

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

| | |
|------------------------------|--|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | Release and Termination of Security Interest in Trademarks |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|---|----------|----------------|-------------------------------------|
| Toronto Dominion (Texas) LLC, as Administrative Agent | | 10/31/2008 | LIMITED LIABILITY COMPANY: DELAWARE |

RECEIVING PARTY DATA

| | |
|------------------------|-----------------------|
| Name: | Smith & Wesson Corp. |
| Street Address: | 2100 Roosevelt Avenue |
| City: | Springfield |
| State/Country: | MASSACHUSETTS |
| Postal Code: | 01102 |
| Entity Type: | CORPORATION: DELAWARE |

| | |
|------------------------|------------------------------------|
| Name: | Thompson/Center Arms Company, Inc. |
| Street Address: | 2100 Roosevelt Avenue |
| City: | Springfield |
| State/Country: | MASSACHUSETTS |
| Postal Code: | 01102 |
| Entity Type: | CORPORATION: NEW HAMPSHIRE |

| | |
|------------------------|--------------------------|
| Name: | Bear Lake Holdings, Inc. |
| Street Address: | 2100 Roosevelt Avenue |
| City: | Springfield |
| State/Country: | MASSACHUSETTS |
| Postal Code: | 01102 |
| Entity Type: | CORPORATION: DELAWARE |

PROPERTY NUMBERS Total: 91

| Property Type | Number | Word Mark |
|----------------------|---------|---------------|
| Registration Number: | 0323654 | ".357" MAGNUM |
| | | |

CH \$2290.00 0323654

| | | |
|----------------------|---------|--|
| Registration Number: | 2160999 | AIRLITE |
| Registration Number: | 2475687 | AIRLITE SC |
| Registration Number: | 2641461 | AIRLITE |
| Registration Number: | 0585831 | AIRWEIGHT |
| Registration Number: | 1849219 | BODYGUARD |
| Registration Number: | 2172420 | CARRY COMP |
| Registration Number: | 1034286 | CHIEFS SPECIAL |
| Registration Number: | 3049932 | CLUB 1852 |
| Registration Number: | 1143296 | COMBAT MAGNUM |
| Registration Number: | 0207951 | |
| Registration Number: | 2714414 | HERITAGE SERIES |
| Registration Number: | 1578910 | LADY SMITH |
| Registration Number: | 2713007 | MAGNUM |
| Registration Number: | 0324894 | MAGNUM |
| Registration Number: | 1850300 | MOUNTAIN GUN |
| Registration Number: | 2490870 | MOUNTAIN LITE |
| Registration Number: | 1677907 | PERFORMANCE CENTER |
| Registration Number: | 2860968 | RAIN SHIELD |
| Registration Number: | 0093767 | S & W |
| Registration Number: | 3174786 | S & W |
| Registration Number: | 1724977 | S & W |
| Registration Number: | 1757500 | S & W |
| Registration Number: | 1073794 | SW |
| Registration Number: | 2169090 | SHORTY |
| Registration Number: | 3169365 | SMITH & WESSON |
| Registration Number: | 1511511 | SMITH & WESSON |
| Registration Number: | 1069977 | SMITH & WESSON |
| Registration Number: | 1704640 | SMITH & WESSON |
| Registration Number: | 0095164 | SMITH & WESSON. |
| Registration Number: | 2475890 | SMITH & WESSON ACADEMY |
| Registration Number: | 1660123 | SMITH & WESSON PERFORMANCE CENTER |
| Registration Number: | 2359691 | SW |
| Registration Number: | 0093766 | SW |
| Registration Number: | 1958275 | SW SMITH & WESSON COLLECTORS ASSOCIATION |
| Registration Number: | 3085199 | TEXAS HOLD'EM |

