TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM344872

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Gander Mountain Company		06/17/2015	CORPORATION: MINNESOTA
Gander Mountain Direct, Inc.		06/17/2015	CORPORATION: NORTH CAROLINA

RECEIVING PARTY DATA

Name:	PATHLIGHT CAPITAL LLC, as Collateral Agent
Street Address:	One Post Office Square, Suite 3765
City:	Boston
State/Country:	MASSACHUSETTS
Postal Code:	02109
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 167

Property Type	Number	Word Mark
Registration Number:	3901736	BETTER GEAR - BETTER PERFORMANCE
Registration Number:	3030432	CREEKSIDE
Registration Number:	3030435	CREEKSIDE
Registration Number:	3086312	CREEKSIDE
Registration Number:	3086314	CREEKSIDE
Registration Number:	3033023	CREEKSIDE
Registration Number:	3030436	CREEKSIDE
Registration Number:	3086316	CREEKSIDE
Registration Number:	3030440	CREEKSIDE
Registration Number:	3030433	CREEKSIDE
Registration Number:	3030434	CREEKSIDE
Registration Number:	3086315	CREEKSIDE
Registration Number:	3033024	CREEKSIDE
Registration Number:	3030437	CREEKSIDE
Registration Number:	3112704	CREEKSIDE
Registration Number:	3030441	CREEKSIDE
Registration Number:	3900123	DON'T BE THAT GUY.
Registration Number:	3579186	EVERY GUN, EVERYDAY.

OP $4190.00 3901736

Property Type	Number	Word Mark
Registration Number:	3579187	EVERY GUN, EVERYDAY.
Registration Number:	4342967	EXPERIENCE THE ULTIMATE IN FIREARMS TRAI
Registration Number:	4234531	EXPERIENCE THE ULTIMATE IN FIREARMS TRAI
Registration Number:	4234532	EXPERIENCE THE ULTIMATE IN FIREARMS TRAI
Registration Number:	2946377	FIRST ICE
Registration Number:	3332659	FOX RIVER
Registration Number:	3332660	FOX RIVER
Registration Number:	1850302	FOX RIVER BRAKE
Registration Number:	4724966	FROM BEGINNER TO EXPERT
Registration Number:	4335259	FRS LEARNING SYSTEM
Registration Number:	3579188	GANDER GUNSMITH CERTIFIED
Registration Number:	3579189	GANDER GUNSMITH CERTIFIED
Registration Number:	3579190	GANDER GUNSMITH CERTIFIED EST. 1960
Registration Number:	3579191	GANDER GUNSMITH CERTIFIED EST. 1960
Registration Number:	2564297	GANDER MOUNTAIN
Registration Number:	1927194	GANDER MOUNTAIN
Registration Number:	1335489	GANDER MOUNTAIN
Registration Number:	3790562	GANDER MOUNTAIN
Registration Number:	3790563	GANDER MOUNTAIN
Registration Number:	3790564	GANDER MOUNTAIN
Registration Number:	3699438	GANDER MOUNTAIN
Registration Number:	3699439	GANDER MOUNTAIN
Registration Number:	3699440	GANDER MOUNTAIN
Registration Number:	3521739	GANDER MOUNTAIN
Registration Number:	3796029	GANDER MOUNTAIN
Registration Number:	3699441	GANDER MOUNTAIN
Registration Number:	3705856	GANDER MOUNTAIN
Registration Number:	2810950	GANDER MOUNTAIN GUIDE SERIES
Registration Number:	2798127	GANDER MOUNTAIN GUIDE SERIES
Registration Number:	2767122	GANDER MOUNTAIN GUIDE SERIES
Registration Number:	2864302	GANDER MTN.
Registration Number:	2923383	GANDER MTN.
Registration Number:	3305894	GANDER MTN.
Registration Number:	3305893	GANDER MTN.
Registration Number:	3778502	GANDER MTN.
Registration Number:	3772060	GANDER MTN.
Registration Number:	3785177	GANDER MTN.
Registration Number:	3702063	GANDER MTN.

