORBING DEFORMABLE BRACKET	09-29-98	5,813,649
ENERGY-ABSORBING LEG ASSEMBLY FOR AIRCRAFT PASSENGER SEATS	03-27-90	4,911,381
EXTRUDABLE THERMOPLASTIC ELASTOMERIC UREA-EXTENDED POLYURETHANE	09-22-98	5,811,506
FIBER OPTIC STRAIN GAUGE PATCH	07-15-97	5,649,035
IMPACT RESISTANT POLYURETHANE AND METHOD OF MANUFACTURE THEREOF	10-05-99	5,962,617
IMPROVED SHOCK STRUT	02-04-92	5,085,412
INFLATABLE BODY AND HEAD RESTRAINT SYSTEM	02-01-94	5,282,648
INFLATABLE TUBULAR CUSHIONS FOR CRASH PROTECTION OF SEATED AUTOMOBILE OCCUPANTS	11-07-95	5,464,246
INFLATABLE TUBULAR TORSO RESTRAINT SYSTEM	11-24-98	5,839,753
LIGHTWEIGHT SEALED PARACHUTE AND HARNESS ASSEMBLY	10-19-93	5,253,826
LOW PROFILE FLOTATION COLLAR	12-02-97	5,692,933
LOW AGGRESSIVITY VARIABLE-VOLUME VARIABLE-INFLATION AIR BAG SYSTEM	02-16-99	5,871,231

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<u>Patent Description</u>	<u>Issue Date</u>	<u>Patent No.</u>
METHOD AND APPARATUS FOR MEASURING DISTANCES USING FIBER OPTICS	12-23-97	5,701,006
SIDE IMPACT HEAD STRIKE PROTECTION SYSTEM	01-02-96	5,480,181
SIDE IMPACT HEAD STRIKE PROTECTION SYSTEM	06-21-94	5,322,322
THREE-AXIS AIRCRAFT CRASH SENSING SYSTEM	07-27-99	5,928,300
VACUUM PACKAGED ESCAPE SLIDE	12-24-96	5,586,615
VARIABLE-LOAD ENERGY ABSORBER AND METHOD FOR MAKING ENERGY ABSORBERS HAVING VARIABLE-LOAD CAPABILITY	04-09-85	4,509,621

PENDING PATENT APPLICATIONS

<u>Patent Description</u>	<u>File Date</u>	<u>Application No.</u>
DISTRIBUTED CHARGE INFLATOR SYSTEM	09-08-98	09/149,630
DYNAMICALLY DEPLOYED DEVICE ANCHOR	09-21-99	60/154,944
EMERGENCY EJECTION SEAT	01-26-99	60/117,290
IMPACT RESISTANT POLYURETHANE AND METHOD OF MANUFACTURE AND METHOD OF MANUFACTURE THEREOF	09-02-98	09/145,658
IMPROVED FABRIC ARMOR	03-12-99	60/124,315
INFLATABLE TUBULAR BOLSTER	05-21-97	08/861,122
INFLATABLE TUBULAR TORSO RESTRAINT SYSTEM	10-19-98	09/169,302
EXTRUDABLE THERMOPLASTIC ELASTOMERIC UREA-EXTENDED POLYURETHANE	09-21-98	09/157,588
LIGHTWEIGHT ARMOR WITH A DURABLE SPALL COVER	02-18-99	09/251,736
LOW PROFILE SURVIVAL VEST ENSEMBLE	10-19-98	09/169,471
METHOD AND APPARATUS FOR A ROTATION ANGLE SENSOR	06-05-98	09/092,553
PARACHUTE LANDING VELOCITY ATTENUATOR	01-26-99	09/237,385
SIDE RESTRAINT ASSEMBLY	08-03-98	09/128,068
VEHICLE OCCUPANT RESTRAINT HARNESS	03-16-99	09/270,413
CERAMIC TILE ARMOR WITH ENHANCED JOINT AND EDGE PROTECTION	10-30-99	09/475,192
DYNAMICALLY DEPLOYED DEVICE SHIELD	09-21-99	60/154,954

NOTARIAL CERTIFICATE OF ACKNOWLEDGMENT

State of Arizona)
) ss.
County of Maricopa)

Before me, a Notary Public in and for said County and State, James C. Dodd, an individual personally known to me and the Treasurer of each of **SIMULA, INC., SIMULA SAFETY SYSTEMS, INC., SIMULA TRANSPORTATION EQUIPMENT CORPORATION, AIRLINE INTERIORS, INC., ARTCRAFT INDUSTRIES CORP., SIMULA COMPOSITES CORPORATION, SIMULA AUTOMOTIVE SAFETY DEVICES, INC., SIMULA TECHNOLOGIES, INC., INTERNATIONAL CENTER FOR SAFETY EDUCATION, INC., SIMULA POLYMER SYSTEMS, INC., CCEC CAPITAL CORP., and SIMULA AUTOMOTIVE SAFETY DEVICES LIMITED**, acknowledged the execution of the foregoing First Amendment to Grant of Security Interest in Patents, Trademarks and Licenses.

Witness my hand and Notarial Seal this 3 day of March, 2000.

Edaene Micucci
Notary Public

My Commission Expires:

