

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Football Northwest LLC		04/08/2010	LIMITED LIABILITY COMPANY: WASHINGTON

**RECEIVING PARTY DATA**

Name:	Bank of America, N.A.
Street Address:	100 NORTH TRYON STREET
Internal Address:	BANK OF AMERICA CORPORATE CENTER
City:	Charlotte
State/Country:	NORTH CAROLINA
Postal Code:	28255
Entity Type:	National Association:

**PROPERTY NUMBERS Total: 26**

Property Type	Number	Word Mark
Registration Number:	2375925	00
Registration Number:	1228993	7
Registration Number:	3304717	12
Registration Number:	3300096	12
Registration Number:	3633279	12
Registration Number:	2378690	BLITZ
Registration Number:	3540842	BRING ON THE 12
Registration Number:	2939172	
Registration Number:	2778387	
Registration Number:	2719990	
Registration Number:	2778386	
Registration Number:	2719989	
Registration Number:	1817892	

CH \$665.00 2375925

Registration Number:	1065459	
Registration Number:	3201570	
Registration Number:	1194116	SEA GALS
Registration Number:	1064675	SEAHAWKS
Registration Number:	3201573	SEAHAWKS
Registration Number:	2453560	SEAHAWKS ACADEMY
Registration Number:	1908395	SEATTLE SEAHAWKS
Registration Number:	1065460	SEATTLE SEAHAWKS
Registration Number:	2999626	SEATTLE SEAHAWKS
Registration Number:	3201572	SEATTLE SEAHAWKS
Registration Number:	2909801	SEATTLE SEAHAWKS ALUMNI
Registration Number:	3341813	SPIRIT OF 12
Registration Number:	3413381	SPIRIT OF 12

**CORRESPONDENCE DATA**

Fax Number: (917)777-4104  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
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Email: kellie.weilbrenner@skadden.com  
Correspondent Name: Skadden, Arps, Slate, Meagher & Flom LLP  
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Address Line 2: Attn: Matthew Fagin, Esq.  
Address Line 4: New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER:	401530/0374
NAME OF SUBMITTER:	Matthew Fagin
Signature:	/Matthew Fagin/
Date:	04/28/2010

Total Attachments: 6  
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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 an Amended and Restated Security Agreement, dated as of April 8, 2010, (as such Amended and Restated Security Agreement may be amended, modified, supplemented or restated, the "*Security Agreement*"), by and between Football Northwest LLC, a Washington 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.

Notwithstanding the foregoing, no security interest shall be granted or attach hereunder with respect to any Trademark or Trade Name applications filed in the United States Patent and Trademark Office on the basis of the Borrower's intent to use any such Trademark or Trade Name pursuant to U.S.C. § 1051 Section 1(b), unless and until such Trademark or Trade Name is used in interstate commerce, at which point the security interest granted hereunder shall attach to such application; *provided*, that, the foregoing exclusion shall apply only to the extent that granting a lien in such application prior to such use would adversely affect the enforceability or validity of such application.

Very truly yours,

FOOTBALL NORTHWEST LLC

By: William McGrath  
Name: **William L. McGrath**  
Title: **Vice President**

Acknowledged and Accepted:

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

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

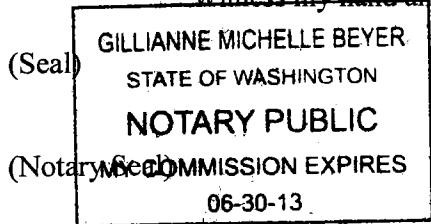
[Notice of IP Grant]

STATE OF WASHINGTON )  
 ) SS  
COUNTY OF KING )

On APRIL 1, 2010 before me, GILLIANNE MICHELLE BEYER  
Notary Public, personally appeared WILLIAM L. MCGRATH, who  
proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to  
the within instrument and acknowledged to me that he executed the same in his authorized  
capacity, and that by his signature on the instrument the person, or the entity upon behalf of  
which the person acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of Washington  
that the foregoing paragraph is true and correct.