Property Type	Number	Word Mark
Registration Number:	3702064	GANDER MTN.
Registration Number:	3702065	GANDER MTN.
Registration Number:	3513538	GANDER MTN.
Registration Number:	3513539	GANDER MTN.
Registration Number:	3521741	GANDER MTN.
Registration Number:	3705857	GANDER MTN.
Registration Number:	4499270	GANDER MTN.
Registration Number:	4602209	GANDER MTN.
Registration Number:	4272642	GANDER MTN. ACADEMY
Registration Number:	4272643	GANDER MTN. ACADEMY
Registration Number:	4272644	GANDER MTN. ACADEMY
Registration Number:	4272645	GANDER MTN. ACADEMY
Registration Number:	4538006	GANDER MTN. ACADEMY
Registration Number:	4242537	GANDER MTN. ACADEMY
Registration Number:	4538007	GANDER MTN. ACADEMY
Registration Number:	4234539	GANDER MTN. ACADEMY
Registration Number:	4234540	GANDER MTN. ACADEMY
Registration Number:	4234541	GANDER MTN. ACADEMY
Registration Number:	3632304	GANDER MTN. CAST AWAYS FOR KIDS ROD & RE
Registration Number:	4499449	GANDER MTN. FIREARMS SUPER CENTER
Registration Number:	4154650	GANDER MTN. TECH CENTER
Registration Number:	3326789	GANDER MTN. WE LIVE OUTDOORS
Registration Number:	1339735	
Registration Number:	2659032	
Registration Number:	2857420	
Registration Number:	2925335	
Registration Number:	3686605	
Registration Number:	3509571	
Registration Number:	3686606	
Registration Number:	3763700	
Registration Number:	3686607	
Registration Number:	3854134	
Registration Number:	3686608	
Registration Number:	3763701	
Registration Number:	3506127	
Registration Number:	3506128	
Registration Number:	3506129	
Registration Number:	3506130	

Property Type	Number	Word Mark
Registration Number:	3506132	
Registration Number:	3686645	
Registration Number:	4499271	
Registration Number:	4602210	
Registration Number:	1335485	
Registration Number:	4202686	
Registration Number:	3887856	GREAT GANDER GIVEAWAY
Registration Number:	4088914	GSX
Registration Number:	4088915	GSX
Registration Number:	4200674	GSX
Registration Number:	4342697	GSX GUIDE SERIES EXTREME
Registration Number:	4342698	GSX GUIDE SERIES EXTREME
Registration Number:	4200675	GSX
Registration Number:	2666151	GUIDE SERIES
Registration Number:	3911321	GUIDE SERIES
Registration Number:	3923304	GUIDE SERIES
Registration Number:	4037921	GUIDE SERIES
Registration Number:	4037922	GUIDE SERIES
Registration Number:	4037923	GUIDE SERIES
Registration Number:	4037925	GUIDE SERIES
Registration Number:	4026323	GUIDE SERIES
Registration Number:	3396057	GUIDE SERIES
Registration Number:	4393486	GUN WORLD GANDER MOUNTAIN
Registration Number:	2526278	HUNT FISH CAMP
Registration Number:	4283419	MENTAL AWARENESS
Registration Number:	4040869	SCENTCORE
Registration Number:	4724965	START YOUR SHOOTING EXPERIENCE WITH US
Registration Number:	4719706	SUMMIT PROTECTION PLAN
Registration Number:	4166456	TALL TALES REAL FOOD
Registration Number:	2807091	TECH20
Registration Number:	3761540	TECHUNTER
Registration Number:	4153877	TECHUNTER
Registration Number:	4158109	TECHUNTER
Registration Number:	3486193	TECHUV
Registration Number:	3086200	THE GANDERGUNMEN
Registration Number:	4347111	THE NEXT FACTOR IN FISHING
Registration Number:	1850301	THE VIXEN
Registration Number:	3947968	T T