| | | |
|----------------------|----------|--------------------------------------|
| Registration Number: | 1909269 | THE SIGMA SERIES |
| Registration Number: | 3336344 | M&P MILITARY POLICE |
| Serial Number: | 78919216 | PROTECTED BY SMITH & WESSON |
| Serial Number: | 78677811 | SMITH & WESSON M&P MILITARY & POLICE |
| Serial Number: | 78619034 | MILITARY POLICE |
| Serial Number: | 78727817 | S W |
| Serial Number: | 78727792 | SMITH & WESSON |
| Serial Number: | 78618451 | SMITH & WESSON |
| Serial Number: | 77036739 | 1000 SERIES |
| Serial Number: | 77054464 | ALLIED FORCES |
| Serial Number: | 77011008 | ELITE GOLD |
| Serial Number: | 77038337 | ELITE SERIES |
| Serial Number: | 77011027 | ELITE SILVER |
| Serial Number: | 77010641 | I-BOLT |
| Serial Number: | 77256256 | S&W 500 |
| Serial Number: | 77031477 | SMITH & WESSON HEIRLOOM WARRANTY |
| Registration Number: | 2795541 | VERSAVAULT |
| Registration Number: | 2692585 | SAF-T-HAMMER |
| Registration Number: | 2647540 | SAF-T-TRIGGER |
| Registration Number: | 3210441 | FLINT RIVER |
| Registration Number: | 3251026 | MAG EXPRESS |
| Registration Number: | 3186830 | MAXIMA |
| Registration Number: | 3132600 | NUMBER 13 |
| Registration Number: | 3186829 | R55 |
| Registration Number: | 3210440 | T/C |
| Registration Number: | 3207677 | TC |
| Registration Number: | 3208075 | U-VIEW |
| Registration Number: | 3196396 | XR |
| Registration Number: | 3131465 | AMERICA'S MASTER GUNMAKER |
| Registration Number: | 3221572 | BENCHMARK |
| Registration Number: | 3251768 | CONTENDER |
| Registration Number: | 3338956 | POWER ROD |
| Registration Number: | 3314141 | FLEXTECH |
| Registration Number: | 3327213 | GORILLA GRIP |
| Registration Number: | 3314142 | SPEED BREECH |

| | | |
|----------------------|----------|-----------------------------|
| Registration Number: | 3314296 | SWING HAMMER |
| Registration Number: | 3314423 | T17 |
| Registration Number: | 3314640 | TRIUMPH |
| Serial Number: | 78699927 | FLINT RIVER |
| Serial Number: | 78700223 | GAME TRAILS |
| Serial Number: | 78885028 | ICON |
| Serial Number: | 78699386 | OMEGA |
| Serial Number: | 78699907 | OMEGA |
| Serial Number: | 78699929 | POWER CELL |
| Serial Number: | 78804535 | SHOCK WAVE |
| Serial Number: | 78804481 | T7 |
| Serial Number: | 78949717 | WARLORD |
| Serial Number: | 77011622 | WEATHER SHIELD |
| Registration Number: | 2227763 | ENCORE |
| Registration Number: | 2236581 | ENCORE |
| Registration Number: | 1473059 | MAXI-HUNTER |
| Registration Number: | 1510055 | PRE-LUBER |
| Registration Number: | 2252792 | QLA |
| Registration Number: | 2225456 | QLA QUICK LOAD ACCURIZOR TC |
| Registration Number: | 2260092 | QUICK LOAD ACCURIZOR |

CORRESPONDENCE DATA

Fax Number: (617)227-4420
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 617-239-0310
Email: jdavis@eapdlaw.com
Correspondent Name: Jessica Davis
Address Line 1: 111 Huntington Avenue
Address Line 2: Edwards Angell Palmer & Dodge LLP
Address Line 4: Boston, MASSACHUSETTS 02199

| | |
|-------------------------|---------------|
| ATTORNEY DOCKET NUMBER: | 47246.0032 |
| NAME OF SUBMITTER: | Jessica Davis |
| Signature: | /JDavis/ |
| Date: | 10/31/2008 |

Total Attachments: 7

TRADEMARK
REEL: 003880 FRAME: 0897

source=Smith & Wesson Trademarks#page1.tif
source=Smith & Wesson Trademarks#page2.tif
source=Smith & Wesson Trademarks#page3.tif
source=Smith & Wesson Trademarks#page4.tif
source=Smith & Wesson Trademarks#page5.tif
source=Smith & Wesson Trademarks#page6.tif
source=Smith & Wesson Trademarks#page7.tif

RELEASE AND TERMINATION OF SECURITY INTEREST IN TRADEMARKS

THIS RELEASE AND TERMINATION OF SECURITY INTEREST IN TRADEMARKS (this "Release and Termination") is executed as of October 31, 2008, by Toronto Dominion (Texas) LLC, as Administrative Agent (in such capacity, the "Secured Party"), in favor of Smith & Wesson Corp., a Delaware corporation, Thompson/Center Arms Company, Inc., a New Hampshire corporation, and Bear Lake Holdings, Inc., a Delaware corporation (collectively, the "Pledgors").

WHEREAS, capitalized terms used and not defined herein are used with the meanings assigned to such terms in a certain Pledge and Security Agreement dated as of November 30, 2007 by and among the Pledgors, the Administrative Agent and certain others; and

WHEREAS, the Pledgors have requested that the Secured Party release the liens and security interests granted by the Pledgors to the Secured Party pursuant to a certain Trademark Security Agreement dated November 30, 2007 by and between the Pledgors and the Secured Party which was recorded with the United States Patent and Trademark Office on November 30, 2007, at Reel 3669, Frame 0959 (the "Trademark Security Agreement"), in the right, title and interest of the Pledgors in, to and under the following collateral: the Trademarks of the Pledgors, including but not limited to the Trademarks listed on Schedule 1 attached hereto, all Goodwill associated with such Trademarks, and all Proceeds of any and all of the foregoing (collectively, the "Trademark Collateral").

