

United States Bankruptcy Court District of Alaska		Voluntary Petition																				
Name of Debtor (if individual, enter Last, First, Middle): <b>Arms, Capital</b>		Name of Joint Debtor (Spouse) (Last, First, Middle):																				
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): <b>Capital Arms</b>		All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):																				
Last four digits of Soc. Sec. No./Complete EIN or other Tax I.D. No. (if more than one, state all): <b>30-5460004</b>		Last four digits of Soc. Sec. No./Complete EIN or other Tax I.D. No. (if more than one, state all):																				
Street Address of Debtor (No. & Street, City, State & Zip Code): <b>5750 Glacier Highway Juneau, AK</b>		Street Address of Joint Debtor (No. & Street, City, State & Zip Code):																				
ZIPCODE <b>99801</b>		ZIPCODE																				
County of Residence or of the Principal Place of Business: <b>Juneau</b>		County of Residence or of the Principal Place of Business:																				
Mailing Address of Debtor (if different from street address)		Mailing Address of Joint Debtor (if different from street address):																				
ZIPCODE		ZIPCODE																				
Location of Principal Assets of Business Debtor (if different from street address above): <b>5750 Glacier Ave, Juneau, AK</b>																						
ZIPCODE <b>99801</b>																						
<p style="text-align: center;"><b>Type of Debtor</b> (Form of Organization) (Check <b>one</b> box.)</p> <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	<p style="text-align: center;"><b>Nature of Business</b> (Check <b>one</b> box.)</p> <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other  <p style="text-align: center;"><b>Tax-Exempt Entity</b> (Check box, if applicable.)</p> <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	<p style="text-align: center;"><b>Chapter of Bankruptcy Code Under Which the Petition is Filed</b> (Check <b>one</b> box.)</p> <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding  <p style="text-align: center;"><b>Nature of Debts</b> (Check one box)</p> <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.																				
<p style="text-align: center;"><b>Filing Fee</b> (Check one box)</p> <input checked="" type="checkbox"/> Full Filing Fee attached  <input type="checkbox"/> Filing Fee to be paid in installments (Applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A.  <input type="checkbox"/> Filing Fee waiver requested (Applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.		<p style="text-align: center;"><b>Chapter 11 Debtors:</b></p> <p><b>Check one box:</b></p> <input checked="" type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).  <p><b>Check if:</b></p> <input checked="" type="checkbox"/> Debtor's aggregate noncontingent liquidated debts owed to non-insiders or affiliates are less than \$2 million.  <p><b>Check all applicable boxes:</b></p> <input type="checkbox"/> A plan is being filed with this petition <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).																				
<p><b>Statistical/Administrative Information</b></p> <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.		THIS SPACE IS FOR COURT USE ONLY																				
<p>Estimated Number of Creditors</p> <table style="width:100%; text-align: center;"> <tr> <td>1-49</td> <td>50-99</td> <td>100-199</td> <td>200-999</td> <td>1,000-5,000</td> <td>5,001-10,000</td> <td>10,001-25,000</td> <td>25,001-50,000</td> <td>50,001-100,000</td> <td>Over 100,000</td> </tr> <tr> <td><input checked="" type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> </tr> </table>			1-49	50-99	100-199	200-999	1,000-5,000	5,001-10,000	10,001-25,000	25,001-50,000	50,001-100,000	Over 100,000	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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<p>Estimated Assets</p> <table style="width:100%; text-align: center;"> <tr> <td><input type="checkbox"/> \$0 to \$10,000</td> <td><input checked="" type="checkbox"/> \$10,000 to \$100,000</td> <td><input type="checkbox"/> \$100,000 to \$1 million</td> <td><input type="checkbox"/> \$1 million to \$100 million</td> <td><input type="checkbox"/> More than \$100 million</td> </tr> </table>		<input type="checkbox"/> \$0 to \$10,000	<input checked="" type="checkbox"/> \$10,000 to \$100,000	<input type="checkbox"/> \$100,000 to \$1 million	<input type="checkbox"/> \$1 million to \$100 million	<input type="checkbox"/> More than \$100 million																
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<b>Voluntary Petition</b> <i>(This page must be completed and filed in every case)</i>	Name of Debtor(s): <b>Arms, Capital</b>
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**Prior Bankruptcy Case Filed Within Last 8 Years** (If more than one, attach additional sheet)