Property Type	Number	Word Mark
Registration Number:	3900655	UNPREPARED IS UNSMART.
Registration Number:	4280228	V-RANGE
Registration Number:	2944535	WE LIVE OUTDOORS
Registration Number:	2938134	WE LIVE OUTDOORS
Registration Number:	4499273	WE LIVE OUTDOORS
Registration Number:	4342971	WE LIVE OUTDOORS
Registration Number:	4047931	WE LIVE OUTDOORS
Registration Number:	4047930	WE LIVE OUTDOORS
Registration Number:	3944374	WE LIVE OUTDOORS
Registration Number:	4143181	WHERE TECHNOLOGY MEETS THE OUTDOORS
Registration Number:	4040868	WINDCORE
Registration Number:	4557062	WITH RIGHTS COMES RESPONSIBILITY
Registration Number:	4557061	WITH RIGHTS COMES RESPONSIBILITY SECURE
Registration Number:	4074621	X-FACTOR
Serial Number:	86140384	GANDER MTN. ACADEMY
Registration Number:	3609545	COVERMATE
Registration Number:	2143879	DIVEMASTER
Registration Number:	3216132	DOCKMATE
Registration Number:	3307757	DOCKMATE
Registration Number:	3402235	DOCKMATE
Registration Number:	2308937	DOCKMATE
Registration Number:	3449928	DOCKMATE
Registration Number:	3449927	DOCKMATE
Registration Number:	3092698	GLADIATOR
Registration Number:	1955479	GLADIATOR
Registration Number:	2140590	JET G
Registration Number:	2155991	JET GLADIATOR
Registration Number:	1729510	NEO-SKINS
Registration Number:	3823859	OVERTON'S
Registration Number:	1473630	OVERTON'S
Registration Number:	3623733	SHADEMATE
Registration Number:	1964358	SKI LIMITED
Registration Number:	3616472	TOONMATE
Registration Number:	3863508	BETTER BRANDS - BETTER PERFORMANCE
Registration Number:	4499448	GANDER MTN. FIREARMS SUPER CENTER

CORRESPONDENCE DATA

Fax Number:

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.

Phone: 6173417729
Email: kschmidt@morganlewis.com
Correspondent Name: Katarzyna Schmidt
Address Line 1: 1 Federal Street
Address Line 2: c/o Morgan Lewis & Bockius LLP
Address Line 4: Boston, MASSACHUSETTS 02110

NAME OF SUBMITTER:	Katarzyna Schmidt
SIGNATURE:	/Katarzyna Schmidt/
DATE SIGNED:	06/17/2015

Total Attachments: 10

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TRADEMARK SECURITY AGREEMENT

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, GANDER MOUNTAIN COMPANY, a Minnesota corporation, and GANDER MOUNTAIN DIRECT, INC., a North Carolina corporation (each individually, a "Grantor," and collectively, the "Grantors"), hereby grant to PATHLIGHT CAPITAL LLC, in its capacity as the collateral agent under the Security Agreement referred to below (in such capacity, the "Grantee"), a continuing security interest in (i) all of the Grantors' right, title and interest in, to and under to the United States trademarks, trademark registrations and use based trademark applications (the "Marks") set forth on Schedule A attached hereto, (ii) all proceeds 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 of a security interest set forth in this Trademark Security Agreement (this "Agreement") is made to secure the satisfactory performance and payment of all the Secured Obligations of the Grantors, as such term is defined in the Security Agreement by, among others, the Grantors and the Grantee, dated as of June 17, 2015 (as amended, restated, supplemented or otherwise modified and in effect from time to time, 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 Agreement are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern. The Grantors, the Grantee and the other Credit Parties (as such term is defined in the Security Agreement, the "Credit Parties") acknowledge that the exercise of certain of the Grantee's rights and remedies hereunder may be subject to, and restricted by, the provisions of the Intercreditor Agreement (as such term is defined in the Security Agreement, the "Intercreditor Agreement"). In the event of

any conflict between the terms of the Intercreditor Agreement and this Agreement, the terms of the Intercreditor Agreement shall control. The Grantee, on behalf of itself and the other Credit Parties, acknowledges and agrees that it and the other Credit Parties shall be bound by the terms and conditions of the Intercreditor Agreement.

