

Fill in this information to identify your case:

United States Bankruptcy Court for the:

DISTRICT OF MINNESOTA

Case number (if known) Chapter 11

Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

4/16

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known). For more information, a separate document, Instructions for Bankruptcy Forms for Non-Individuals, is available.

1. Debtor's name Gander Mountain Company

2. All other names debtor used in the last 8 years Include any assumed names, trade names and doing business as names

3. Debtor's federal Employer Identification Number (EIN) 41-1990949

4. Debtor's address Principal place of business Mailing address, if different from principal place of business 180 East 5th Street, Suite 1300 Saint Paul, MN 55101 Ramsey County See attached list of physical locations

5. Debtor's website (URL) http://www.gandermountain.com

6. Type of debtor Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP)) Partnership (excluding LLP) Other. Specify:

Debtor Gander Mountain Company Case number (if known) \_\_\_\_\_  
Name

7. Describe debtor's business

A. Check one:

- Health Care Business (as defined in 11 U.S.C. § 101(27A))
- Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- Railroad (as defined in 11 U.S.C. § 101(44))
- Stockbroker (as defined in 11 U.S.C. § 101(53A))
- Commodity Broker (as defined in 11 U.S.C. § 101(6))
- Clearing Bank (as defined in 11 U.S.C. § 781(3))
- None of the above

B. Check all that apply

- Tax-exempt entity (as described in 26 U.S.C. §501)
- Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.

See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

4511

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- Chapter 7
- Chapter 9

Chapter 11. Check all that apply:

- Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,566,050 (amount subject to adjustment on 4/01/19 and every 3 years after that).
- The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- A plan is being filed with this petition.
- Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11 (Official Form 201A) with this form.
- The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

- No.
- Yes.

If more than 2 cases, attach a separate list.

District	_____	When	_____	Case number	_____
District	_____	When	_____	Case number	_____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

- No
- Yes.

List all cases. If more than 1, attach a separate list

Debtor	<u>Overton's Inc.</u>	Relationship	_____	Affiliate	_____
District	<u>Minnesota</u>	When	<u>3/10/17</u>	Case number, if known	_____

Debtor Gander Mountain Company Case number (if known) \_\_\_\_\_  
Name

11. **Why is the case filed in this district?** *Check all that apply:*

- Debtor has had its domicile, 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.
- A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. **Does the debtor own or have possession of any real property or personal property that needs immediate attention?**

No  
 Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

**Why does the property need immediate attention?** *(Check all that apply.)*

- It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.  
 What is the hazard? \_\_\_\_\_
- It needs to be physically secured or protected from the weather.
- It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
- Other \_\_\_\_\_

**Where is the property?** \_\_\_\_\_  
Number, Street, City, State & ZIP Code

**Is the property insured?**

- No
- Yes. Insurance agency \_\_\_\_\_  
 Contact name \_\_\_\_\_  
 Phone \_\_\_\_\_

**Statistical and administrative information**

13. **Debtor's estimation of available funds** *Check one:*

- Funds will be available for distribution to unsecured creditors.
- After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. **Estimated number of creditors**

<input type="checkbox"/> 1-49	<input type="checkbox"/> 1,000-5,000	<input type="checkbox"/> 25,001-50,000
<input type="checkbox"/> 50-99	<input type="checkbox"/> 5001-10,000	<input type="checkbox"/> 50,001-100,000
<input type="checkbox"/> 100-199	<input checked="" type="checkbox"/> 10,001-25,000	<input type="checkbox"/> More than 100,000
<input type="checkbox"/> 200-999		

15. **Estimated Assets**

<input type="checkbox"/> \$0 - \$50,000	<input type="checkbox"/> \$1,000,001 - \$10 million	<input checked="" type="checkbox"/> \$500,000,001 - \$1 billion
<input type="checkbox"/> \$50,001 - \$100,000	<input type="checkbox"/> \$10,000,001 - \$50 million	<input type="checkbox"/> \$1,000,000,001 - \$10 billion
<input type="checkbox"/> \$100,001 - \$500,000	<input type="checkbox"/> \$50,000,001 - \$100 million	<input type="checkbox"/> \$10,000,000,001 - \$50 billion
<input type="checkbox"/> \$500,001 - \$1 million	<input type="checkbox"/> \$100,000,001 - \$500 million	<input type="checkbox"/> More than \$50 billion

