

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY

CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
General Electric Capital Corporation, as Successor Administrative Agent and Collateral Agent		02/28/2014	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	5.11, INC.
Street Address:	4300 Spyres Way
City:	Modesto
State/Country:	CALIFORNIA
Postal Code:	95356
Entity Type:	CORPORATION: CALIFORNIA

PROPERTY NUMBERS Total: 32		
Property Type	Number	Word Mark
Registration Number:	3702129	5.11 +
Registration Number:	3731857	5.11 + TACTICAL SERIES
Registration Number:	3350107	5.11 RESPONSE SERIES
Registration Number:	3669944	5.11 SLICKSTICK
Registration Number:	3872605	5.11
Registration Number:	3781193	5.11 TACTICAL
Registration Number:	3557557	BACK-UP BELT SYSTEM
Registration Number:	3522623	C.U.B.
Registration Number:	3618088	FR-X3
Registration Number:	3768602	LIGHT FOR LIFE
Registration Number:	3920782	PATROL DUTY UNIFORM
Registration Number:	3924212	QUIXIP

CH \$815.00 3702129

Registration Number:	3581248	SURESHOT
Registration Number:	3813086	TACLITE
Registration Number:	3545230	TDU
Registration Number:	3904942	THUMBDRIVE
Registration Number:	2820840	5.11 TACTICAL SERIES
Registration Number:	2932408	
Registration Number:	2896262	5.11 CHALLENGE
Registration Number:	3177448	HRT
Registration Number:	2836547	5.11
Registration Number:	3185861	MUSCLE MAPPING
Registration Number:	3150191	SHOCK MITIGATION SYSTEM
Registration Number:	3173444	A.T.A.C.
Registration Number:	3174195	H.R.T.
Registration Number:	2013395	
Registration Number:	3974554	TAC DRY
Serial Number:	85165357	5.11 TACTICAL SERIES
Serial Number:	85026708	HOLSTER SHIRT
Serial Number:	77815755	PDU
Serial Number:	85302387	FLEX-TAC
Registration Number:	3538661	5.11 TACTICAL

CORRESPONDENCE DATA

Fax Number: 2123037064
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Phone: 212 318 6824
Email: christinedionne@paulhastings.com
Correspondent Name: Christine Dionne c/o Paul Hastings LLP
Address Line 1: 75 East 55th Street
Address Line 4: New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER:	78436.99
NAME OF SUBMITTER:	Christine Dionne
Signature:	/Christine Dionne/
Date:	03/05/2014

Total Attachments: 5
source=5.11 - Trademark Release 1#page1.tif

TRADEMARK
REEL: 005230 FRAME: 0676

source=5.11 - Trademark Release 1#page2.tif
source=5.11 - Trademark Release 1#page3.tif
source=5.11 - Trademark Release 1#page4.tif
source=5.11 - Trademark Release 1#page5.tif

TRADEMARK RELEASE AND REASSIGNMENT

THIS TRADEMARK RELEASE AND REASSIGNMENT (this "Release") is made as of February 28, 2014 by GENERAL ELECTRIC CAPITAL CORPORATION, as Successor Administrative Agent and Collateral Agent (the "**Bank**").

WITNESSETH:

WHEREAS, Bank, Churchill Financial LLC, as existing administrative agent and collateral agent ("Churchill") and 5.11 , INC., a California corporation ("**Grantor**") were parties to that certain Assignment of Trademark Security Agreement, dated as of December 16, 2011 (the "**Agreement**"; all capitalized terms used herein but not otherwise defined herein shall have the respective meanings ascribed to such terms in the Agreement), and pursuant to which Churchill assigned its security interest to Bank in the Trademark Collateral, including the trademarks set forth on Schedule 1 hereto and Grantor acknowledged such assignment; and

WHEREAS, the Agreement was recorded by the Trademark Division of the United States Patent and Trademark Office on December 16, 2011, at Reel 4681, Frame 0535;

WHEREAS, Grantor has requested that Bank release its security interest in and lien on all of Grantor's right, title and interest in, to and under the Trademark Collateral and assign the same to Grantor; and

WHEREAS, Bank has agreed to release the entirety of its security interest in and lien on all of Grantor's right, title and interest in, to and under the Trademark Collateral.

NOW THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged:

1. Bank hereby releases its security interest in and lien on all of Grantor's right, title and interest in, to and under the Trademark Collateral, including the following:

(a) all of its Trademarks and all IP Licenses providing for the grant by or to Grantor of any right under any Trademark, including, without limitation, those referred to on Schedule 1 hereto;

(b) all renewals and extensions of the foregoing;

(c) all goodwill of the business connected with the use of, and symbolized by, each such Trademark; and

(d) all income, royalties, proceeds and Liabilities at any time due or payable or asserted under and with respect to any of the foregoing, including, without limitation, all rights to sue and recover at law or in equity for any past, present and future infringement, misappropriation, dilution, violation or other impairment thereof.