[remainder of page intentionally left blank]

IN WITNESS WHEREOF, each of the parties hereto has caused this Agreement to be duly executed and delivered as of the date first above written.

GANDER MOUNTAIN COMPANY, as a Grantor

By: _____
Name: Robert J. Vold
Title: Senior Vice President, Chief Financial Officer and Treasurer

GANDER MOUNTAIN DIRECT, INC., as a Grantor

By: _____
Name: Robert J. Vold
Title: Treasurer

PATHLIGHT CAPITAL LLC., as a Grantee

By: _____

Name: David Storer
Title: Senior Managing Director

SCHEDULE A

U.S. REGISTERED TRADEMARKS

GANDER MOUNTAIN COMPANY

MARK	REGISTRATION NUMBER	REGISTRATION DATE
BETTER BRANDS - BETTER PERFORMANCE	3863508	19-Oct-10
BETTER GEAR - BETTER PERFORMANCE	3901736	4-Jan-11
CREEKSIDE	3030432	13-Dec-05
CREEKSIDE	3030435	13-Dec-05
CREEKSIDE	3086312	25-Apr-06
CREEKSIDE	3086314	25-Apr-06
CREEKSIDE	3033023	20-Dec-05
CREEKSIDE	3030436	13-Dec-05
CREEKSIDE	3086316	25-Apr-06
CREEKSIDE	3030440	13-Dec-05
CREEKSIDE & Design	3030433	13-Dec-05
CREEKSIDE & Design	3030434	13-Dec-05
CREEKSIDE & Design	3086315	25-Apr-06
CREEKSIDE & Design	3033024	20-Dec-05
CREEKSIDE & Design	3030437	13-Dec-05
CREEKSIDE & Design	3112704	4-Jul-06
CREEKSIDE & Design	3030441	13-Dec-05
DON'T BE THAT GUY.	3900123	4-Jan-11
EVERY GUN, EVERYDAY.	3579186	24-Feb-09
EVERY GUN, EVERYDAY.	3579187	24-Feb-09
EXPERIENCE THE ULTIMATE IN FIREARMS TRAINING	4342967	28-May-13
EXPERIENCE THE ULTIMATE IN FIREARMS TRAINING	4234531	30-Oct-12
EXPERIENCE THE ULTIMATE IN FIREARMS TRAINING	4234532	30-Oct-12
FIRST ICE	2946377	3-May-05
FOX RIVER	3332659	6-Nov-07
FOX RIVER	3332660	6-Nov-07
FOX RIVER BRAKE	1850302	16-Aug-94

MARK	REGISTRATION NUMBER	REGISTRATION DATE
FROM BEGINNER TO EXPERT	4724966	21-Apr-15
FRS LEARNING SYSTEM Logo	4335259	14-May-13
GANDER GUNSMITH CERTIFIED	3579188	24-Feb-09
GANDER GUNSMITH CERTIFIED	3579189	24-Feb-09
GANDER GUNSMITH CERTIFIED Medallion Logo	3579190	24-Feb-09
GANDER GUNSMITH CERTIFIED Medallion Logo	3579191	24-Feb-09
GANDER MOUNTAIN	2564297	23-Apr-02
GANDER MOUNTAIN	1927194	17-Oct-95
GANDER MOUNTAIN	1335489	14-May-85
GANDER MOUNTAIN	3790562	18-May-10
GANDER MOUNTAIN	3790563	18-May-10
GANDER MOUNTAIN	3790564	18-May-10
GANDER MOUNTAIN	3699438	20-Oct-09
GANDER MOUNTAIN	3699439	20-Oct-09
GANDER MOUNTAIN	3699440	20-Oct-09
GANDER MOUNTAIN	3521739	21-Oct-08
GANDER MOUNTAIN	3796029	1-Jun-10
GANDER MOUNTAIN	3699441	20-Oct-09
GANDER MOUNTAIN	3705856	3-Nov-09
GANDER MOUNTAIN GUIDE SERIES	2810950	3-Feb-04
GANDER MOUNTAIN GUIDE SERIES	2798127	23-Dec-03
GANDER MOUNTAIN GUIDE SERIES	2767122	23-Sep-03
GANDER MTN.	2864302	20-Jul-04
GANDER MTN.	2923383	1-Feb-05
GANDER MTN.	3305894	9-Oct-07
GANDER MTN.	3305893	9-Oct-07
GANDER MTN.	3778502	20-Apr-10
GANDER MTN.	3772060	6-Apr-10
GANDER MTN.	3785177	4-May-10
GANDER MTN.	3702063	27-Oct-09
GANDER MTN.	3702064	27-Oct-09
GANDER MTN.	3702065	27-Oct-09