16. **Estimated liabilities**

<input type="checkbox"/> \$0 - \$50,000	<input type="checkbox"/> \$1,000,001 - \$10 million	<input checked="" type="checkbox"/> \$500,000,001 - \$1 billion
<input type="checkbox"/> \$50,001 - \$100,000	<input type="checkbox"/> \$10,000,001 - \$50 million	<input type="checkbox"/> \$1,000,000,001 - \$10 billion
<input type="checkbox"/> \$100,001 - \$500,000	<input type="checkbox"/> \$50,000,001 - \$100 million	<input type="checkbox"/> \$10,000,000,001 - \$50 billion
<input type="checkbox"/> \$500,001 - \$1 million	<input type="checkbox"/> \$100,000,001 - \$500 million	<input type="checkbox"/> More than \$50 billion

Debtor Gander Mountain Company  
Name Case number (if known) \_\_\_\_\_

**Request for Relief, Declaration, and Signatures**

**WARNING** -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature of authorized representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.  
I have been authorized to file this petition on behalf of the debtor.  
I have examined the information in this petition and have a reasonable belief that the information is true and correct.  
I declare under penalty of perjury that the foregoing is true and correct.  
Executed on March 10, 2017  
MM / DD / YYYY

/s/ Timothy Becker  
Signature of authorized representative of debtor  
  
Executive VP of Lighthouse Management  
Title Group, Inc., as CRO

Timothy Becker  
Printed name

**18. Signature of attorney**

/s/ Clinton E. Cutler  
Signature of attorney for debtor

Date March 10, 2017  
MM / DD / YYYY

Clinton E. Cutler  
Printed name

Fredrikson & Byron, P.A.  
Firm name

200 S Sixth St, Ste 4000  
Minneapolis, MN 55402  
Number, Street, City, State & ZIP Code

Contact phone 612.492.7000 Email address \_\_\_\_\_

158094  
Bar number and State

GANDER MOUNTAIN COMPANY  
 LOCATION OF PRINCIPAL ASSETS OF BUSINESS DEBTOR:

Store Location	Address	City	State	Zip
111	6801 120th Ave	Kenosha	WI	53140
112	2440 E Moreland Blvd	Waukesha	WI	53186
113	6199 Metro Drive	De Forest	WI	53532
114	6440 Sculy drive	Eau Claire	WI	54701
115	1200 Crossing Meadow Drive	Onalaska	WI	54650
121	W 190 N10768 Commerce Cir	Germantown	WI	53022
122	6939 South 27th St	Franklin	WI	53132
126	1560 County Hwy XX	Rothschild	WI	54474
130	535 North Westhill B	Appleton	WI	54914
132	4308 County Rd J	Sheboygan	WI	53083
135	2323 Woodman Drive	Green Bay	WI	54303
142	2140 Edgewood Road S	Cedar Rapids	IA	52404
143	1215 Skylee Dr NE	Cedar Rapids	IA	(Store not opened yet)
145	3940 Elmore Ave	Davenport	IA	52807
152	315 West Pine	West Baraboo	WI	53913
155	2900 Deerfield Dr #8	Janesville	WI	53546
163	8757 Delta Market Dr	Lansing	MI	48917
164	373 N Willowbrook Rd Ste Y	Coldwater	MI	49036
165	5038 A Miller Rd	Flint Township	MI	48507
167	43825 West Oaks Dr	Novi	MI	48377
168	4655 Canal Ave	Grandville	MI	49418
169	3465 US Highway 41 W	Marquette	MI	49855
171	13975 Hall Rd	Utica	MI	48315
172	2890 Acquest Ave	Kentwood	MI	49512
174	2270 Tittabawassee Rd	Saginaw	MI	48604
175	14100 Pardee Rd	Taylor	MI	48180
176	5348 S Westnedge Ave	Portage	MI	49024
178	3500 Market Place Circle Suite B	Traverse City	MI	49684
179	4055 24th Ave	Fort Gratiot	MI	48053
185	1630 Southlake Mall	Merrillville	IN	46410
187	6043 Lima Rd	Fort Wayne	IN	46818
191	1320 Holland-Sylvani	Holland	OH	43528
192	5388 Westpointe Plaza	Columbus	OH	43228
193	8001 Old Troy Pike	Huber Heights	OH	45424
194	2644 Taylor Rd S	Reynoldsburg	OH	43068
195	4938 Portage St	North canton	OH	44720