Witness my hand and official seal.



Signature Gillianne Michelle Beyer


Very truly yours,

FOOTBALL NORTHWEST LLC

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

Acknowledged and Accepted:

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

By:   
Name: Stephen Noel  
Title: Vice President

[Notice of IP Grant]

**SCHEDULE A**

**UNITED STATES TRADEMARK  
REGISTRATIONS AND APPLICATIONS FOR  
Football Northwest LLC**

I. UNITED STATES TRADEMARK REGISTRATIONS AND APPLICATIONS

<b>Jurisdiction</b>	<b>Trademark</b>	<b>Reg. No.</b>	<b>Reg. Date</b>	<b>Record Owner</b>
U.S.	00 and Design	2,375,925	8/8/2000	Football Northwest LLC
U.S.	7 and Design [Seahawk Uniform Design (Away)]	1,228,993	3/1/1983	Football Northwest LLC
U.S.	12 and Design	3,304,717	10/2/2007	Football Northwest LLC
U.S.	12 and Design	3,300,096	9/25/2007	Football Northwest LLC
U.S.	12 and Design	3,633,279	6/2/2009	Football Northwest LLC
U.S.	BLITZ	2,378,690	8/22/2000	Football Northwest LLC
U.S.	BRING ON THE 12	3,540,842	12/2/2008	Football Northwest LLC
U.S.	DESIGN ONLY	2,939,172	4/12/2005	Football Northwest LLC
U.S.	DESIGN ONLY	2,778,387	10/28/2003	Football Northwest LLC
U.S.	DESIGN ONLY	2,719,990	5/27/2003	Football Northwest LLC
U.S.	DESIGN ONLY	2,778,386	10/28/2003	Football Northwest LLC
U.S.	DESIGN ONLY	2,719,989	5/27/2003	Football Northwest LLC
U.S.	DESIGN ONLY [Seahawk Helmet Design]	1,817,892	1/25/1994	Football Northwest LLC
U.S.	DESIGN ONLY [Seahawk Helmet Design]	1,065,459	5/10/1977	Football Northwest LLC
U.S.	DESIGN ONLY	3,201,570	1/23/2007	Football Northwest LLC
U.S.	SEA GALS	1,194,116	4/20/1982	Football Northwest LLC
U.S.	SEAHAWKS	1,064,675	4/26/1977	Football Northwest LLC
U.S.	SEAHAWKS	3,201,573	1/23/2007	Football Northwest LLC
U.S.	SEAHAWKS ACADEMY	2,453,560	5/22/2001	Football Northwest LLC
U.S.	SEATTLE SEAHAWKS	1,908,395	8/1/1995	Football Northwest LLC
U.S.	SEATTLE SEAHAWKS	1,065,460	5/10/1977	Football Northwest LLC
U.S.	SEATTLE SEAHAWKS	2,999,626	9/27/2005	Football Northwest LLC
U.S.	SEATTLE SEAHAWKS	3,201,572	1/23/2007	Football Northwest LLC

<b>Jurisdiction</b>	<b>Trademark</b>	<b>Reg. No.</b>	<b>Reg. Date</b>	<b>Record Owner</b>
U.S.	SEATTLE SEAHAWKS ALUMNI	2,909,801	12/14/2004	Football Northwest LLC
U.S.	SPIRIT OF 12	3,341,813	11/20/2007	Football Northwest LLC
U.S.	SPIRIT OF 12	3,413,381	11/20/2007	Football Northwest LLC

II. UNITED STATES COPYRIGHT REGISTRATIONS AND APPLICATIONS

<b>Title</b>	<b>Reg. No.</b>	<b>Reg. Date</b>	<b>Record Owner(s)</b>
Seahawks.	VA0589971	7/13/1993	Football Northwest, LCC
The Blue wave Seattle Seahawks & design.	VAu000100386	9/25/1986	Football Northwest, LCC.