

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<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>
Sportsman's Warehouse, Inc.		10/27/2011	CORPORATION: UTAH
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Wells Fargo Bank, National Association (as successor by merger to Wells Fargo Retail Finance, LLC), as Collateral Agent		
<b>Street Address:</b>	One Boston Place		
<b>City:</b>	Boston		
<b>State/Country:</b>	MASSACHUSETTS		
<b>Postal Code:</b>	02108		
<b>Entity Type:</b>	National Banking Association: UNITED STATES		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	85187290	SPORTSMAN'S GOURMET	
<b>Registration Number:</b>	3886160	SPORTSMAN'S WAREHOUSE	
<b>Registration Number:</b>	3886154	SPORTSMAN'S WAREHOUSE AMERICA'S PREMIER OUTFITTER HUNTING · FISHING · CAMPING · RELOADING · OUTERWEAR · FOOTWEAR	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(302)636-5454		
<b>Phone:</b>	800-927-9801 x2348		
<b>Email:</b>	jpaterso@cscinfo.com		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Correspondent Name:</b>	Corporation Service Company		
<b>Address Line 1:</b>	1090 Vermont Avenue NW, Suite 430		
<b>Address Line 4:</b>	Washington, DISTRICT OF COLUMBIA 20005		
<b>ATTORNEY DOCKET NUMBER:</b>	963593-005		

CH \$90.00 85187290

**900205956**

**TRADEMARK  
 REEL: 004652 FRAME: 0012**

NAME OF SUBMITTER:	Jean Paterson
Signature:	/jep/
Date:	10/31/2011
<b>Total Attachments: 6</b> source=10-31-11 Sportsmans Warehouse-TM#page1.tif source=10-31-11 Sportsmans Warehouse-TM#page2.tif source=10-31-11 Sportsmans Warehouse-TM#page3.tif source=10-31-11 Sportsmans Warehouse-TM#page4.tif source=10-31-11 Sportsmans Warehouse-TM#page5.tif source=10-31-11 Sportsmans Warehouse-TM#page6.tif	

### RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

**1. Name of conveying party(ies):**

Sportsman's Warehouse, Inc.

- Individual(s)                       Association  
 General Partnership               Limited Partnership  
 Corporation- State: Utah  
 Other \_\_\_\_\_

Citizenship (see guidelines) \_\_\_\_\_

Additional names of conveying parties attached?  Yes  No

**3. Nature of conveyance )/Execution Date(s) :**

Execution Date(s) \_\_\_\_\_

- Assignment                               Merger  
 Security Agreement                   Change of Name  
 Other \_\_\_\_\_

**2. Name and address of receiving party(ies)**

Additional names, addresses, or citizenship attached?  Yes  
 No

Name: Wells Fargo Bank, National Association (as succes-  
Internal

Address: sor by merger to Wells Fargo Retail Finance, LLC,

Street Address: as Collateral Agent, One Boston Place

City: Boston

State: MA

Country: USA Zip: 02108

- Association    Citizenship national banking  
 General Partnership    Citizenship association  
 Limited Partnership    Citizenship \_\_\_\_\_  
 Corporation    Citizenship \_\_\_\_\_  
 Other \_\_\_\_\_    Citizenship \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
(Designations must be a separate document from assignment)

**4. Application number(s) or registration number(s) and identification or description of the Trademark.**

A. Trademark Application No.(s)  
see attached

B. Trademark Registration No.(s)  
see attached

Additional sheet(s) attached?  Yes  No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):  
see attached

**5. Name & address of party to whom correspondence concerning document should be mailed:**

Name: Jackie Billard

Internal Address: Riemer & Braunstein LLP

Street Address: Three Center Plaza

City: Boston

State: MA Zip: 02108

Phone Number: 617-880-3494

Fax Number: 617-880-3456

Email Address: jbillard@riemerlaw.com

**6. Total number of applications and registrations involved:**

3

**7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$** \_\_\_\_\_

- Authorized to be charged to deposit account  
 Enclosed

**8. Payment Information:**

Deposit Account Number \_\_\_\_\_

Authorized User Name \_\_\_\_\_

**9. Signature:** Jacqueline M. Billard

Signature

10/31/11

Date

Jacqueline Billard

Name of Person Signing

Total number of pages including cover sheet, attachments, and document:

6

GRANT OF SECURITY INTEREST  
IN UNITED STATES TRADEMARKS

October 27, 2011

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, SPORTSMAN'S WAREHOUSE, INC., referred to as the "Grantor") with principal offices at 7035 South High Tech Drive, Midvale, Utah 84047, hereby grants to WELLS FARGO BANK, NATIONAL ASSOCIATION (as successor by merger to Wells Fargo Retail Finance, LLC), a national banking association with offices at One Boston Place, 18<sup>th</sup> Floor, Boston, Massachusetts 02108, as Collateral Agent (the "Grantee"), a continuing security interest in (i) all of the Grantor's right, title and interest in, to and under the United States trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto, (ii) all Proceeds (as such term is defined in the Security Agreement referred to below) and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

THIS GRANT is made to secure the satisfactory performance and payment of all the Secured Obligations of the Grantor, as such term is defined in the Security Agreement among the Grantor, the other pledgors from time to time party thereto and the Grantee as of May 28, 2010 (as amended, modified, restated and/or supplemented from time to time, the "Security Agreement").

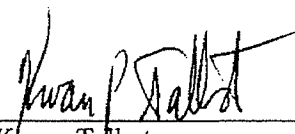
This Grant has been granted in conjunction with the security interest granted to the Grantee under the Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this

Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

[Signature Pages Follow]

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the date first written above.

SPORTSMAN'S WAREHOUSE, INC., as Grantor

By:   
Name: Kevan Talbot  
Title: Chief Financial Officer

WELLS FARGO BANK, NATIONAL ASSOCIATION (as successor by merger to Wells Fargo Retail Finance, LLC), as Collateral Agent and Grantee

By: \_\_\_\_\_  
Name:  
Title:

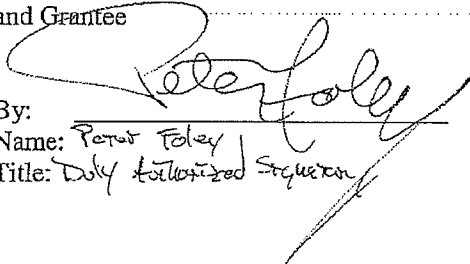
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IN WITNESS WHEREOF, the undersigned have executed this Grant as of the date first written above.

SPORTSMAN'S WAREHOUSE, INC., as Grantor

By: \_\_\_\_\_  
Name:  
Title:

WELLS FARGO BANK, NATIONAL  
ASSOCIATION (as successor by merger to Wells  
Fargo Retail Finance, LLC), as Collateral Agent  
and Grantee

  
By: \_\_\_\_\_  
Name: Peter Foley  
Title: Duly Authorized Signatory

Signature Page to Grant of Security Interest in United States Trademarks

**TRADEMARK**  
**REEL: 004652 FRAME: 0018**

SCHEDULE A – MARKS

<u>Trademark</u>	<u>Registration Date/ Application Date</u>	<u>Registration No./ Application No.</u>
SPORTSMAN'S GOURMET	11/30/2010	85/187,290
SPORTSMAN'S WAREHOUSE	12/07/2010	3,886,160
SPORTSMAN'S WAREHOUSE AMERICA'S PREMIER OUTFITTER HUNTING · FISHING · CAMPING · RELOADING · OUTERWEAR · FOOTWEAR	12/07/2010	3,886,154