<b>Store Location</b>	<b>Address</b>	<b>City</b>	<b>State</b>	<b>Zip</b>
196	2390 Niles Cortland Rd SE	Warren	OH	44484
200	2088 Interchange Rd, Millcreek Pavilion	Erie	PA	16565
201	4680 Old William Penn Hwy, Ste 100	Monroeville	PA	15146
202	1040 Town Square Dr	Greensburg	PA	15601
203	1500 W Chestnut St	Washington	PA	15301
204	2400 Market Place Blvd	Moon Township	PA	15108
206	4505 Century III Blvd	West Mifflin	PA	15122
208	600 Galleria Dr	Johnstown	PA	15904
210	955 Viewmont Dr	dickson city	PA	18519
211	100 Easton Rd	Warrington	PA	18976
215	1880 Loucks Rd	York	PA	17404
216	66 Mall Parkway	Pennsdale	PA	17756
220	3285 Black Gap Rd	Chambersburg	PA	17202
235	2410 N Salisbury Blvd	Salisbury	MD	21801
240	2700 Block of Mountaineer	Charleston	WV	25309
250	100 N Galleria Dr	Middletown	NY	10941
251	880 Young St	Tonawanda	NY	14150
253	5864 Carmencia Dr	Cicero	NY	13039
254	300 Jay Scutti Rd	Rochester	NY	14623
255	60 Smithfield Blvd, Champlain Ctr Mall	Plattsburgh	NY	12901
256	705 Frank Sottile Blvd	Kingston	NY	12401
257	8635 Clinton St	New Hartford	NY	13413
259	528 Harry L Drive	Johnson City	NY	13790
261	21182 Salmon Run Mall Loop W	Watertown	NY	13601
270	3600 Block S US Hwy 41	Terre Haute	IN	47802
271	5476 Indiana St	Evansville	IN	47715
272	5702 E 86th St	Indianapolis	IN	46250
273	1049 Emerson Ave	Greenwood	IN	46142
274	216 Gable Crossing Drive	Avon	IN	46123
275	2175 Barrett Drive	Greenfield	IN	46140
280	3068 McFarland Rd	Rockford	IL	61114
281	5114 Holiday Dr	Peoria	IL	61615
282	2371 Chuckwagon Dr	Springfield	IL	62711
283	2006 N. Prospect Ave	Champaign	IL	61822
284	2100 S Randall Rd	Geneva	IL	60134
285	1400 S. Randall Rd	Algonquin	IL	60102
286	2480 Blue Heron Drive	Marion	IL	62959
287	3301 Essington Rd	Joliet	IL	60435
288	1230 Central Park Drive	O'Fallon	IL	62269
290	751 Gravois Bluffs Boulevard	Fenton	MO	63026
291	18491 Outlet Blvd	Chesterfield	MO	63005
303	5244 Cobblestone Rd	Sheffield Village	OH	44035
304	9620 Diamond Centre	Mentor	OH	44060

