

ARMOR HOLDINGS INC
Form POS AM
July 31, 2007

As Filed with the Securities and Exchange Commission on July 31, 2007
Post-Effective Amendment No. 2 to Registration Statement on Form S-3 (Registration No. 333-113834)

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Post-Effective Amendment No. 2
To Form S-3
REGISTRATION STATEMENT
Under
THE SECURITIES ACT OF 1933

ARMOR HOLDINGS, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation or organization)

52-3392443
(I.R.S. Employer Identification No.)

13386 International Parkway
Jacksonville, Florida 32218
(Address of Principal Executive Offices)

(For Co-Registrants, please see "Table of Co-Registrants" on the following page)

Walter P. Havenstein
Principal Executive Officer and Director
Armor Holdings, Inc.
13386 International Parkway
Jacksonville, Florida 32218
(904) 741-5400

(Name, address, including zip code, and telephone number, including area code, of agent for service)

Copy to:
Sheila C. Cheston
Senior Vice President, General Counsel and Secretary
BAE Systems, Inc.

**1601 Research Boulevard
Rockville, Maryland 20850
(301) 838-6000**

TABLE OF CO-REGISTRANTS

| Name | State or Other Jurisdiction of Formation | I.R.S. Employer Identification Number |
|--|---|--|
| 911EP, Inc. | Delaware | 13-4213473 |
| Armor Holdings Aerospace & Defense, Inc. (f/k/a AHI Bulletproof Acquisition Corp.) | Delaware | 05-0592796 |
| AHI Properties I, LLC (f/k/a AHI Properties I, Inc.) | Delaware | 01-0718252 |
| AI Capital Corp.* | Arizona | 86-0768865 |
| Armor Brands, Inc. | Delaware | 80-0051043 |
| ArmorGroup Services, LLC* | Delaware | 52-2295786 |
| Armor Holdings Forensics, L.L.C. (f/k/a Armor Holdings Forensics, Inc.) | Delaware | 59-3678749 |
| Armor Holdings GP, LLC | Delaware | 59-3678751 |
| Armor Holdings LP, LLC | Delaware | 59-3678750 |
| Armor Holdings Mobile Security, L.L.C. | Delaware | 59-3753134 |
| Armor Holdings Payroll Services, LLC | Delaware | 42-1563404 |
| Armor Holdings Products, L.L.C. (f/k/a Armor Holdings Products, Inc.) | Delaware | 59-2044869 |
| Armor Holdings Properties, Inc. | Delaware | 59-3410197 |
| Armor Safety Products Company | Delaware | 43-1960312 |
| ASD Capital Corp.* | Arizona | 86-0789385 |
| B-Square, Inc.* | Texas | 75-2508507 |
| Break-Free Armor Corp.* | Delaware | 05-0592799 |
| Break-Free, Inc.* | Delaware | 33-0367696 |
| Casco International, Inc.* | New Hampshire | 02-0361726 |
| CCEC Capital Corp. * | Arizona | 86-0763929 |
| CDR International, Inc. | Delaware | 56-2010802 |
| Defense Technology Corporation of America | Delaware | 83-0318312 |
| Hatch Imports, Inc. | California | 95-2497492 |
| Identicator, Inc.* | Delaware | 59-3756251 |
| International Center for Safety Education, Inc.* | Arizona | 86-0787589 |
| Monadnock Lifetime Products, Inc. | Delaware | 02-0528875 |
| Monadnock Lifetime Products, Inc. | New Hampshire | 02-0303656 |

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|---|---------------|------------|
| Monadnock Police Training Council, Inc.* | New Hampshire | 02-0423584 |
| NAP Properties, Ltd. | California | 95-4230863 |
| NAP Property Managers, LLC | California | 33-0755818 |
| Network Audit Systems, Inc.* | Delaware | 16-1558713 |
| New Technologies Armor, Inc. | Delaware | 93-1221356 |
| ODV Holdings Corp.* | Delaware | 81-0644583 |
| Centigon USA, LLC (f/k/a O'Gara-Hess & Eisenhardt Armoring Company, L.L.C.) | Delaware | 31-1258139 |

