

Form PTO-1594 (rev 3/1)	RECORDATION FORM COVER SHEET TRADEMARKS ONLY	U. S. Department of Commerce Patent and Trademark Office						
To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.								
1. Name of conveying party(ies): New Orleans Louisiana Saints, L.L.C. <input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation <input checked="" type="checkbox"/> Other – Texas Limited Liability Company Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	2. Name and Address of receiving party(ies) Bank of America, N.A. Bank of America Corporate Center 100 North Tryon Street Charlotte, North Carolina 28255 <input type="checkbox"/> Individual(s) citizenship <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation <input checked="" type="checkbox"/> Other – National Banking Association <small>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</small>							
3. Nature of conveyance: <input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input checked="" type="checkbox"/> Other – Notice of Grant of Security Interest in Trademarks and Copyrights Execution Date: April 7, 2004								
4. Application number(s) or registration number(s): A. Trademark Application No(s). Please see attached	B. Trademark Registration No(s). Please see attached							
Additional numbers attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No								
5. Name and address of party to whom correspondence concerning document should be mailed: Kenneth A. Rubenstein, Esq. SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP Four Times Square New York, New York 10036	6. Total number of applications/registrations involved: <u>11</u>							
	7. Total fee (37 CFR 3.41) \$290 <input checked="" type="checkbox"/> All fees and any deficiencies are authorized to be charged to Deposit Account (Our Ref. 401530/215)							
	8. Deposit Account No. 19-2385							
DO NOT USE THIS SPACE								
9. Statement and signature. <i>To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.</i> <table style="width:100%; border: none;"> <tr> <td style="width:33%; border-bottom: 1px solid black; text-align: center;">Kenneth A. Rubenstein</td> <td style="width:33%; border-bottom: 1px solid black; text-align: center;"></td> <td style="width:33%; border-bottom: 1px solid black; text-align: center;">May 6, 2004</td> </tr> <tr> <td style="text-align: center;">Name</td> <td style="text-align: center;">Signature</td> <td style="text-align: center;">Date</td> </tr> </table>			Kenneth A. Rubenstein		May 6, 2004	Name	Signature	Date
Kenneth A. Rubenstein		May 6, 2004						
Name	Signature	Date						
Total number of pages including cover sheet, attachments, and document: 8								

CH \$290.00 192386 76415661

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CONTINUATION OF ITEM 4. Trademark Application and Registration Numbers

A. Trademark Application No(s).	B. Trademark Registration No(s).
76415561	1534701
	1534702
	1854605
	992210
	992211
	1887084
	844767
	1079540
	850006
	850007

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS AND COPYRIGHTS

United States Patent and Trademark Office
United States Copyright Office

Ladies and Gentlemen:

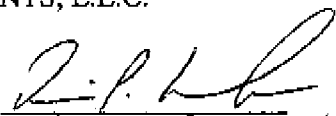
Please be advised that pursuant to a Security Agreement, dated as of April 7, 2004 (as such Security Agreement may be amended, modified, supplemented or restated, the "Security Agreement"), by and among NEW ORLEANS LOUISIANA SAINTS, L.L.C., a Texas limited liability company (the "Borrower"), and Bank of America, N.A., acting as collateral agent for the Secured Parties (as defined in the Security Agreement) (in its capacity as collateral agent hereunder and any successor in such capacity being hereinafter referred to as the "Collateral Agent") the Borrower has granted to the Collateral Agent for the ratable benefit of the Secured Parties a security interest in, and right of setoff against and has acknowledged and agreed that the Collateral Agent (and with respect to rights of setoff, each of the Secured Parties) has and shall continue to have, for the ratable benefit of the Secured Parties, a continuing security interest in and right of setoff against any and all right, title and interest of the Borrower, whether now existing or hereafter acquired or arising, in and to the Trademarks and Trade Names and Copyrights (each as defined in the Security Agreement), including, without limitation, the trademark, service mark and copyright registrations and applications shown on the attached Schedule A hereto.

