

DECLARATION OF LARRY W. POTTERFIELD

I, Larry W. Potterfield, declare as follows:

1. I am the Chief Executive Officer of Midway Arms, Inc. (dba Midway USA), Inc., a Missouri corporation that sells and ships a variety of ammunition suitable for use in both handguns and rifles directly to California residents.

2. As Chief Executive Officer, I am responsible for determining the policies and operating procedures of Midway Arms, Inc. (dba Midway USA). In doing so, I am responsible for ensuring compliance with all applicable laws in the locations from which, and to which, Midway Arms, Inc. (dba Midway USA), Inc. ships ammunition, including California Penal Code sections 12060, 12061, and 12318.

3. I do not know what ammunition is "handgun ammunition" and thus subject to California Penal Code sections 12060, 12061, and 12318.

4. I do not know what ammunition is principally for use in a handgun. Nor do I know of any source from which I could determine what ammunition suitable for use in both rifles and handguns is principally for use in a handgun, and which is not principally for use in a handgun.

5. I also do not know which ammunition is exempt from California Penal Code sections 12060, 12061, and 12318 as ammunition "designed and intended to be used in 'antique firearms'" manufactured before 1898, because many cartridges of ammunition used in firearms manufactured before 1898 are also used in firearms manufactured after 1898, including cartridges sold by Midway Arms, Inc. (dba Midway USA), Inc.

6. Ammunition sales to California usually account for a significant portion of the profit made by Midway Arms, Inc. (dba Midway USA), Inc. For that reason, I would like to continue selling ammunition to California residents, even if the provisions of California Penal Code sections 12061 and 12318 set to take effect on February 1, 2011 do in fact take effect; but I do not know what ammunition I will be able to ship into California, because I do not know what ammunition is "handgun ammunition" under California Penal Code sections 12060, 12061, and 12318.

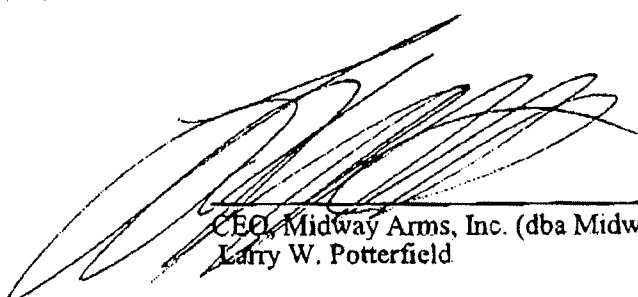
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1 7. Because I do not know what "handgun ammunition" is under California Penal
2 Code sections 12060, 12061, and 12318, Midway Arms, Inc. (dba Midway USA), Inc. will cease
3 shipping all ammunition to non-exempt California customers beginning February 1, 2011 to avoid
4 risking criminal prosecution under California Penal Code section 12318.

5 8. Midway Arms, Inc.'s (dba Midway USA) new policy to cease shipments of all
6 ammunition to California beginning February 1, 2011, is printed in its most recent sales catalog.
7 A true and accurate copy of a page from the most recent Midway Arms, Inc. (dba Midway USA),
8 Inc. sales catalog that includes Midway Arms, Inc. (dba Midway USA), Inc.'s new policy is
9 attached hereto as Exhibit "50."

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11 I declare under penalty of perjury under the laws of the State of California that the
12 foregoing is true and correct.

13 Dated: November 30, 2010

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16 CEO, Midway Arms, Inc. (dba Midway USA)
17 Larry W. Potterfield
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1 PROOF OF SERVICE

2 STATE OF CALIFORNIA

3 COUNTY OF FRESNO

4 I, Claudia Ayala, am employed in the City of Long Beach, Los Angeles County,
5 California. I am over the age eighteen (18) years and am not a party to the within action. My
business address is 180 East Ocean Blvd., Suite 200, Long Beach, California 90802.

6 On December 6, 2010, I served the foregoing document(s) described as

7 **DECLARATION OF LARRY W. POTTERFIELD, CEO MIDWAY ARMS INC.**
8 **(dba MIDWAY USA IN SUPPORT OF MOTION FOR SUMMARY JUDGMENT**
OR IN THE ALTERNATIVE FOR SUMMARY ADJUDICATION AND TRIAL

9 on the interested parties in this action by placing

10 ☐ the original

☒ a true and correct copy

thereof enclosed in sealed envelope(s) addressed as follows:

11 Edmund G. Brown, Jr.
12 Attorney General of California
Zackery P. Morazzini
13 Supervising Deputy Attorney General
Peter A. Krause
14 Deputy Attorney General (185098)
1300 I Street, Suite 125
15 P.O. Box 944255
Sacramento, CA 94244-2550

16 — (BY MAIL) As follows: I am "readily familiar" with the firm's practice of collection and
17 processing correspondence for mailing. Under the practice it would be deposited with the
18 U.S. Postal Service on that same day with postage thereon fully prepaid at Long Beach,
California, in the ordinary course of business. I am aware that on motion of the party
19 served, service is presumed invalid if postal cancellation date is more than one day after
date of deposit for mailing an affidavit.

Executed on December 6, 2010, at Long Beach, California.

20 — (PERSONAL SERVICE) I caused such envelope to delivered by hand to the offices of the
21 addressee.

Executed on December 6, 2010, at Long Beach, California.

22 X (VIA OVERNIGHT MAIL) As follows: I am "readily familiar" with the firm's practice of
23 collection and processing correspondence for overnight delivery by UPS/FED-EX. Under
the practice it would be deposited with a facility regularly maintained by UPS/FED-EX for
24 receipt on the same day in the ordinary course of business. Such envelope was sealed and
placed for collection and delivery by UPS/FED-EX with delivery fees paid or provided for
25 in accordance with ordinary business practices.

Executed on December 6, 2010, at Long Beach California.

26 X (STATE) I declare under penalty of perjury under the laws of the State of California that
27 the foregoing is true and correct.

28 
CLAUDIA AYALA