| | | |
|---|---------------|------------|
| Pro-Tech Armored Products of Massachusetts, Inc. | Massachusetts | 04-2989918 |
| Ramtech Development Corp* | Delaware | 05-0592801 |
| Safari Land Ltd., Inc. | California | 95-2291390 |
| Safariland Government Sales, Inc. | California | 33-0798807 |
| SAI Capital Corp.* | Arizona | 86-0772587 |
| Simula Aerospace & Defense Group, Inc. | Arizona | 86-0742551 |
| Simula, Inc. | Arizona | 86-0320129 |
| Simula Polymers Systems, Inc.* | Arizona | 86-0979231 |
| Simula Technologies, Inc.* | Arizona | 86-0842935 |
| Simula Transportation Equipment Corporation* | Arizona | 86-0742552 |
| Speedfeed Acquisition Corp.* | Delaware | 03-0419829 |
| The O'Gara Company* | Ohio | 31-1726886 |

The name, address, including zip code, and telephone number of the agent for service of process of these entities is Walter B. Havenstein at 13386 International Parkway, Jacksonville, Florida 32218, telephone number (904) 741-5400.

*These entities were originally parties to the registration statement, but no longer exist or are no longer owned by Armor Holdings, Inc. or its direct or indirect subsidiaries. See the Explanatory Note under "Deregistration of Securities".

Deregistration of Securities

Pursuant to Rule 478(a)(4) under the Securities Act of 1933, as amended, Armor Holdings, Inc. (the "Company") hereby withdraws from registration under this Post-Effective Amendment No. 2 any and all debt securities, shares of Preferred Stock, par value \$0.01 per share, shares of Common Stock, par value \$0.01 per share, debt and equity warrants and guarantees of debt securities of the Company (the "Securities") originally registered under the Registration Statement on Form S-3 (File No. 333-113834) which have not been issued. Following the merger of the Company with Jaguar Acquisition Sub Inc., a wholly owned subsidiary of BAE Systems, Inc., such Securities will not be issued or sold.

Explanatory note: Certain of the co-registrants are no longer in existence or are no longer owned by the Company or its direct or indirect subsidiaries. This Post-Effective Amendment is being signed by the Company and the remaining co-registrants on behalf of all registrants.

Signatures

Pursuant to the requirements of the Securities Act of 1933, as amended, Armor Holdings, Inc. certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 2 to its Registration Statement on Form S-3 (File No. 333-113834) to be signed on its behalf by the undersigned, thereunto duly authorized, in Rockville, Maryland, on the 31st day of July, 2007.

ARMOR HOLDINGS, INC.

By:

 /s/ Walter P. Havenstein
Name: Walter P. Havenstein
Title: Principal Executive Officer and Director

Pursuant to the requirements of the Securities Act of 1933, as amended, this Post-Effective Amendment No. 2 to the Registration Statement on Form S-3 (File No. 333-113834) has been signed below by the following persons in the capacities and on the dates indicated.

| Signature | Title | Date |
|---|--|---------------|
| /s/ Walter P. Havenstein Name: Walter P. Havenstein | Principal Executive Officer and Director | July 31, 2007 |
| /s/ Robert T. Murphy Name: Robert T. Murphy | Principal Financial Officer | July 31, 2007 |
| /s/ Gary C. Slack Name: Gary C. Slack | Principal Accounting Officer | July 31, 2007 |
| /s/ Sheila C. Cheston Name: Sheila C. Cheston | Director | July 31, 2007 |

Signatures

Pursuant to the requirements of the Securities Act of 1933, as amended, the entities below certify that they have reasonable grounds to believe that they meet all of the requirements for filing on Form S-3 and have duly caused this Post-Effective Amendment No. 2 to the Registration Statement on Form S-3 (File No. 333-113834) to be signed on their behalf by the undersigned, thereunto duly authorized, in Jacksonville, Florida, on the 31st day of July, 2007.

911EP, INC.
 ARMOR SAFETY PRODUCTS COMPANY
 DEFENSE TECHNOLOGY CORPORATION OF AMERICA
 MONADNOCK LIFETIME PRODUCTS, INC. (DE)
 MONADNOCK LIFETIME PRODUCTS, INC. (NH)
 PRO-TECH ARMORED PRODUCTS OF MASSACHUSETTS, INC.
 SAFARILAND GOVERNMENT SALES, INC.
 SAFARI LAND LTD, INC.