Location Where Filed: <b>None</b>	Case Number:	Date Filed:
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Location Where Filed:	Case Number:	Date Filed:
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**Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of this Debtor** (If more than one, attach additional sheet)

Name of Debtor: <b>None</b>	Case Number:	Date Filed:
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District:	Relationship:	Judge:
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<p style="text-align: center;"><b>Exhibit A</b></p> <p>(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)</p> <p><input type="checkbox"/> Exhibit A is attached and made a part of this petition.</p>	<p style="text-align: center;"><b>Exhibit B</b></p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</p> <p>I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by § 342(b) of the Bankruptcy Code.</p> <p style="text-align: center;"><b>X</b> _____ Signature of Attorney for Debtor(s) <span style="float: right;">Date</span></p>
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**Exhibit C**

Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?

Yes, and Exhibit C is attached and made a part of this petition.

No

**Exhibit D**

(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)

Exhibit D completed and signed by the debtor is attached and made a part of this petition.

If this is a joint petition:

Exhibit D also completed and signed by the joint debtor is attached a made a part of this petition.

**Information Regarding the Debtor - Venue**  
(Check any applicable box.)

Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.

There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.

Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.

**Statement by a Debtor Who Resides as a Tenant of Residential Property**  
(Check all applicable boxes.)

Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)

\_\_\_\_\_  
(Name of landlord or lessor that obtained judgment)

\_\_\_\_\_  
(Address of landlord or lessor)

Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and

Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.

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**Voluntary Petition**

*(This page must be completed and filed in every case)*

Name of Debtor(s):

**Arms, Capital**

**Signatures**

**Signature(s) of Debtor(s) (Individual/Joint)**

I declare under penalty of perjury that the information provided in this petition is true and correct.

[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under Chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.

[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X \_\_\_\_\_  
Signature of Debtor

X \_\_\_\_\_  
Signature of Joint Debtor

**(907) 790-2514**  
Telephone Number (If not represented by attorney)

\_\_\_\_\_  
Date

**Signature of a Foreign Representative**

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only **one** box.)

I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.

Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X \_\_\_\_\_  
Signature of Foreign Representative

X \_\_\_\_\_  
Printed Name of Foreign Representative

\_\_\_\_\_  
Date

**Signature of Attorney**

X **/s/ Brock M. Weidner**  
Signature of Attorney for Debtor(s)

**Brock M. Weidner 9404014**  
Printed Name of Attorney for Debtor(s)

**Brock M. Weidner**  
Firm Name

**POB 35152**  
Address

**Juneau, AK 99803**

**(907) 790-4434**  
Telephone Number

**February 16, 2007**  
Date

**Signature of Non-Attorney Petition Preparer**

I declare under penalty of perjury that: 1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; 2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h) and 342(b); 3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19B is attached.

\_\_\_\_\_  
Printed Name and title, if any, of Bankruptcy Petition Preparer

\_\_\_\_\_  
Social Security Number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)

\_\_\_\_\_  
Address

**Signature of Debtor (Corporation/Partnership)**

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X **/s/ John C. Barnett**  
Signature of Authorized Individual

**John C. Barnett**  
Printed Name of Authorized Individual

**Managing Member**  
Title of Authorized Individual

**February 16, 2007**  
Date

X \_\_\_\_\_  
Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose social security number is provided above.

