

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
MAR-VEL INTERNATIONAL, INC.		03/25/2011	CORPORATION: NEW JERSEY
RECEIVING PARTY DATA			
Name:	Wells Fargo Bank, National Association, as Administrative Agent		
Street Address:	12 East 49th Street		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10017		
Entity Type:	a national banking association: UNITED STATES		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3519591	MAR-VEL INTERNATIONAL	
CORRESPONDENCE DATA			
Fax Number:	(704)350-7800		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	(704) 350-7738		
Email:	bsmith@winston.com		
Correspondent Name:	Betty G. Smith		
Address Line 1:	Winston & Strawn LLP, 214 N. Tryon St.		
Address Line 2:	22nd Floor		
Address Line 4:	Charlotte, NORTH CAROLINA 28202		
ATTORNEY DOCKET NUMBER:	150024.07011		
NAME OF SUBMITTER:	Betty G. Smith		
Signature:	/Betty G. Smith/		

CH \$40.00 3519591

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**TRADEMARK
 REEL: 004507 FRAME: 0331**

Date:

03/28/2011

Total Attachments: 4

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**NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS**

dated as of March 25, 2011

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Amended and Restated Loan and Security Agreement dated as of March 25, 2011 (as amended, supplemented, amended and restated or otherwise modified from time to time, the "Agreement") by and among ADS Tactical, Inc., as Holdings, Atlantic Diving Supply, Inc., as borrower (the "Borrower"), Mar-Vel International, Inc. (the "Grantor") and certain other Subsidiaries of the Borrower, as Subsidiary Guarantors, the banks and other financial institutions from time to time party thereto, as lenders, and Wells Fargo Bank, National Association, as administrative agent (the "Administrative Agent"), the undersigned Grantor has granted a security interest in the trademarks and trademark applications on Schedule 1 to the Administrative Agent, for itself and the benefit of the Secured Parties.

Capitalized terms used herein without definition are used as defined in the Agreement.

The Grantor and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in such trademarks and trademark applications (a) may only be terminated in accordance with the terms of the Agreement and (b) is not to be construed as an assignment of any trademark or trademark application.

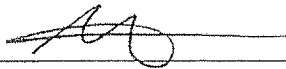
[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

GRANTOR:

Mar-Vel International, Inc.
7115 Airport Hwy
Pennsauken, NJ 08109

Very truly yours,

MAR-VEL INTERNATIONAL, INC.

By: 
Name: Luke Hillier
Title: President

ADMINISTRATIVE AGENT:

Wells Fargo Bank, National Association
12 East 49th Street
New York, NY 10017

Acknowledged and accepted:

WELLS FARGO BANK, NATIONAL
ASSOCIATION

By: _____
Name: _____
Title: _____

GRANTOR:

Mar-Vel International, Inc.
7115 Airport Hwy
Pennsauken, NJ 08109

Very truly yours,

MAR-VEL INTERNATIONAL, INC.

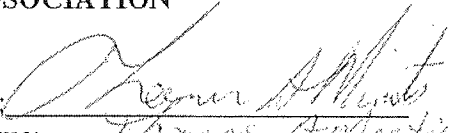
By: _____
Name: _____
Title: _____

ADMINISTRATIVE AGENT:

Wells Fargo Bank, National Association
12 East 49th Street
New York, NY 10017

Acknowledged and accepted:

WELLS FARGO BANK, NATIONAL
ASSOCIATION

By: 
Name: Thomas J. Hendricks
Title: Vice President

SCHEDULE 1

TRADEMARKS

Trademark Registration No.	Mark	Registration Date
3,519,591	MAR-VEL International	10/21/2008

TRADEMARK APPLICATIONS

Serial No.	Mark	Filing Date
None		

CHL:41374.3