

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM410656

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Atlantic Diving Supply, Inc.		12/30/2016	Corporation: VIRGINIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Brightwood Loan Services LLC, as Collateral Agent		
<b>Street Address:</b>	810 Seventh Avenue		
<b>Internal Address:</b>	26th Floor		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10019		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 8</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3546088	ADS	
<b>Registration Number:</b>	3523476	OFFICIAL GENIII ECWCS	
<b>Registration Number:</b>	4361457		
<b>Registration Number:</b>	4351852	DISMOUNTED FREE	
<b>Registration Number:</b>	4325399	TEK SOLUTIONS	
<b>Registration Number:</b>	3992536	WARRIOR EXPO	
<b>Registration Number:</b>	4273147	WARRIOR	
<b>Registration Number:</b>	3941492	FREE FIRE RESISTANT ENVIRONMENTAL ENSEMB	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	3125585700		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Phone:</b>	(312) 558-6352		
<b>Email:</b>	mfoy@winston.com		
<b>Correspondent Name:</b>	Michelle Foy, Winston & Strawn LLP		
<b>Address Line 1:</b>	35 West Wacker Drive		
<b>Address Line 2:</b>	Suite 4200		
<b>Address Line 4:</b>	Chicago, ILLINOIS 60601		
<b>ATTORNEY DOCKET NUMBER:</b>	86229.25		

CH \$215.00 3546088

<b>NAME OF SUBMITTER:</b>	Michelle Foy
<b>SIGNATURE:</b>	/Michelle Foy/
<b>DATE SIGNED:</b>	12/30/2016
<b>Total Attachments: 4</b> source=ADS Notice of Grant of Security Interest in Trademarks (EXECUTED)#page1.tif source=ADS Notice of Grant of Security Interest in Trademarks (EXECUTED)#page2.tif source=ADS Notice of Grant of Security Interest in Trademarks (EXECUTED)#page3.tif source=ADS Notice of Grant of Security Interest in Trademarks (EXECUTED)#page4.tif	

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

dated as of December 30, 2016

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Guarantee and Collateral Agreement dated as of December 30, 2016 (as amended, supplemented, amended and restated or otherwise modified from time to time, the "Agreement") by and among ADS Tactical, Inc., as the Borrower (the "Borrower"), Atlantic Diving Supply, Inc. (the "Grantor") and certain other Subsidiaries of the Borrower from time to time party thereto, as Subsidiary Loan Parties, and Brightwood Loan Services LLC, as collateral agent (in such capacity, the "Collateral Agent"), the undersigned Grantor has granted a security interest in all of such Grantor's right, title and interest in, to and under the Trademarks (including those items listed on Schedule 1 attached hereto) to the Collateral Agent, its successors and assigns, for itself and the benefit of (I) in the case of the Term Loan Obligations, the Secured Parties holding Term Loan Obligations and (II) in the case of the Senior Notes Obligations, the Secured Parties holding Senior Notes Obligations, as security for the payment or performance, as the case may be, in full of (x) the Term Loan Obligations and (y) the Senior Notes Obligations.

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

The Grantor and the Collateral 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.

The Grantor authorizes and requests that the Commissioner for Trademarks and any other applicable government officer record this Agreement.

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GRANTOR:

Atlantic Diving Supply, Inc.  
621 Lynnhaven Parkway, Suite 400  
Virginia Beach, VA 23452

Very truly yours,

ATLANTIC DIVING SUPPLY, INC.

By: 

Name: Karan Rai


Title: President and Chief Financial Officer

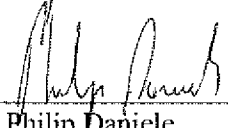
**COLLATERAL AGENT:**

Brightwood Loan Services LLC  
810 Seventh Avenue, 26<sup>th</sup> Floor  
New York, NY 10019

Acknowledged and accepted:

**BRIGHTWOOD LOAN SERVICES LLC**

By:   
Name: Sengal Selassie  
Title: Authorized Person

By:   
Name: Philip Daniele  
Title: Authorized Person

SCHEDULE 1

TRADEMARKS

<b>Owner</b>	<b>Trademark Registration No.</b>	<b>Mark</b>	<b>Registration Date</b>
Atlantic Diving Supply, Inc.	3546088	ADS and Design	December 16, 2008
Atlantic Diving Supply, Inc.	3523476	Official GEN III/ ECWCS and Design	October 28, 2008
Atlantic Diving Supply, Inc.	4361457	Design Mark (Flames used for FREE logo)	July 2, 2013
Atlantic Diving Supply, Inc.	4351852	Dismounted FREE	June 11, 2013
Atlantic Diving Supply, Inc.	4325399	TEK Solutions	April 23, 2013
Atlantic Diving Supply, Inc.	3992536	Warrior EXPO	July 12, 2011
Atlantic Diving Supply, Inc.	4273147	WARRIOR	January 8, 2013
Atlantic Diving Supply, Inc.	3941492	FREE Fire Resistant Environmental Ensemble (design and word mark)	April 5, 2011

TRADEMARK APPLICATIONS

None.