\_\_\_\_\_  
Date

Names and Social Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

*A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. § 110; 18 U.S.C. § 156.*

**United States Bankruptcy Court  
District of Alaska**

**IN RE:**

Case No. \_\_\_\_\_

**Arms, Capital**

Chapter **11**

Debtor(s)

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, indicate that by stating "a minor child" and do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1) Name of creditor and complete mailing address including zip code	(2) Name, telephone number and complete mailing address, including zip code, of employee, agent or department of creditor familiar with claim who may be contacted	(3) Nature of claim (trade debt, bank loan, government contract, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed or subject to setoff	(5) Amount of claim (if secured also state value of security)
<b>CBJ</b> 155 South Seward Juneau, AK 99801	<b>Raquel</b> (907) 586-5268	<b>Trade debt</b>		<b>70,000.00</b>
<b>Worley, Kevin</b> PO Box 22267 Juneau, AK 99802-2267	<b>Kevin Worley</b> (907) 523-9810			<b>25,000.00</b>
<b>Alaska Pacific Bank</b> Advance Me Loan 2094 Jordan Ave Juneau, AK 99801	(907) 789-4844	<b>Bank loan</b>		<b>25,000.00</b>
<b>Beretta</b> 17601 Berretta Drive Accokeek, MD 20607	(301) 283-2191	<b>Trade debt</b>		<b>18,000.00</b>
<b>Kimber Arms, Inc.</b> 2950 Hwy 35 Kallispell, MT 59901				<b>13,267.00</b>
<b>V.F. Grace, Inc</b> 605 East 13th Avenue Anchorage, AK 99501-4694	(907) 272-6431	<b>Trade debt</b>		<b>12,899.00</b>
<b>Sporting Supplies International, Inc.</b> 1225 Lance Ln Anaheim, CA 92806	(714) 632-9653	<b>Trade debt</b>		<b>11,000.00</b>
<b>Sports Service</b> 4602 20th Street East Fife, WA 98424		<b>Trade debt</b>		<b>10,576.00</b>
<b>Capital City Weekly</b> POB 32757 Juneau, AK 99803	(907) 789-4144	<b>Trade debt</b>		<b>9,365.00</b>
<b>Alaska Broadcast Communications, Inc.</b> 3161 Channel Dr #2 Juneau, AK 99801	(907) 586-3630	<b>Trade debt</b>		<b>6,953.00</b>
<b>Doak's Lock And Key, LLC</b> POB 34819 Juneau, AK 99803-4819	(907) 789-8209	<b>Trade debt</b>		<b>5,571.00</b>
<b>Ketchikan TV, LLC</b> 1310 E. 66th Ave. Anchorage, AK 99518	(907) 463-1258	<b>Trade debt</b>		<b>4,700.00</b>
<b>RSR Group</b> 4405 Metric Drive Winterpark, FL 98671				<b>4,400.00</b>
<b>Northstar Television</b> 175 S. Franklin Juneau, AK 99801	(907) 586-3145			<b>4,068.00</b>

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RHE Hatco, Inc. POB 91273 Dallas, TX 75397-1273			3,800.00
Benelli USA 17603 Indian Head Highway Accokeek, MD 20607-2501	(301) 283-6981	Trade debt	2,750.00
Nighthawk Custom 1306 W. Trimble Berryvill, AR 72616			1,736.00
Stag Arms, LLC 515 John Downey Dr New Britain, CT 06051	(860) 680-6866	Trade debt	1,390.00
KNJ Manufacturing 757 N. Golden Key St. Suite D Gilbert, AZ 85233-3811		Trade debt	1,300.00
Juneau Empire 3100 Channel Drive Juneau, AK 99801			1,232.00

**DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, [the president *or* other officer *or* an authorized agent of the corporation][*or* a member *or* an authorized agent of the partnership] named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date: **February 16, 2007** Signature: **/s/ John C. Barnett**

**John C. Barnett, Managing Member**

(Print Name and Title)

