

Form PTO-1594  
(rev 06/04)

### RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U. S. Department of Commerce  
Patent and Trademark Office

To the Director of the U.S. Patent and Trademark Office: Please record the attached documents or the new address(es) below:

**1. Name of conveying party(ies)/Execution Date(s):**

Pro-Football, Inc.

- Individual(s)
- General Partnership
- Corporation
- Other

Citizenship Maryland

Execution Date(s) November 5, 2004

Additional name(s) of conveying party(ies) attached?  Yes  No

**2. Name and Address of receiving party(ies)**

Additional name(s) & address(es) attached?  Yes  No

Name: Bank of America, N.A.

Internal Address: 100 North Tryon Street

Street Address: \_\_\_\_\_

City: Charlotte

State: North Carolina

Country: USA Zip: 28255

Association - Citizenship \_\_\_\_\_

General Partnership - Citizenship \_\_\_\_\_

Limited Partnership - Citizenship \_\_\_\_\_

Corporation - Citizenship \_\_\_\_\_

Other National Banking Association

Citizenship \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached  Yes  No.

**3. Nature of conveyance:**

- Assignment
- Security Agreement
- Government Interest Assignment
- Other: **Notice of Grant of Security Interest in Trademarks and Copyrights**

Merger

Change of Name

**4. Application number(s) or registration number(s):**

A. Trademark Application No(s).

76499626      76499625      76385985  
 76316640      76228476      75882258  
 75771166      75042104      75042057  
 75042056

B. Trademark Registration No(s).

Additional numbers attached?  Yes  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  
 Tel: (212) 735-4188  
 Fax: (917) 777-4188  
 krubenst@skadden.com

**6. Total number of applications and registrations involved:**

10

**7. Total fee (37 CFR 1.21(h) and 3.41) \$ 265**

All fees and any deficiencies are authorized to be charged to Deposit Account (Our Ref. 401530/269)

**8. Payment Information**

Deposit Account No. 19-2385

Authorized user Name: Faith C. Robinson

**9. Signature.**

Signature

November 23, 2004

Date

Kenneth A. Rubenstein, Esq.

Name of Person Signing

Total number of pages including cover sheet, and documents:

6

CH \$266.00 192385 76499626

NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS AND COPYRIGHTS

United States Patent and Trademark Office  
United States Copyright Office

Ladies and Gentlemen:

WHEREAS, pursuant to a Security Agreement (the "Original Agreement"), dated as of October 16, 2002 by and between Pro-Football, Inc., a Maryland corporation (the "Assignor") and Bank of America, N.A., acting as collateral agent for the Secured Parties (each defined in the Original Agreement) (in its capacity as collateral agent hereunder and any successor in such capacity being hereinafter referred to as the "Assignee"), the Assignor has assigned and granted to the Assignee for the ratable benefit of the Secured Parties a continuing security interest in and to, and right of set off against, the trademarks and service marks, trademark and service mark registrations applications, copyrights, and copyright registrations and applications shown on the attached Schedule A hereto;

WHEREAS, the Original Agreement was amended and restated pursuant to an Amended and Restated Security Agreement, dated as of November 5, 2004 by and between the Assignor and the Assignee (the "Amended and Restated Agreement"; together with the Original Agreement and as further amended, restated or supplemented, the "Security Agreement"), wherein the Assignor granted (and confirmed and reaffirmed its grant under the Original Agreement) to the Assignee for the ratable benefit of the Secured Parties a security interest in and a right of setoff against, and acknowledged and agreed that the Assignee (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 a right of setoff against any and all right, title and interest of the Assignor, whether now existing or hereafter acquired or arising, in and to the Trademarks, Trade Names and Copyrights (each as defined in the Amended and Restated Agreement).

NOW THEREFORE, please be advised that:

1) Pursuant to the Security Agreement, the Assignor has granted (and confirmed and reaffirmed its grant under the Original Agreement) to the Assignee for

Very truly yours,

PRO-FOOTBALL, INC.

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_


Acknowledged and Accepted:

BANK OF AMERICA, N.A.  
as Collateral Agent

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

Very truly yours,

PRO-FOOTBALL, INC.

By:   
Name: Jay Sloan  
Title: CEO

Acknowledged and Accepted:

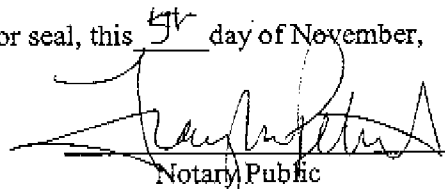
BANK OF AMERICA, N.A.  
as Collateral Agent

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

STATE OF Virginia  
COUNTY OF Lowndes

I, Tracy Pettit, a Notary Public of the County and State aforesaid, certify that JAYSIAN, personally came before me this day and acknowledged that (s)he is CFO of Pro-Football, Inc., a Maryland corporation, and that by authority duly given and as the act of the corporation, the foregoing instrument was signed by him/her in its name as

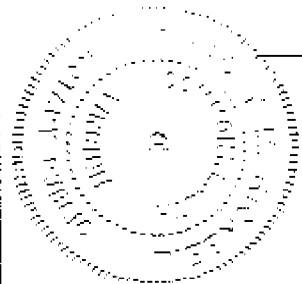
WITNESS my hand and official stamp or seal, this 5<sup>th</sup> day of November, 2004.

  
Notary Public

My Commission Expires:

My Commission Expires July **31, 2006**

\_\_\_\_\_  
(Notary Seal)



Commissioned as  
Tracy M. Rickard

**SCHEDULE A****III. FEDERAL REGISTRATIONS**

<b>TRADEMARK/SERVICE MARK</b>	<b>REG. / APP. NO.</b>	<b>REG. / APP. DATE</b>
FIRST LADIES OF FOOTBALL DESIGN ONLY	(76-499,626) (76-499,625)	(March 21, 2003) (March 21, 2003)
WASHINGTON REDSKINS 70TH ANNIVERSARY EST. 1932 LIMITED EDITION and Design	(76-385,985)	(March 21, 2002)
FIRST LADIES OF FOOTBALL	(76-316,640)	(September 24, 2001)
WASHINGTON REDSKINS CHEERLEADERS R and Design	(76-228,476)	(March 22, 2001)
SKINS	(75-882,258)	(December 28, 1999)
REDSKINS BROADCAST NETWORK R and Design	(75-771,166)	(August 9, 1999)
REDSKINS PIGSKINS	(75-042,104)	(January 11, 1996)
REDSKINS FANATICS	(75-042,057)	(January 11, 1996)
REDSKINS ROOTERS	(75-042,056)	(January 11, 1996)