

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Armor Holdings Products, Inc.		02/27/2004	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Armor Holdings Products, L.L.C.		
Street Address:	13386 International Parkway		
City:	Jacksonville		
State/Country:	FLORIDA		
Postal Code:	32218		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	1372227		
CORRESPONDENCE DATA			
Fax Number:	(212)245-3009		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	212-541-6222		
Email:	skaplan@kanekessler.com		
Correspondent Name:	Susan S. Kaplan		
Address Line 1:	1350 Avenue of the Americas		
Address Line 4:	New York, NEW YORK 10019		
ATTORNEY DOCKET NUMBER:	2198-2005		
NAME OF SUBMITTER:	Susan S. Kaplan		
Signature:	/susan s. kaplan/		
Date:	10/19/2005		

OP \$40.00 1372227

Total Attachments: 4

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Delaware

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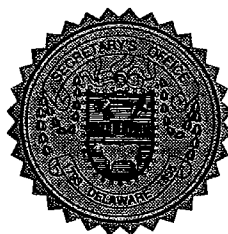
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "ARMOR HOLDINGS PRODUCTS, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "ARMOR HOLDINGS PRODUCTS, INC." TO "ARMOR HOLDINGS PRODUCTS, L.L.C.", FILED IN THIS OFFICE ON THE FIRST DAY OF MARCH, A.D. 2004, AT 9:16 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

2754430 8100V

040152070



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2959471

DATE: 03-01-04

TRADEMARK
REEL: 003177 FRAME: 0820

**CERTIFICATE OF CONVERSION
FROM A CORPORATION TO
A LIMITED LIABILITY COMPANY
OF
ARMOR HOLDINGS PRODUCTS, INC.**

(Under Section 266 of the General Corporation Law)

ARMOR HOLDINGS PRODUCTS, INC., a corporation organized and existing under the laws of the State of Delaware, hereby certifies as follows:

FIRST: The name of the corporation immediately prior to the filing of this Certificate of Conversion is **ARMOR HOLDINGS PRODUCTS, INC.**, and the name originally incorporated under, is **AMERICAN BODY ARMOR & EQUIPMENT, INC.** (the "Corporation").

SECOND: The date the Certificate of Incorporation of the Corporation was filed on is June 16, 1997.

THIRD: The name of the limited liability company into which the Corporation shall be converted is **ARMOR HOLDINGS PRODUCTS, L.L.C.**

FOURTH: The conversion of the Corporation herein certified has been approved in accordance with the provisions of Sections 228 and 266 of the General Corporation Law of Delaware.

Dated: February 27, 2004

**ARMOR HOLDINGS PRODUCTS,
INC.**

By: /s/ Phil Baratelli
Name: Phil Baratelli
Title: Vice President

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "ARMOR HOLDINGS PRODUCTS, L.L.C." FILED IN THIS OFFICE ON THE FIRST DAY OF MARCH, A.D. 2004, AT 9:16 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



2754430 8100V

040152070

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2959471

DATE: 03-01-04

TRADEMARK
REEL: 003177 FRAME: 0822

CERTIFICATE OF FORMATION

OF

ARMOR HOLDINGS PRODUCTS, L.L.C.

The undersigned, an authorized natural person, for the purpose of forming a limited liability company, under the provisions and subject to the requirements of the State of Delaware (particularly Chapter 18, Title 6 of the Delaware Code and the acts amendatory thereof and supplemental thereto, and known, identified, and referred to as the "Delaware Limited Liability Company Act"), hereby certifies that:

FIRST: The name of the limited liability company (hereinafter called the "Limited Liability Company") is **ARMOR HOLDINGS PRODUCTS, L.L.C.**

SECOND: The address of the registered office and the name and the address of the registered agent of the Limited Liability Company required to be maintained by Section 18-104 of the Delaware Limited Liability Company Act are:

Corporation Service Company
2711 Centerville Road, Suite 400
Wilmington, Delaware 19808

THIRD: The Limited Liability Company shall, to the fullest extent permitted by the provisions of the Delaware Limited Liability Company Act, as the same may be amended and supplemented, indemnify the members, managers, officers and directors of the Limited Liability Company.

Dated: February 27, 2004

/s/ Phil Baratelli
Phil Baratelli
Authorized Person