Store Location	Address	City	State	Zip
305	2695 Creekside Dr	Twinsburg	OH	44087
308	1970 Jonesboro Rd	McDonough	GA	30523
309	361 Newnan Crossing Byp	Newnan	GA	30265
310	3418 Memorial Parkway NW	Huntsville	AL	35810
311	832 N. Westover Blvd	Albany	GA	31707
312	3325 McFarland Boulevard East	Tuscaloosa	AL	35405
313	5105 Montgovery Hwy	Dothan	AL	36303
314	540 E. Meighan Blvd	Gadsden	AL	35903
315	4501 Hardy Street Suite 100	Hattiesburg	MS	39402
316	145 Mason McKnight Jr Pkwy	Augusta	GA	30907
317	7765 Airport Blvd Ste 609	Mobile	AL	36608
318	2424 Eastern Blvd	Montgomery	AL	36117
320	11501 Parkside Dr	Knoxville	TN	37934
321	1523 Vann Drive	Jackson	TN	38305
322	5756 Highway 153 Suite F	Hixson	TN	37343
323	66 Belinda Parkway	Mt. Juliet	TN	37122
329	7800 Rivers Ave Ste 1500	North Charleston	SC	29406
330	1049 Glenforest Rd	Myrtle Beach	SC	29579
331	6101 Capital Blvd	Raleigh	NC	27616
332	13610 Hoover Creek Blvd	Charlotte	NC	28273
333	3704 E. Franklin Blvd	Gastonia	NC	28056
334	3151 W US Hwy 74	Monroe	NC	28110
335	1912 Skibo Rd	Fayetteville	NC	28303
336	2223 Vanstory St	Greensboro	NC	27403
337	236 Norman Station Blvd	Mooresville	NC	28117
339	1950 South Stratford Road	Winston-Salem	NC	27103
340	3708 Plank Rd	Fredericksburg	VA	22407
342	251 Commonwealth Ct	Winchester	VA	22602
343	8195 Gander Way	Roanoke	VA	24019
344	440 Gander Drive	Charlottesville	VA	22901
345	14011 Worth Ave	Woodbridge	VA	22192
350	3750 Flagg lane	Lake Mary	FL	32746
351	550 Prime Outlet Blvd	St Augustine	FL	32084
352	13075 City Square Dr	Jacksonville	FL	32218
353	100 Gander Way	West Palm Beach	FL	33403
354	3970 SW 3rd St #1010	Ocala	FL	34474
355	11655 W. Hillsborough Ave	Tampa	FL	33635
356	1220 Airport Blvd	Pensacola	FL	32504
367	3470 55th St NW	Rochester	MN	55901
368	20870 Rogers Drive	Rogers	MN	55374
370	605 S Wichita St	Wichita	KS	67202
372	8310 S. Olympia Ave. West	Tulsa	OK	74132
380	2121 43rd St SW	Fargo	ND	58104