MARK	REGISTRATION NUMBER	REGISTRATION DATE
GANDER MTN.	3513538	7-Oct-08
GANDER MTN.	3513539	7-Oct-08
GANDER MTN.	3521741	21-Oct-08
GANDER MTN.	3705857	3-Nov-09
GANDER MTN.	4499270	18-Mar-14
GANDER MTN.	4602209	9-Sept-14
GANDER MTN. ACADEMY	4272642	8-Jan-13
GANDER MTN. ACADEMY	4272643	8-Jan-13
GANDER MTN. ACADEMY	4272644	8-Jan-13
GANDER MTN. ACADEMY	4272645	8-Jan-13
GANDER MTN. ACADEMY Logo	4538006	27-May-14
GANDER MTN. ACADEMY Logo	4242537	13-Nov-12
GANDER MTN. ACADEMY Logo	4538007	27-May-14
GANDER MTN. ACADEMY Logo	4234539	30-Oct-12
GANDER MTN. ACADEMY Logo	4234540	30-Oct-12
GANDER MTN. ACADEMY Logo	4234541	30-Oct-12
GANDER MTN. CAST AWAYS FOR KIDS ROD & REEL DONATION PROGRAM & Design	3632304	2-Jun-09
GANDER MTN. FIREARMS SUPER CENTER and Goose Medallion Logo	4499449	18-Mar-14
GANDER MTN. FIREARMS SUPER CENTER	4499448	18-Mar-14
GANDER MTN. TECH CENTER	4154650	5-Jun-12
GANDER MTN. WE LIVE OUTDOORS & Design	3326789	30-Oct-07
Goose Head Design	1339735	4-Jun-85
Goose Medallion Design	2659032	10-Dec-02

MARK	REGISTRATION NUMBER	REGISTRATION DATE
Goose Medallion Design	2857420	29-Jun-04
Goose Medallion Design	2925335	8-Feb-05
Goose Medallion Design	3686605	22-Sep-09
Goose Medallion Design	3509571	30-Sep-08
Goose Medallion Design	3686606	22-Sep-09
Goose Medallion Design	3763700	23-Mar-10
Goose Medallion Design	3686607	22-Sep-09
Goose Medallion Design	3854134	28-Sep-10
Goose Medallion Design	3686608	22-Sep-09
Goose Medallion Design	3763701	23-Mar-10
Goose Medallion Design	3506127	23-Sep-08
Goose Medallion Design	3506128	23-Sep-08
Goose Medallion Design	3506129	23-Sep-08
Goose Medallion Design	3506130	23-Sep-08
Goose Medallion Design	3506132	23-Sep-08
Goose Medallion Design	3686645	22-Sep-09
Goose Medallion Design	4499271	18-Mar-14
Goose Medallion Design	4602210	9-Sept-14
Goose Medallion Design (Old One Peak Design)	1335485	14-May-85
Goose Medallion Design (Old)	4202686	4-Sept-12
GREAT GANDER GIVEAWAY & Design	3887856	7-Dec-10
GSX	4088914	17-Jan-12
GSX	4088915	19-Nov-10
GSX	4200674	4-Sept-12
GSX GUIDE SERIES EXTREME	4342697	28-May-13
GSX GUIDE SERIES EXTREME Logo	4342698	28-May-13
GSX Logo	4200675	4-Sept-12
GUIDE SERIES	2666151	24-Dec-02
GUIDE SERIES	3911321	25-Jan-11
GUIDE SERIES	3923304	22-Feb-11
GUIDE SERIES	4037921	11-Oct-11
GUIDE SERIES	4037922	11-Oct-11
GUIDE SERIES	4037923	11-Oct-11
GUIDE SERIES	4037925	11-Oct-11
GUIDE SERIES	4026323	13-Sept-11
GUIDE SERIES & Design	3396057	11-Mar-08
GUN WORLD GANDER MOUNTAIN Logo	4393486	27-Aug-13