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged:

The Secured Party does hereby release and terminate the liens and security interests the Secured Party holds pursuant to the Trademark Security Agreement in the Pledgor's right, title and interest in, to and under the Trademark Collateral, and all right, title and interest in the Trademark Collateral previously assigned to the Secured Party pursuant to the Trademark Security Agreement are hereby reassigned to each of the Pledgors, without recourse or representation or warranty, express or implied, of any kind.

This Release and Termination shall be governed by the laws of the State of New York, including, but not limited to, Section 5-1401 of the New York General Obligations Law.

[The Next Page is the Signature Page]

IN WITNESS WHEREOF, the undersigned has caused this Release and Termination to be executed by its duly authorized officer as of the date first written above.

Toronto Dominion (Texas) LLC,
as Administrative Agent

By: Deborah Gravinese
Deborah Gravinese,
President

[Signature Page to Trademarks Release]

TRADEMARK
REEL: 003880 FRAME: 0900

SCHEDULE I

Trademarks

OWNER: SMITH & WESSON CORP.

| TRADEMARK | <u>FILING DATE</u> <u>REGISTRATION NO.</u> |
|--|---|
| “.357” MAGNUM | 4/23/35 323,654 |
| AIRLITE | 5/26/98 2,160,999 |
| AIRLITE SC (and Design) | 8/7/01 2,475,687 |
| AIRLITE TI (Stylized) | 10/29/02 2,641,461 |
| AIRWEIGHT | 2/16/54 585,831 |
| BODYGUARD | 8/9/94 1,849,219 |
| CARRY COMP | 7/14/98 2,172,420 |
| CHIEF’S SPECIAL | 2/24/76 1,034,286 |
| CLUB 1852 | 1/24/06 3,049,932 |
| COMBAT MAGNUM | 12/16/80 1,143,296 |
| GUN HAMMER & TRIGGER COLORING (and Design) | 1/12/26 0,207,951 |
| HERITAGE SERIES | 5/6/03 2,714,414 |
| LADY SMITH (Stylized) | 1/23/90 1,578,910 |
| MAGNUM | 5/6/03 2,713,007 |
| MAGNUM | 6/4/35 324,894 |
| MOUNTAIN GUN | 8/16/94 1,850,300 |
| MOUNTAIN LITE | 9/18/01 2,490,870 |
| S&W PERFORMANCE CENTER (and Design) | 3/3/92 1,677,907 |
| RAIN SHIELD | 7/6/04 2,860,968 |

| TRADEMARK | <u>FILING DATE</u> <u>REGISTRATION NO.</u> |
|---|---|
| S&W (Letters) | 10/14/13 93767 |
| S&W MONOGRAM (NEW LOGO) (and Design) | 11/21/06 3174786 |
| S&W MONOGRAM (NEW LOGO) (and Design) | 10/20/92 1,724,977 |
| S&W MONOGRAM (NEW LOGO) (and Design) | 3/9/93 1,757,500 |
| S&W MONOGRAM (NEW LOGO) (and Design) | 9/20/77 1,073,794 |
| SHORTY | 6/30/98 2,169,090 |
| SMITH & WESSON | 11/7/06 3169365 |
| SMITH & WESSON | 11/8/88 1,511,511 |
| SMITH & WESSON | 7/19/77 1,069,977 |
| SMITH & WESSON | 8/4/92 1,704,640 |
| SMITH & WESSON (Stylized) | 2/3/14 95164 |
| SMITH & WESSON ACADEMY (and Design) | 8/7/01 2,475,890 |
| SMITH & WESSON PERFORMANCE CENTER | 10/8/91 1,660,123 |
| SW (and Design) | 6/20/00 2,359,691 |
| S&W MONOGRAM (OLD LOGO) (and Design) | 10/14/13 93766 |
| SW (and Design) | 9/20/77 1,073,794 |
| SW SMITH & WESSON COLLECTORS ASSOCIATION (and Design) | 2/27/96 1,958,275 |
| TEXAS HOLD'EM | 4/25/06 3,085,199 |
| THE SIGMA SERIES | 8/1/95 1,909,269 |
| M&P MILITARY POLICE (Stylized) | 11/13/2007 3,336,344 |
| PROTECTED BY SMITH & WESSON | Serial No. 78/919,216 (Pending) |
| M&P SMITH & WESSON MILITARY & POLICE (Stylized) | Serial No. 78/677,811 (Pending) |
| MILITARY POLICE (Stylized and/or Design) | Serial No. 78/619,034 (Pending) |
| S&W MONOGRAM (NEW LOGO) (and Design) | Serial No. 78/727,817 (Pending) |