By:

/s/ Scott O'Brien

Name: Scott O'Brien

Title: President

Pursuant to the requirements of the Securities Act of 1933, as amended, this Post-Effective Amendment No. 2 to the Registration Statement on Form S-3 (File No. 333-113834) has been signed below by the following persons in the capacities and on the dates indicated.

| Signature | Title | Date |
|--|--|---------------|
| /s/ Glenn Heiar Name: Glenn Heiar | Director | July 31, 2007 |
| /s/ Scott O'Brien Name: Scott O'Brien | Director and President (Principal Executive Officer) | July 31, 2007 |
| /s/ Ian Graham Name: Ian Graham | Director | July 31, 2007 |
| /s/ Mark Williams Name: Mark Williams | Treasurer (Principal Financial Officer) | July 31, 2007 |

Signatures

Pursuant to the requirements of the Securities Act of 1933, as amended, the entity listed below certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 2 to its Registration Statement on Form S-3 (File No. 333-113834) to be signed on its behalf by the undersigned, thereunto duly authorized, in Jacksonville, Florida, on the 31st day of July, 2007.

AHI PROPERTIES I, LLC (f/k/a AHI PROPERTIES I, INC.)

By:

/s/ Glenn Heiar

Name: Glenn Heiar
Title: President

Pursuant to the requirements of the Securities Act of 1933, as amended, this Post-Effective Amendment No. 2 to the Registration Statement on Form S-3 (File No. 333-113834) has been signed below by the following persons in the capacities and on the dates indicated.

| Signature | Title | Date |
|--|--|---------------|
| /s/ Glenn J. Heiar Name: Glenn J. Heiar | Manager and President (Principal Executive Officer) | July 31, 2007 |
| /s/ Ian Graham Name: Ian Graham | Manager and Vice President | July 31, 2007 |
| /s/ Ken Fredericks Name: Ken Fredericks | Manager | July 31, 2007 |
| /s/ H. Douglas Goforth Name: H. Douglas Goforth | Vice President and Treasurer (Principal Financial Officer) | July 31, 2007 |

Signatures

Pursuant to the requirements of the Securities Act of 1933, as amended, the entity listed below certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 2 to its Registration Statement on Form S-3 (File No. 333-113834) to be signed on its behalf by the undersigned, thereunto duly authorized, in Jacksonville, Florida, on the 31st day of July, 2007.

ARMOR BRANDS, INC.

By:

/s/ Glenn Heiar

Name: Glenn Heiar
Title: President

Pursuant to the requirements of the Securities Act of 1933, as amended, this Post-Effective Amendment No. 2 to the Registration Statement on Form S-3 (File No. 333-113834) has been signed below by the following persons in the capacities and on the dates indicated.

| Signature | Title | Date |
|--|--|---------------|
| /s/ Glenn J. Heiar Name: Glenn J. Heiar | President and Director (Principal Executive Officer) | July 31, 2007 |
| /s/ H. Douglas Goforth Name: H. Douglas Goforth | Treasurer (Principal Financial Officer) | July 31, 2007 |
| /s/ Ian Graham Name: Ian Graham | Director | July 31, 2007 |
| /s/ Ken Fredericks Name: Ken Fredericks | Director | July 31, 2007 |

Signatures

Pursuant to the requirements of the Securities Act of 1933, as amended, the entity listed below certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 2 to its Registration Statement on Form S-3 (File No. 333-113834) to be signed on its behalf by the undersigned, thereunto duly authorized, in Jacksonville, Florida, on the 31st day of July, 2007.

ARMOR HOLDINGS FORENSICS, L.L.C. (f/k/a ARMOR HOLDINGS FORENSICS, INC.)

By:

/s/ Scott O'Brien

Name: Scott O'Brien

Title: President

Pursuant to the requirements of the Securities Act of 1933, as amended, this Post-Effective Amendment No. 2 to the Registration Statement on Form S-3 (File No. 333-113834) has been signed below by the following persons in the capacities and on the dates indicated.

| Signature | Title | Date |
|--|---|---------------|
| /s/ Scott O'Brien Name: Scott O'Brien | Manager and President (Principal Executive Officer) | July 31, 2007 |
| /s/ Glenn Heiar Name: Glenn Heiar | Manager | July 31, 2007 |
| /s/ Ian Graham Name: Ian Graham | Manager, Vice President and Secretary | July 31, 2007 |
| /s/ Mark Williams Name: Mark Williams | Treasurer (Principal Financial Officer) | July 31, 2007 |

Signatures

Pursuant to the requirements of the Securities Act of 1933, as amended, the entity listed below certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 2 to its Registration Statement on Form S-3 (File No. 333-113834) to be signed on its behalf by the undersigned, thereunto duly authorized, in Jacksonville, Florida, on the 31st day of July, 2007.

