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BRASS EAGLE INC

Form 5

February 14, 2002

Form 5

UNITED STATES SECURITIES AND
EXCHANGE COMMISSION

Washington, DC 20549

OMB

APPROVAL

OMB NUMBER:

3235-0362

Expires:

PENDING

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response...1.0

// Check box if
no longer
subject to
Section 16,
Form 4 or
Form 5
obligations
may
continue. See
Instruction
1(b).

// Form 3
Holdings
Reported
Filed pursuant to Section 16(a) of the
Securities Exchange Act of 1934, section
17(a) of the Public Utility Holding
Company Act of 1935 or Section 30(f) of
the Investment Company Act of 1940

// Form 4
Transactions
Reported

1. Name and
Address of
Reporting
Person *

2. Issuer Name and Ticker or Trading
Symbol

Brass Eagle Inc. (XTRM)

Dowd,
Anthony J.

6. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

X

Director _____ 10%
Owner

(Last)
(First)
(Middle)

3. I. R. S.

Identification

Number of Reporting

4. Statement for
Month/Year

Officer (give title
below) _____ Other (specify
below)

Person, if an entity
(Voluntary)

2001

10 Old
Tavern
Road
(Street)

5. If Amendment,
Date of
Original
(Month/Year)

7. Individual or Joint/Group
Reporting

(check applicable line)

Newton, CT
06470

(City)
(State) (Zip)

X

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Form Filed by one Reporting
Person

—

Form Filed by More than One
Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Security	2. Trans-action Date (Month/Day/Year)	3. Trans-action Code (Instr.8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned at the end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Owner-ship Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Beneficial O (Instr.4)
			Amount	(A) or (D)	Price	
gle Inc. Stock	1/08/01	A	262	A	*	
	4/09/01	A	238	A	*	
	7/06/01	A	217	A	*	
	10/02/01	A	359	A	*	D
					3,589	I
					3,674,474	

* Given to reporting person as compensation for serving on Board of Directors.

* If the form is filed by more than one reporting person, see instruction 4(b)(v).

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts calls warrants options, convertible securities)

Conver- sion	3. Trans- action Date (Month/ Day/Year)	4. Trans- action Code (Instr.8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr.5)	9. Number of Derivative Securities Beneficially Owned at End of Year (Instr. 4)	10. Ownership Derivative Security: Direct (D) or Indirect (I) (Instr.4)
			(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Explanation of Responses:

/s/ Anthony J. Dowd

2/13/02

** Signature of Reporting Person

Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed.

If space provided is insufficient, see Instruction 6 for procedure.