<b>Store Location</b>	<b>Address</b>	<b>City</b>	<b>State</b>	<b>Zip</b>
390	3240 James Sanders Blvd	Paducah	KY	42001
391	725 Bluegrass Farms Blvd Suite 1	Bowling Green	KY	42104
397	12277 Dallas Pkwy	Frisco	TX	75034
398	2036 N. Zaragoza Road	El Paso	TX	79938
399	13441 Westheimer Road	Houston	TX	77082
400	3301 Corsican Crossings Blvd	Corsicana	TX	75110
401	10300 West Interstate 40	Amarillo	TX	79124
402	19820 Hempstead Rd	Houston	TX	77065
403	19302 Interstate 45	Spring	TX	77373
404	19890 SW Freeway	Sugar Land	TX	77479
406	8203 State Hwy 151	San Antonio	TX	78245
407	5855 Eastex Freeway	Beaumont	TX	77706
408	2725 HWY 75 N	Sherman	TX	75090
409	University & Hwy 30	Texarkana	TX	75503
410	151 Market Square Blvd	Tyler	TX	75703
411	2301 Earl Rudder Freeway South	College Station	TX	77845
412	4006 W Loop 289	Lubbock	TX	79407
413	3203 South I-35	Round Rock	TX	78664
414	723 Hebron Parkway	Lewisville	TX	75057
415	3777 Childress Avenue	Mesquite	TX	75150
416	6001 Quebec St	Fort Worth	TX	76135
417	459 E Interstate 20 Hwy	Arlington	TX	76018
418	2701 S Jack Kultgen Expy	Waco	TX	76711
419	701 E Central Texas Expressway	Killeen	TX	76541
421	9923 Grant St	Thornton	CO	80229
422	18420 Cottonwood Dr	Parker	CO	80138
425	2100 Village Market Place	Morrisville	NC	27560
426	278 Norman Drive	Valdosta	GA	31601
427	100 South Creasy Suite 1600	Lafayette	IN	47905
428	340 Seville Street	Florence	AL	35630
430	1640 Parker Way	Opelika	AL	36801
470	5450 Landers Rd	Sherwood	AR	72117
481	1940 Adams St	Mankato	MN	56001
483	16861 Kenyon Ave	Lakeville	MN	55044
484	1313 Paul Bunyon dr	Bemidji	MN	56601
485	14640 W Freeway Dr	Forest Lake	MN	55025
486	14275 Edgewood Dr Ste 100	Baxter	MN	56425
487	10650 Baltimore St NE	Blaine	MN	55434
488	10470 Hudson Rd	Woodbury	MN	55129
489	12160 Technology Dr	Eden Prairie	MN	55344
490	4275 Haines Rd	Hermantown	MN	55811
493	614 Second St S	Waite Park	MN	56387
962	700 South Council Dr	Lebanon	IN	46052



<b>Store Location</b>	<b>Address</b>	<b>City</b>	<b>State</b>	<b>Zip</b>
962	300 Purity Dr	Lebanon	IN	46052

60913849.1

Debtor name	Gander Mountain Company
United States Bankruptcy Court for the:	DISTRICT OF MINNESOTA
Case number (if known):	_____

Check if this is an amended filing

**Official Form 204**

**Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders** 12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Vista Outdoor Sales - Federal 1 Vista Way Anoka, MN 55303	Jim Hanus 1 Vista Way Anoka, MN 55303  Tel: (763) 323-2485 Fax: (800) 424-3291 E-mail: <a href="mailto:Jim.Hanus@VistaOutdoor.com">Jim.Hanus@VistaOutdoor.com</a>	Trade Payable				\$15,178,053.12
Pure Fishing 8141 County Road 127 Brainerd, MN 56401	Margo Whitener 8141 County Road 127 Brainerd, MN 56401  Tel: (803) 451-3571 Fax: (712) 336-4756 E-mail: <a href="mailto:mlwhitener@purefishing.com">mlwhitener@purefishing.com</a>	Trade Payable				\$4,546,216.79
Ellett Brothers Wh01 267 Columbia Avenue Chapin, SC 29036	Jay Montgomery 267 Columbia Avenue Chapin, SC 29036  Tel: (800) 845-3711 Fax: (803) 932-5102 Email: <a href="mailto:JayMontgomery@Ellett.com">JayMontgomery@Ellett.com</a>	Trade Payable				\$3,032,840.02
Sigarms Inc. 18 Industrial Drive Exeter, NH 03833	Stan Baumgarten 18 Industrial Drive Exeter, NH 03833  Tel: (603) 772-2302 Fax: (603) 772-9082 E-mail: <a href="mailto:Stan.baumgarten@sigsauer.com">Stan.baumgarten@sigsauer.com</a>	Trade Payable				\$2,864,981.17