ARMOR HOLDINGS GP, LLC

By:

/s/ Glenn Heiar

Name: Glenn Heiar
Title: President

Pursuant to the requirements of the Securities Act of 1933, as amended, this Post-Effective Amendment No. 2 to the Registration Statement on Form S-3 (File No. 333-113834) has been signed below by the following persons in the capacities and on the dates indicated.

| Signature | Title | Date |
|--|--|---------------|
| /s/ Glenn J. Heiar Name: Glenn J. Heiar | Manager and President (Principal Executive Officer) | July 31, 2007 |
| /s/ Ian Graham Name: Ian Graham | Manager, Vice President and Secretary | July 31, 2007 |
| /s/ H. Douglas Goforth Name: H. Douglas Goforth | Vice President and Treasurer (Principal Financial Officer) | July 31, 2007 |
| /s/ Ken Fredericks Name: Ken Fredericks | Manager | July 31, 2007 |

Signatures

Pursuant to the requirements of the Securities Act of 1933, as amended, the entity listed below certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 2 to its Registration Statement on Form S-3 (File No. 333-113834) to be signed on its behalf by the undersigned, thereunto duly authorized, in Jacksonville, Florida, on the 31st day of July, 2007.

ARMOR HOLDINGS LP, LLC

By:

*

Name: Glenn Heiar
Title: President

Pursuant to the requirements of the Securities Act of 1933, as amended, this Post-Effective Amendment No. 2 to the Registration Statement on Form S-3 (File No. 333-113834) has been signed below by the following persons in the capacities and on the dates indicated.

| Signature | Title | Date |
|--|--|---------------|
| * Name: Glenn J. Heiar | Manager and President (Principal Executive Officer) | July 31, 2007 |
| /s/ H. Douglas Goforth Name: H. Douglas Goforth | Vice President and Treasurer (Principal Financial Officer) | July 31, 2007 |
| /s/ Ken Fredericks Name: Ken Fredericks | Manager | July 31, 2007 |
| /s/ Ian Graham Name: Ian Graham | Manager | July 31, 2007 |

*By:

/s/ Robert R. Schiller

Name: Robert R. Schiller
Title: Attorney-in-fact

Signatures

Pursuant to the requirements of the Securities Act of 1933, as amended, the entity listed below certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 2 to its Registration Statement on Form S-3 (File No. 333-113834) to be signed on its behalf by the undersigned, thereunto duly authorized, in Jacksonville, Florida, on the 31st day of July, 2007.

ARMOR HOLDINGS MOBILE SECURITY, L.L.C.

By:

/s/ Gary Allen

Name: Gary Allen

Title: President

Pursuant to the requirements of the Securities Act of 1933, as amended, this Post-Effective Amendment No. 2 to the Registration Statement on Form S-3 (File No. 333-113834) has been signed below by the following persons in the capacities and on the dates indicated.

| Signature | Title | Date |
|-------------------|--|---------------|
| /s/ Gary Allen | Manager and President (Principal Executive Officer) | July 31, 2007 |
| Name: Gary Allen | | |
| /s/ John Belza | Vice President and Treasurer (Principal Financial Officer) | July 31, 2007 |
| Name: John Belza | | |
| /s/ Ian Graham | Manager | July 31, 2007 |
| Name: Ian Graham | | |
| /s/ Glenn Heiar | Manager | July 31, 2007 |
| Name: Glenn Heiar | | |

Signatures

Pursuant to the requirements of the Securities Act of 1933, as amended, the entity listed below certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 2 to its Registration Statement on Form S-3 (File No. 333-113834) to be signed on its behalf by the undersigned, thereunto duly authorized, in Jacksonville, Florida, on the 31st day of July, 2007.