WORLEY, KEVIN  
PO BOX 22267  
JUNEAU, AK 99802-2267

ACS  
600 TELEPHONE AVE  
ANCHORAGE, AK 99503

ACS WIRELESS  
ALASKA COMMUNICATION'S SYSTEMS, INC  
POB 92400  
ANCHORAGE, AK 99509-2409

ALASKA BROADCAST COMMUNICATIONS, INC.  
3161 CHANNEL DR #2  
JUNEAU, AK 99801

ALASKA PACIFIC BANK  
ADVANCE ME LOAN  
2094 JORDAN AVE  
JUNEAU, AK 99801

ATLANTA CUTLERY/MUSEUM REPLICAS  
2147 GEES MILL ROAD  
CONYERS, GA 30013

BENELLI USA  
17603 INDIAN HEAD HIGHWAY  
ACCOKEEK, MD 20607-2501

BERETTA  
17601 BERRETTA DRIVE  
ACCOKEEK, MD 20607

BRIMLIGHT OF ALASKA  
4105 BLACKERBY STREET  
JUNEAU, AK 99801

BROWNELLS, INC.  
200 SOUTH FRONT STREET  
MONTEZUMA, IA 50171-1000

CAPITAL CITY WEEKLY  
POB 32757  
JUNEAU, AK 99803

CBJ  
155 SOUTH SEWARD  
JUNEAU, AK 99801

DAVIDSONS  
6100 WILKINSON DRIVE  
PRESCOTT, AZ 86301

DOAK'S LOCK AND KEY, LLC  
POB 34819  
JUNEAU, AK 99803-4819

JERRY'S SPORT CENTER, INC.  
POB 121  
MAIN STREET  
FOREST CITY, PA 18421

JUNEAU EMPIRE  
3100 CHANNEL DRIVE  
JUNEAU, AK 99801

KETCHIKAN TV, LLC  
1310 E. 66TH AVE.  
ANCHORAGE, AK 99518

KIMBER ARMS, INC.  
2950 HWY 35  
KALLISPELL, MT 59901

KNJ MANUFACTURING  
757 N. GOLDEN KEY ST.  
SUITE D  
GILBERT, AZ 85233-3811

LIPSEY'S, LLC  
POB 83280  
BATON ROUGE, LA 70884

LJ ANSWERING AND ALARM  
POB 33659  
JUNEAU, AK 99803-3659

NIGHTHAWK CUSTOM  
1306 W. TRIMBLE  
BERRYVILL, AR 72616

NORTHSTAR TELEVISION  
175 S. FRANKLIN  
JUNEAU, AK 99801

NUMRICH GUN PARTS CORPORATION  
226 WILLIAMS LANE  
POB 299  
WEST HURLEY, NY 12491-0299

PAVILLION USA/WILDLIFE INTERNATIONAL  
1161 SUN CENTURY RD  
UNIT 1  
NAPLES, FL 34110-8431

PHONE DIRECTORIES  
POB 2277  
OREM, UT 84059

RHE HATCO, INC.  
POB 91273  
DALLAS, TX 75397-1273

RIGEL OPTICS  
477 SOUTH 28TH STREET  
SUITE #3  
WASHOUGAL, WA 98671

ROCK RIVER ARMS, INC.  
1042 CLEVELAND ROAD  
COLONA, IL 61241

RSR GROUP  
4405 METRIC DRIVE  
WINTERPARK, FL 98671

RUSSIAN AMERICAN ARMORY CO.  
677 S. CARDINAL LANE  
SCOTTSBURG, IN 47170

SMITH MEDIA, LLC  
2700 E. TUDOR  
ANCHORAGE, AK 99507

SPAN ALASKA CONSOLIDATORS, INC.  
POB 58288  
TUKWILA, WA 98138

SPORTING SUPPLIES INTERNATIONAL, INC.  
1225 LANCE LN  
ANAHEIM, CA 92806

SPORTS SERVICE  
4602 20TH STREET EAST  
FIFE, WA 98424

STAG ARMS, LLC  
515 JOHN DOWNEY DR  
NEW BRITAIN, CT 06051

SWIFT SPORT OPTICS  
12105 W. CEDAR DRIVE  
LAKEWOOD, CO 80228

THE LOCAL PAGES OF ALASKA, LLC  
4910 W. AMALIA EARHART DR.  
SUITE 1  
SALT LAKE CITY, UT 84116

V.F. GRACE, INC  
605 EAST 13TH AVENUE  
ANCHORAGE, AK 99501-4694

VAN DORT, INTERNATIONAL  
35 CARLETON AV  
ISLIP TERRACE, NY 11757