Debtor Gander Mountain Company  
Name

Case number (if known) \_\_\_\_\_

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Remington Arms Co 870 Remington Drive Madison, NC 27025	Brandy Smith 870 Remington Drive Madison, NC 27025  Tel: (800) 243-9700 Fax: (336) 548-7821 E-mail: <a href="mailto:Brandy.Smith@remington.com">Brandy.Smith@remington.com</a>	Trade Payable				\$2,624,106.32
Starcom Worldwide, Inc. 12076 Collection Center Dr Chicago, IL 60693	Jens Welin 12076 Collection Center Dr Chicago, IL 60693  Tel: (312) 342-3198 E-mail: <a href="mailto:Jens.welin@starcomww.com">Jens.welin@starcomww.com</a>	Trade Payable				\$2,244,233.46
Vortex Optics 2120 W Greenview Dr Middleton, WI 53562	Tom Leatherberry 2120 W Greenview Dr Middleton, WI 53562  Tel: (608) 662-1061 Fax: (608) 662-7454 E-mail: <a href="mailto:tleatherberry@vortexoptics.com">tleatherberry@vortexoptics.com</a>	Trade Payable				\$2,121,449.93
Liberty Safe & Security 1199 W Utah Ave Payson, UT 84057	Kim Waddoups 1199 W Utah Ave Payson, UT 84057  Tel: (800) 247-5625 Fax: (801) 465-2712 E-mail: <a href="mailto:kim.waddoups@libertysafe.com">kim.waddoups@libertysafe.com</a>	Trade Payable				\$2,013,223.00
Bill Hicks & Co Ltd 15155 23rd Ave North Minneapolis, MN 55447	Lanny Smaagard 15155 23rd Ave North Minneapolis, MN 55447  Tel: (763) 476-6200 Fax: (763) 476-0676 E-mail: <a href="mailto:lanny.smaagard@billhicksco.com">lanny.smaagard@billhicksco.com</a>	Trade Payable				\$1,691,969.49
5.11 Inc 4300 Spyres Way Modesto, CA 95356	Peter Novak 4300 Spyres Way Modesto, CA 95356  Tel: (800) 451-1726 Fax: (209) 527-1511 E-mail: <a href="mailto:lanny.smaagard@billhicksco.com">lanny.smaagard@billhicksco.com</a>	Trade Payable				\$1,495,017.67

Debtor Gander Mountain Company  
Name

Case number (if known) \_\_\_\_\_

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Sports South Inc 1039 Kay Lane Shreveport, LA 71115	Tripper Dickson 1039 Kay Lane Shreveport, LA 71115  Tel: (318) 759-0721 Fax: (262) 246-7257 E-mail: <a href="mailto:tripper.dickson@sportssouth.biz">tripper.dickson@sportssouth.biz</a>	Trade Payable				\$1,411,122.07
Benelli Usa Corp 17603 Indian Head Hwy Accokeek, MD 20607	Karen Cushman 17603 Indian Head Hwy Accokeek, MD 20607  Tel: (301) 283-6981 x123 Fax: (301) 283-6988 E-mail: <a href="mailto:karenc@benelliusa.com">karenc@benelliusa.com</a>	Trade Payable				\$1,218,152.58
Smith & Wesson Po Box 95000-3890 Philadelphia, PA 19195-0001	Deana McPherson Po Box 95000-3890 Philadelphia, PA 19195-0001  Tel: 413-747-3231 E-mail: <a href="mailto:dmcpherson@aob.com">dmcpherson@aob.com</a>	Trade Payable				\$1,203,122.73
Under Armour 1020 Hull St Tide Point HQ Baltimore, MD 21230	Patrick Parnin 1020 Hull St Tide Point Hq Baltimore, MD 21230  Tel: (410) 246-5822 Fax: (888) 927-6687 E-mail: <a href="mailto:pparnin@underarmour.com">pparnin@underarmour.com</a>	Trade Payable				\$1,072,121.50
Magpul Industries Corp 400 Young Ct Unit 1 Erie, CO 80516	Magpul Industries Corp 400 Young Ct Unit 1 Erie, CO 80516  Tel: (303) 828-3460 #148 E-mail: <a href="mailto:jgleason@magpul.com">jgleason@magpul.com</a>	Trade Payable				\$1,028,753.72
Normark 10395 Yellow Circle Dr Minnetonka, MN 55343	Travis Tuma 10395 Yellow Circle Dr Minnetonka, MN 55343  Tel: (952) 933-7060 Fax: (212) 318-9608 E-mail: <a href="mailto:ttuma@rapalausea.com">ttuma@rapalausea.com</a>	Trade Payable				\$979,864.55