ARMOR HOLDINGS PAYROLL SERVICES, LLC

By:

*

Name: Glenn Heiar
Title: Manager

Pursuant to the requirements of the Securities Act of 1933, as amended, this Post-Effective Amendment No. 2 to the Registration Statement on Form S-3 (File No. 333-113834) has been signed below by the following persons in the capacities and on the dates indicated.

| Signature | Title | Date |
|--|--|---------------|
| * Name: Glenn J. Heiar | Manager | July 31, 2007 |
| /s/ Scott O'Brien Name: Scott O'Brien | Manager | July 31, 2007 |
| /s/ Ian Graham Name: Ian Graham | Manager | July 31, 2007 |
| /s/ Mark Williams Name: Mark Williams | Vice President and Treasurer (Principal Financial Officer) | July 31, 2007 |

*By:

/s/ Robert R. Schiller

Name: Robert R. Schiller
Title: Attorney-in-fact

Signatures

Pursuant to the requirements of the Securities Act of 1933, as amended, the entity listed below certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 2 to its Registration Statement on Form S-3 (File No. 333-113834) to be signed on its behalf by the undersigned, thereunto duly authorized, in Jacksonville, Florida, on the 31st day of July, 2007.

ARMOR HOLDINGS PRODUCTS, L.L.C. (f/k/a ARMOR HOLDINGS PRODUCTS, INC.)

By:

/s/ Scott O'Brien

Name: Scott O'Brien

Title: President

Pursuant to the requirements of the Securities Act of 1933, as amended, this Post-Effective Amendment No. 2 to the Registration Statement on Form S-3 (File No. 333-113834) has been signed below by the following persons in the capacities and on the dates indicated.

| Signature | Title | Date |
|--|---|---------------|
| /s/ Scott O'Brien Name: Scott O'Brien | Manager and President (Principal Executive Officer) | July 31, 2007 |
| /s/ Glenn Heiar Name: Glenn Heiar | Manager | July 31, 2007 |
| /s/ Ian Graham Name: Ian Graham | Manager, Vice President and Secretary | July 31, 2007 |
| /s/ Mark Williams Name: Mark Williams | Treasurer (Principal Financial Officer) | July 31, 2007 |

Signatures

Pursuant to the requirements of the Securities Act of 1933, as amended, the entity listed below certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 2 to its Registration Statement on Form S-3 (File No. 333-113834) to be signed on its behalf by the undersigned, thereunto duly authorized, in Jacksonville, Florida, on the 31st day of July, 2007.

ARMOR HOLDINGS PROPERTIES, INC.

By:

*

Name: Glenn Heiar
Title: President

Pursuant to the requirements of the Securities Act of 1933, as amended, this Post-Effective Amendment No. 2 to the Registration Statement on Form S-3 (File No. 333-113834) has been signed below by the following persons in the capacities and on the dates indicated.

| Signature | Title | Date |
|--|--|---------------|
| * Name: Glenn J. Heiar | Director and President (Principal Executive Officer) | July 31, 2007 |
| /s/ Ian Graham Name: Ian Graham | Director, Vice President and Secretary | July 31, 2007 |
| /s/ Ken Fredericks Name: Ken Fredericks | Director | July 31, 2007 |
| /s/ H. Douglas Goforth Name: H. Douglas Goforth | Vice President and Treasurer (Principal Financial Officer) | July 31, 2007 |

*By:

/s/ Robert R. Schiller

Name: Robert R. Schiller
Title: Attorney-in-fact

Signatures

Pursuant to the requirements of the Securities Act of 1933, as amended, the entity listed below certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 2 to its Registration Statement on Form S-3 (File No. 333-113834) to be signed on its behalf by the undersigned, thereunto duly authorized, in Jacksonville, Florida, on the 31st day of July, 2007.

CDR INTERNATIONAL, INC.