| <i>TRADEMARK</i> | <u>FILING DATE</u> <u>REGISTRATION NO.</u> |
|----------------------------------|---|
| SMITH & WESSON | Serial No. 78/727,792 (Pending) |
| SMITH & WESSON | Serial No. 78/618,451 (Pending) |
| 1000 SERIES | 11/03/06 Serial No. 77/036,739 (Pending) |
| ALLIED FORCES | 11/30/06 Serial No. 77/054,464 (Pending) |
| ELITE GOLD | 09/29/06 Serial No. 77/011,008 (Pending) |
| ELITE SERIES | 11/07/06 Serial No. 77/038,337 (Pending) |
| ELITE SILVER | 09/29/06 Serial No. 77/011,027 (Pending) |
| I-BOLT | 09/29/06 Serial No. 77/010,641 (Pending) |
| S&W 500 | 08/15/07 Serial No. 77/256,256 (Pending) |
| SMITH & WESSON HEIRLOOM WARRANTY | 10/27/06 Serial No. 77/031,477 (Pending) |

OWNER: SMITH & WESSON HOLDING CORPORATION

| <i>TRADEMARK</i> | <u>FILING DATE</u> <u>REGISTRATION NO.</u> |
|---------------------------|---|
| VERSAVAULT | 12/16/03 2,795,541 |
| SAF-T-HAMMER (and Design) | 03/04/03 2692585 |
| SAF-T-TRIGGER | 11/05/02 2647540 |

OWNER: THOMPSON CENTER ARMS COMPANY, INC.

| <i>TRADEMARK</i> | <u>FILING DATE</u> <u>REGISTRATION NO.</u> |
|------------------|---|
| FLINT RIVER | 02/20/07 3210441 |

| TRADEMARK | <u>FILING DATE</u> <u>REGISTRATION NO.</u> |
|---------------------------|---|
| MAG EXPRESS | 06/12/07 3251026 |
| MAXIMA | 12/19/06 3186830 |
| NUMBER 13 | 08/22/06 3132600 |
| R55 | 12/19/06 3186829 |
| T/C | 02/20/07 3210440 |
| TC (and Design) | 02/13/07 3207677 |
| U-VIEW | 02/13/07 3208075 |
| XR | 01/09/07 3196396 |
| AMERICA'S MASTER GUNMAKER | 08/15/06 3131465 |
| BENCHMARK | 03/27/07 3221572 |
| CONTENDER | 06/12/07 3251768 |
| POWER ROD | 11/20/07 3338956 |
| FLEXTECH | 10/16/07 3314141 |
| GORILLA GRIP | 10/30/07 3327213 |
| SPEED BREECH | 10/16/07 3314142 |
| SWING HAMMER | 10/16/07 3314296 |
| T17 | 10/16/07 3314423 |
| TRIUMPH | 10/16/07 3314640 |
| FLINT RIVER | 08/24/05 Serial No. 78/699,927 (Pending) |
| GAME TRAILS | 08/25/05 Serial No. 78/700,223 (Pending) |
| ICON | 05/16/06 Serial No. 78/885,028 (Pending) |
| OMEGA | 08/24/05 Serial No. 78/699,386 (Pending) |
| OMEGA | 08/24/05 Serial No. 78/699,907 (Pending) |

| <i>TRADEMARK</i> | <u>FILING DATE</u> <u>REGISTRATION NO.</u> |
|------------------|---|
| POWER CELL | 08/24/05 Serial No. 78/699,929 (Pending) |
| SHOCK WAVE | 02/01/06 Serial No. 78/804,535 (Pending) |
| T7 | 02/01/06 Serial No. 78/804,481 (Pending) |
| WARLORD | 08/10/06 Serial No. 78/949,717 (Pending) |
| WEATHER SHIELD | 10/02/06 Serial No. 77/011,622 (Pending) |

OWNER: BEAR LAKE HOLDINGS, INC.

| <i>TRADEMARK</i> | <u>FILING DATE</u> <u>REGISTRATION NO.</u> |
|--|---|
| ENCORE | 03/02/99 2227763 |
| ENCORE (and Design) | 04/06/99 2236581 |
| MAXI-HUNTER | 01/19/88 1473059 |
| PRE-LUBER | 10/25/88 1510055 |
| QLA | 06/15/99 2252792 |
| QLA QUICK LOAD ACCURIZOR TC (and Design) | 02/23/99 2225456 |
| QUICK LOAD ACCURIZOR | 07/06/99 2260092 |