Debtor Gander Mountain Company  
Name

Case number (if known) \_\_\_\_\_

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
National Retail Properties LP 10395 Yellow Circle Dr Suite 900 Orlando, FL 32801	Kim Cranford 10395 Yellow Circle Dr Suite 900 Orlando, FL 32801  Tel: (407) 650-1155 Fax: (321) 206-7003 E-mail: <a href="mailto:kimberlie.cranford@nnnreit.com">kimberlie.cranford@nnnreit.com</a>	Rent				\$952,252.87
Hydro Flask 561 NW York Dr Bend, OR 97703	Claudine Nadeau 561 NW York Dr Bend, OR 97703  Tel: (888) 584-9376 Fax: (888) 276-0851 E-mail: <a href="mailto:Claudine@hydroflask.com">Claudine@hydroflask.com</a>	Trade Payable				\$871,132.32
Carhartt Inc. Po Box 856843 Minneapolis, MN 55485	Robert Hanus Po Box 856843 Minneapolis, MN 55485  Tel: (313) 749-6716 Fax: (616) 874-2133 E-mail: <a href="mailto:rhanus@carhartt.com">rhanus@carhartt.com</a>	Trade Payable				\$855,696.11
Red Wing Brands Of America 314 Main Street Red Wing, MN 55066	Julie Carlson 314 Main Street Red Wing, MN 55066  Tel: 651-385-1215 Fax: (651) 385-0897 E-mail: <a href="mailto:julie.carlson@redwingshoes.com">julie.carlson@redwingshoes.com</a>	Trade Payable				\$819,707.82

\* Due to the overlapping nature of this debtor and debtor Overton's, Inc., this is a consolidated list of both debtors' largest unsecured creditors. See Notice of Hearing and Motion for Order Granting Expedited Relief and Authorizing Joint Administration of Cases, filed contemporaneously herewith.

United States Bankruptcy Court District of Minnesota

In re Gander Mountain Company

Debtor(s)

Case No. Chapter

11

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with rule 1007(a)(3) for filing in this Chapter 11 Case

Table with 4 columns: Name and last known address or place of business of holder, Security Class, Number of Securities, Kind of Interest. Rows include Allison Pratt 1992 GRAT Trust, GMTN Capital Partners, LLC, Gratco, LLC, Holiday Companies, Holiday/Gmtn Family, LLC, and Jeffrey Pratt 1992 GRAT Trust.

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Executive VP of Lighthouse Management Group, Inc., as CRO of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date March 10, 2017

Signature /s/ Timothy Becker Timothy Becker

Penalty for making a false statement of concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both. 18 U.S.C. §§ 152 and 3571.

**United States Bankruptcy Court  
District of Minnesota**

In re Gander Mountain Company Debtor(s) Case No. \_\_\_\_\_  
Chapter 11

**CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)**

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for Gander Mountain Company in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

GMTN Capital Partners, LLC  
180 East Fifth Street, Suite 1  
Attn: Eric Jacobson  
Saint Paul, MN 55101

Gratco, LLC  
Rex Realty  
7701 Forsyth Suite 1125  
Saint Louis, MO 63105

Holiday Companies  
4567 American Boulevard West  
Bloomington, MN 55437

None [*Check if applicable*]

March 10, 2017

Date

/s/ Clinton E. Cutler

Clinton E. Cutler 158094

Signature of Attorney or Litigant  
Counsel for Gander Mountain Company

Fredrikson & Byron, P.A.

200 S Sixth St, Ste 4000

Minneapolis, MN 55402

612.492.7000 Fax:612.492.7077