

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Colt Defense LLC		04/24/2003	Limited Liability Company: DELAWARE

RECEIVING PARTY DATA

Name:	Connecticut Development Authority
Street Address:	999 West Street
City:	Rocky Hill
State/Country:	CONNECTICUT
Postal Code:	06067
Entity Type:	Public Instrumentality and Political Subdivision of The State of Connecticut: CONNECTICUT

PROPERTY NUMBERS Total: 6

Property Type	Number
Registration Number:	2095131
Registration Number:	2003594
Registration Number:	1648788
Registration Number:	825581
Registration Number:	827453
Registration Number:	830862

CORRESPONDENCE DATA

Fax Number: (860)275-0343

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: (860) 275-0589

Email: ptomail@dbh.com

CH \$165.00 2095131

Correspondent Name: Nancy Medina
Address Line 1: 185 Asylum Street
Address Line 2: Day, Berry & Howard LLP
Address Line 4: Hartford, CONNECTICUT 06013

ATTORNEY DOCKET NUMBER:	018340/0
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NAME OF SUBMITTER:	Nancy Medina
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Total Attachments: 6
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TRADEMARK COLLATERAL ASSIGNMENT OF SECURITY

WHEREAS, Colt Defense LLC, a limited liability company formed under the laws of Delaware, located at 547 New Park Avenue, West Hartford, Connecticut ("Assignor"), has adopted, used and is using the marks shown in the attached Schedule A (the "Marks"), for certain of which there are recordings or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A and including certain other foreign marks shown in the attached Schedule A; and

WHEREAS, pursuant to an Asset Contribution Agreement by and among New Colt Holding Corp., a Delaware corporation ("New Colt"), Colt's Manufacturing Company, Inc., a Delaware corporation ("CMC") and Assignor, dated as of November 4, 2002 (the "Contribution Agreement"), CMC contributed certain assets associated with its Defense Business (as defined in the Contribution Agreement) to Assignor, including the Marks shown on Schedule A; and

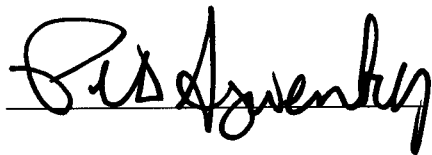
WHEREAS, the assets of CMC contributed to Assignor, including the Marks, were subject to a security interest granted to the Connecticut Development Authority (the "CDA") pursuant to an Amended and Restated Reimbursement and Security Agreement, dated as of November 28, 2001, between CMC and the CDA (as the same may be amended, modified, restated or supplemented from time to time, the "Security Agreement"); and

WHEREAS, Assignor acknowledges the CDA's security interest in the Marks pursuant to the Security Agreement, and hereby grants to the CDA a security interest in the Marks, the registrations and applications therefor and rights to sue and recover for infringement of trademarks now owned by Assignor.

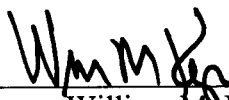
NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby grant to the CDA a security interest in and to the Marks, together with the registrations and applications therefor and the goodwill related thereto and rights to sue and recover for infringement of trademarks.

Dated: April 24, 2003

Witness:



COLT DEFENSE LLC

By: 
Name: William M. Keys
Its: President

Witness:

CONNECTICUT DEVELOPMENT AUTHORITY

By: _____
Name: Francis T. Gagliardo
Its: Senior Vice President

STATE OF CONNECTICUT)
: ss.: West Hartford
COUNTY OF HARTFORD)

On this 24th day of April, 2003, before me personally came Wm. M. Keys, to me known, who, being by me duly sworn, did depose and say that s/he is the President of Colt Defense LLC, the company described in and which executed the foregoing instrument; and that s/he was authorized to sign her/his name thereto on behalf of said company.

Isabelle De Fosses
Notary Public/Commissioner of the Superior Court
ISABELLE DEFOSES
NOTARY PUBLIC
MY COMMISSION EXPIRES MAY 31, 2007

STATE OF _____)
: ss.:
COUNTY OF _____)

On this ___ day of April, 2003, before me personally came _____, to me known, who, being by me duly sworn, did depose and say that s/he is a _____ of the Connecticut Development Authority, the company described in and which executed the foregoing instrument; and that s/he was authorized to sign her/his name thereto on behalf of said company.

Notary Public/Commissioner of the Superior Court

Dated: April 25, 2003

Witness:

COLT DEFENSE LLC

By: _____

Name: William M. Keys

Its: President

Witness:

Donna Brooks

CONNECTICUT DEVELOPMENT AUTHORITY

By: Francis T. Gagliardo

Name: Francis T. Gagliardo

Its: Senior Vice President

STATE OF _____)

: ss.:

COUNTY OF _____)

On this ____ day of April, 2003, before me personally came _____, to me known, who, being by me duly sworn, did depose and say that s/he is the _____ of Colt Defense LLC, the company described in and which executed the foregoing instrument; and that s/he was authorized to sign her/his name thereto on behalf of said company.

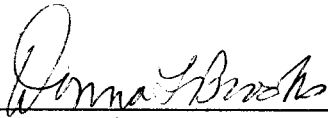
Notary Public/Commissioner of the Superior Court

STATE OF Connecticut)

: ss.:

COUNTY OF Hartford)

On this 25th day of April, 2003, before me personally came Francis T. Gayhardo to me known, who, being by me duly sworn, did depose and say that s/he is a Senior Vice President of the Connecticut Development Authority, the company described in and which executed the foregoing instrument; and that s/he was authorized to sign her/his name thereto on behalf of said company.



Notary Public/Commissioner of the Superior Court

FRANCIS T. GAYHARDO
NOTARY PUBLIC
STATE OF CONNECTICUT

SCHEDULE A

Schedule A to a Trademark Collateral Assignment of Security dated April 24, 2003, by and between Colt Defense LLC and Connecticut Development Authority.

US Trademarks

<u>Case No.</u>	<u>Trademark</u>	<u>Application No.</u>	<u>Registration No.</u>
879-001409-US(T2)	COMMANDO	170,559	2,095,131
879-001713-US(TM)	MATCH TARGET	600,587	2,003,594
879-001484-US(TM)	HBAR	74/072,949	1,648,788
879-001398-US(TM)	AR-15	N/A	825,581

Colt Defense has rights to the following Trademarks or Service Marks pursuant to a licensing agreement:

US Trademarks

<u>Case No.</u>	<u>Trademark</u>	<u>Owner</u>	<u>Application No.</u>	<u>Registration No.</u>
879-001403-US(TM)	COLT AR-15	NCH	N/A	827,453
879-001405-US(TM)	COLT AR-15 AND DESIGN	NCH	N/A	830,862

Foreign Trademarks

<u>Case No.</u>	<u>Trademark</u>	<u>Registration Date</u>	<u>Application No.</u>	<u>Registration No.</u>
879-001889-EU(TM)	COLT M203	9/3/99	241,299	241,299
879-001888-EU(TM)	COLT M4	9/3/99	241,240	241,240
879-001887-EU(TM)	COLT M16	7/5/68	241,273	241,273
879-001403-FR(TM)	COLT AR-15	9/3/99	47,398	1,506,634
	M4		76/335,060	76/335,060