MARK	REGISTRATION NUMBER	REGISTRATION DATE
HUNT FISH CAMP	2526278	1-Jan-02
MENTAL AWARENESS Logo	4283419	29-Jan-13
SCENTCORE	4040869	18-Oct-11
START YOUR SHOOTING EXPERIENCE WITH US	4724965	21-Apr-15
SUMMIT PROTECTION PLAN	4719706	14-Apr-15
TALL TALES REAL FOOD	4166456	3-Jul-12
TECH2O	2807091	20-Jan-04
TECHUNTER	3761540	16-Mar-10
TECHUNTER	4153877	5-Jun-12
TECHUNTER	4158109	25-Jun-12
TECHUV	3486193	12-Aug-08
THE GANDERGUNMEN	3086200	25-Apr-06
THE NEXT FACTOR IN FISHING	4347111	4-Jun-13
THE VIXEN	1850301	16-Aug-94
TT & Antlers Design	3947968	19-Apr-11
UNPREPARED IS UNSMART.	3900655	4-Jan-11
V RANGE	4280228	22-Jan-13
WE LIVE OUTDOORS	2944535	26-Apr-05
WE LIVE OUTDOORS	2938134	5-Apr-05
WE LIVE OUTDOORS	4499273	18-Mar-14
WE LIVE OUTDOORS	4342971	28-May-13
WE LIVE OUTDOORS	4047931	1-Nov-11
WE LIVE OUTDOORS	4047930	1-Nov-11
WE LIVE OUTDOORS	3944374	12-Apr-11
WHERE TECHNOLOGY MEETS THE OUTDOORS	4143181	15-May-12
WINDCORE	4040868	18-Oct-11
WITH RIGHTS COMES RESPONSIBILITY	4557062	24-Jun-14
WITH RIGHTS COMES RESPONSIBILITY SECURE YOUR FIREARMS	4557061	24-Jun-14
X-FACTOR	4074621	20-Dec-11

U.S. TRADEMARK APPLICATIONS

MARK	SERIAL NUMBER	APPLICATION DATE
GANDER MTN. ACADEMY	86140384	11-Dec-13

GANDER MOUNTAIN DIRECT, INC.

MARK	REGISTRATION NUMBER	REGISTRATION DATE
COVERMATE	3609545	21-Apr-09
DIVEMASTER	2143879	17-Mar-98
DOCKMATE	3216132	6-Mar-07
DOCKMATE	3307757	9-Oct-07
DOCKMATE	3402235	25-Mar-08
DOCKMATE	2308937	18-Jan-00
DOCKMATE	3449928	17-Jun-08
DOCKMATE	3449927	17-Jun-08
GLADIATOR	3092698	16-May-06
GLADIATOR	1955479	13-Feb-96
JET G	2140590	3-Mar-98
JET GLADIATOR	2155991	12-May-98
NEO-SKINS	1729510	3-Nov-92
OVERTON'S	3823859	27-Jul-10
OVERTON'S	1473630	19-Jan-88
SHADEMATE	3623733	19-May-09
SKI LIMITED	1964358	26-Mar-96
TOONMATE	3616472	5-May-09

U.S. TRADEMARK APPLICATIONS

NONE

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