2. Bank hereby reassigns, grants and conveys to Grantor, without any representation, recourse or undertaking by Bank, all of Bank's right, title and interest (if any) in and to the Trademark Collateral and authorizes this Release to be recorded with the United States Patent and Trademark Office.

[Signature Page Follows.]

IN WITNESS WHEREOF, Bank has caused this Trademark Release and Reassignment to be executed as of the day and year first above written.

**GENERAL ELECTRIC CAPITAL
CORPORATION**, as Successor
Administrative Agent and Collateral Agent

By: Mary Beth Dam
Name: Mary Beth Dam
Title: Duly Authorized Signatory

SCHEDULE 1

Trademark Registrations

Mark	Reg. No.	Reg. Date	Holder
5.11 + (and design)	3,702,129	10/27/2009	5.11, Inc.
5.11 + TACTICAL SERIES (and design)	3,731,857	12/29/2009	5.11, Inc.
5.11 RESPONSE SERIES	3,350,107	12/4/2007	5.11, Inc.
5.11 SLICKSTICK	3,669,944	8/18/2009	5.11, Inc.
5.11	3,872,605	11/9/2010	5.11, Inc.
5.11 TACTICAL	3,781,193	4/27/2010	5.11, Inc.
5.11 TACTICAL	3,538,661	11/25/2008	5.11, Inc.
BACK-UP BELT SYSTEM	3,557,557	1/6/2009	5.11, Inc.
C.U.B.	3,522,623	10/21/2008	5.11, Inc.
FR-X3	3,618,088	5/12/2009	5.11, Inc.
LIGHT FOR LIFE	3,768,602	3/30/2010	5.11, Inc.
PATROL DUTY UNIFORM	3,920,782	2/15/2011	5.11, Inc.
QUIXIP	3,924,212	2/22/2011	5.11, Inc.
SURESHOT	3,581,248	2/24/2009	5.11, Inc.
TACLITE	3,813,086	7/6/2010	5.11, Inc.
TDU	3,545,230	12/9/2008	5.11, Inc.
THUMBDRIVE	3,904,942	1/11/2011	5.11, Inc.
5.11 TACTICAL SERIES	2,820,840	3/9/2004	5.11, Inc.
Rear Slash Pocket Strap Design	2,932,408	3/15/2005	5.11, Inc.
5.11 CHALLENGE	2,896,262	10/19/2004	5.11, Inc.
HRT (Block letters)	3,177,448	11/28/2006	5.11, Inc.
5.11	2,836,547	4/27/2004	5.11, Inc.
MUSCLE MAPPING (Block letters)	3,185,861	12/19/2006	5.11, Inc.
SHOCK MITIGATION SYSTEM (Block letters)	3,150,191	9/26/2006	5.11, Inc.
A.T.A.C. (Block letters)	3,173,444	11/21/2006	5.11, Inc.
H.R.T. (Block letters)	3,174,195	11/21/2006	5.11, Inc.

Slash Pocket Strap Design	2,013,395	11/5/1995	5.11, Inc.
TAC DRY	3,974,554	6/7/2011	5.11, Inc.

Trademark Applications

Mark	Serial No.	Filed Date	Holder
5.11 TACTICAL SERIES	85/165357	10/29/2010	5.11, Inc.
HOLSTER SHIRT	85/026708	4/29/2010	5.11, Inc.
PDU	77/815755	8/28/2009	5.11, Inc.
FLEX-TAC	85/302387	4/22/2011	5.11, Inc.

IP Licenses

Trademark License Agreement dated as of November 1, 2005 by and between Steve Tarani and 5.11 Inc.

Trademark License Agreement dated as of December 1, 2005 by and between Trident Concepts, LLC, Jeff Gonzales and 5.11 Inc.

Trademark License Agreement dated as of September 29, 2006 by and between Viking Tactics, Inc. and 5.11 Inc.

License Agreement dated as of April 1, 2007 by and between Blade Tech Industries, Inc. and 5.11 Inc.

License Agreement dated as of October 16, 2007 by and between Mike Miller (dba Tactical Intervention) and 5.11 Inc.

Amended and Restated Patent and Trademark License Agreement dated as of February 24, 2009 by and between 5.11 Acquisition Corp. and IVUS Industries, LLC

License Agreement dated as of June 1, 2009 by and between 5.11, Inc. and Blade Tech Industries, Inc.