By:

*

Name: Glenn Heiar
Title: President

Pursuant to the requirements of the Securities Act of 1933, as amended, this Post-Effective Amendment No. 2 to the Registration Statement on Form S-3 (File No. 333-113834) has been signed below by the following persons in the capacities and on the dates indicated.

| Signature | Title | Date |
|--|--|---------------|
| * Name: Glenn J. Heiar | Director and President (Principal Executive Officer) | July 31, 2007 |
| /s/ H. Douglas Goforth Name: H. Douglas Goforth | Vice President and Treasurer (Principal Financial Officer) | July 31, 2007 |
| /s/ Ian Graham Name: Ian Graham | Manager | July 31, 2007 |
| /s/ Ken Fredericks Name: Ken Fredericks | Manager | July 31, 2007 |

*By:

/s/ Robert R. Schiller

Name: Robert R. Schiller
Title: Attorney-in-fact

Signatures

Pursuant to the requirements of the Securities Act of 1933, as amended, the entity listed below certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 2 to its Registration Statement on Form S-3 (File No. 333-113834) to be signed on its behalf by the undersigned, thereunto duly authorized, in Jacksonville, Florida, on the 31st day of July, 2007.

NAP PROPERTIES, LTD.

By: NAP Property Managers, LLC, as General Partner

By: Armor Holdings Properties, Inc., as Managing Member

By:

/s/ Glenn Heiar

Name: Glenn Heiar

Title: President

Pursuant to the requirements of the Securities Act of 1933, as amended, this Post-Effective Amendment No. 2 to the Registration Statement on Form S-3 (File No. 333-113834) has been signed below by the following persons in the capacities and on the dates indicated.

| Signature | Title | Date |
|--|---|---------------|
| /s/ Glenn J. Heiar Name: Glenn J. Heiar | Director and President of Armor Holdings Properties, Inc., Managing Member of General Partner of NAP Properties, Ltd. (Principal Executive Officer) | July 31, 2007 |
| /s/ Ian Graham Name: Ian Graham | Director | July 31, 2007 |
| /s/ Ken Fredericks Name: Ken Fredericks | Director | July 31, 2007 |
| /s/ H. Douglas Goforth Name: H. Douglas Goforth | Vice President and Treasurer (Principal Financial Officer) | July 31, 2007 |

Signatures

Pursuant to the requirements of the Securities Act of 1933, as amended, the entity listed below certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 2 to its Registration Statement on Form S-3 (File No. 333-113834) to be signed on its behalf by the undersigned, thereunto duly authorized, in Jacksonville, Florida, on the 31st day of July, 2007.

NAP PROPERTY MANAGERS, LLC

By: Armor Holdings Properties, Inc., as Managing Member

By:

/s/ Glenn Heiar

Name: Glenn Heiar

Title: President

Pursuant to the requirements of the Securities Act of 1933, as amended, this Post-Effective Amendment No. 2 to the Registration Statement on Form S-3 (File No. 333-113834) has been signed below by the following persons in the capacities and on the dates indicated.

| Signature | Title | Date |
|--|--|---------------|
| /s/ Glenn J. Heiar Name: Glenn J. Heiar | Director and President of Armor Holdings Properties, Inc., Managing Member of NAP Property Managers, LLC (Principal Executive Officer) | July 31, 2007 |
| /s/ Ian Graham Name: Ian Graham | Director | July 31, 2007 |
| /s/ Ken Fredericks Name: Ken Fredericks | Director | July 31, 2007 |
| /s/ H. Douglas Goforth Name: H. Douglas Goforth | Vice President and Treasurer (Principal Financial Officer) | July 31, 2007 |

Signatures

Pursuant to the requirements of the Securities Act of 1933, as amended, the entity listed below certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 2 to its Registration Statement on Form S-3 (File No. 333-113834) to be signed on its behalf by the undersigned, thereunto duly authorized, in Jacksonville, Florida, on the 31st day of July, 2007.

NEW TECHNOLOGIES ARMOR, INC.

By:

/s/ Scott O'Brien

Name: Scott O'Brien
Title: President

Pursuant to the requirements of the Securities Act of 1933, as amended, this Post-Effective Amendment No. 2 to the Registration Statement on Form S-3 (File No. 333-113834) has been signed below by the following persons in the capacities and on the dates indicated.

| Signature | Title | Date |
|--|--|---------------|
| /s/ Scott O'Brien Name: Scott O'Brien | Director and President (Principal Executive Officer) | July 31, 2007 |
| * Name: Glenn J. Heiar | Director | July 31, 2007 |
| /s/ Ian Graham Name: Ian Graham | Director, Vice President and Secretary | July 31, 2007 |
| /s/ Mark Williams Name: Mark Williams | Vice President and Treasurer (Principal Financial Officer) | July 31, 2007 |

*By:

/s/ Robert R. Schiller

Name: Robert R. Schiller
Title: Attorney-in-fact

Signatures

Pursuant to the requirements of the Securities Act of 1933, as amended, the entity listed below certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 2 to its Registration Statement on Form S-3 (File No. 333-113834) to be signed on its behalf by the undersigned, thereunto duly authorized, in Jacksonville, Florida, on the 31st day of July, 2007.