The security interest in and to and right of setoff against the Trademarks and Trade Names and Copyrights, including, without limitation, the trademark, service mark and copyright registrations and applications set forth on Schedule A, is granted in accordance with the terms and conditions of the Security Agreement and can be terminated only in accordance with the terms of the Security Agreement.

Mark	Reg. No./ (App. No.)	Reg. Date/ (App. Date)	Record Owner(S)
Design Only	TMA256,893	3/13/1981	New Orleans Saints (LP)
SAINTS and Design	TMA256,894	3/13/1981	New Orleans Saints (LP)
SAINTS and Design	TMA256,895	3/13/1981	New Orleans Saints (LP)
NEW ORLEANS SAINTS	TMA256,887	3/13/1981	New Orleans Saints (LP)
FLEUR DE LYS & Helmet; De- sign	TMA281,088	7/8/1983	New Orleans Saints (Louisiana LP)
Design Only	TMA554,576	11/28/2001	New Orleans Saints (LP)

Very truly yours,

NEW ORLEANS LOUISIANA
SAINTS, L.L.C.

By: 
Name: Dennis P. Lausche
Title: VP/CEO

Acknowledged and Accepted:

Bank of America, N.A.,
as Collateral Agent

By: _____
Name: _____
Title: _____

STATE OF LOUISIANA

PARISH OF JEFFERSON

I, Vicky Gerl Neumeyer, a Notary Public of the Parish and State aforesaid, certify that Dennis Lauscha, personally came before me this day and acknowledged that he is VP/CFO of New Orleans Louisiana Saints, L.L.C. and that by authority duly given and as the act of the limited liability company, the foregoing Notice of Grant of Security Interest in Trademarks and Copyrights was signed by him in its name as New Orleans Louisiana Saints, L.L.C.

WITNESS my hand and official stamp or seal, this 6~~th~~ day of April 2004.


Notary Public

My Commission Expires on my death.

Very truly yours,

NEW ORLEANS LOUISIANA
SAINTS, L.L.C.

By: _____
Name: _____
Title: _____

Acknowledged and Accepted:

Bank of America, N.A.,
as Collateral Agent

By: 
Name: Wm. Elliott McCabe
Title: Managing Director

Schedule A
United States, State and Canadian Trademark
Registrations and Applications for
New Orleans Louisiana Saints, L.L.C.

U.S. Federal Registrations

Mark	Reg. No./ (App. No.)	Reg. Date/ (App. Date)
7 and Design	1,534,701	4/11/89
7 and Design	1,534,702	4/11/89
DESIGN ONLY	1,854,605	9/20/94
DESIGN ONLY	992,210	8/27/74
DESIGN ONLY	992,211	8/27/74
NEW ORLEANS SAINTS	1,887,084	4/4/95
NEW ORLEANS SAINTS	844,767	2/20/68
SAINTS (Stylized Letters)	1,079,540	12/13/77
SAINTS and Design	850,006	5/28/68
SAINTS and Design	850,007	5/28/68
SAINTSATIONS	(76-415,561)	(6/4/02)

U.S. State Registrations

Mark	State	Reg. No.	Reg. Date
Design Only	Louisiana	330,136	2/3/1975
NEW ORLEANS SAINTS	Louisiana	330,135	2/3/1975
SAINTS and Design	Louisiana	44-2280 (renewal)	11/29/1976
SAINTS and Design	Louisiana	44-2279 (renewal)	11/29/1976
THE SAINTSATIONS	Louisiana	(not available)	5/11/1988
WHO DAT	Louisiana	(not available)	4/8/1988
WHO DAT! and Design	Louisiana	(not available)	5/11/1988
Design Only	Texas	47,669	8/20/1987
NEW ORLEANS SAINTS	Texas	47,931	8/21/1987
SAINTS and Design	Texas	47,932	8/21/1987
SAINTS Stylized Letters	Texas	47,933	8/21/1987