CENTIGON USA, LLC (f/k/a O'GARA-HESS & EISENHARDT ARMORING COMPANY, L.L.C.)

By:

/s/ Gary Allen

Name: Gary Allen

Title: President and Manager

Pursuant to the requirements of the Securities Act of 1933, as amended, this Post-Effective Amendment No. 2 to the Registration Statement on Form S-3 (File No. 333-113834) has been signed below by the following persons in the capacities and on the dates indicated.

| Signature | Title | Date |
|--|--|---------------|
| /s/ Glenn J. Heiar Name: Glenn J. Heiar | Manager | July 31, 2007 |
| /s/ Gary Allen Name: Gary Allen | Manager, President (Principal Executive Officer) | July 31, 2007 |
| /s/ Ian Graham Name: Ian Graham | Manager, Vice President and Secretary | July 31, 2007 |
| /s/ John Belza Name: John Belza | Vice President and Treasurer (Principal Financial Officer) | July 31, 2007 |

Signatures

Pursuant to the requirements of the Securities Act of 1933, as amended, the entities below certify that they have reasonable grounds to believe that they meet all of the requirements for filing on Form S-3 and have duly caused this Post-Effective Amendment No. 2 to the Registration Statement on Form S-3 (File No. 333-113834) to be signed on their behalf by the undersigned, thereunto duly authorized, in Jacksonville, Florida, on the 31st day of July, 2007.

ARMOR HOLDINGS AEROSPACE & DEFENSE, INC. (f/k/a AHI BULLETPROOF ACQUISITION CORP.)
SIMULA AEROSPACE & DEFENSE GROUP, INC.
SIMULA, INC.

By:

*

Name: Robert Mecredy

Title: President

Pursuant to the requirements of the Securities Act of 1933, as amended, this Post-Effective Amendment No. 2 to the Registration Statement on Form S-3 (File No. 333-113834) has been signed below by the following persons in the capacities and on the dates indicated.

| Signature | Title | Date |
|--|--|---------------|
| * Name: Robert Mecredy | Director and President (Principal Executive Officer) | July 31, 2007 |
| * Name: Glenn J. Heiar | Director | July 31, 2007 |
| /s/ John Richter Name: John Richter | Vice President and Treasurer (Principal Financial Officer) | July 31, 2007 |
| /s/ Ian Graham Name: Ian Graham | Director and Vice President | July 31, 2007 |

*By:

/s/ Robert R. Schiller

Name: Robert R. Schiller

Title: Attorney-in-fact

Signatures

Pursuant to the requirements of the Securities Act of 1933, as amended, the entity listed below certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 2 to its Registration Statement on Form S-3 (File No. 333-113834) to be signed on its behalf by the undersigned, thereunto duly authorized, in Jacksonville, Florida, on the 31st day of July, 2007.

HATCH IMPORTS, INC.

By:

/s/ Scott O'Brien

Name: Scott O'Brien
Title: President

Pursuant to the requirements of the Securities Act of 1933, as amended, this Post-Effective Amendment No. 2 to the Registration Statement on Form S-3 (File No. 333-113834) has been signed below by the following persons in the capacities and on the dates indicated.

| Signature | Title | Date |
|--|--|---------------|
| /s/ Scott O'Brien Name: Scott O'Brien | Director and President (Principal Executive Officer) | July 31, 2007 |
| * Name: Glenn J. Heiar | Director | July 31, 2007 |
| * Name: Mark Williams | Vice President and Treasurer (Principal Financial Officer) | July 31, 2007 |
| /s/ Ian Graham Name: Ian Graham | Director and Vice President | July 31, 2007 |

*By:

/s/ Robert R. Schiller

Name: Robert R. Schiller
Title: Attorney-in-fact