

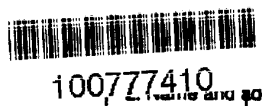
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To the Honorable Commissioner of Patents and



original documents or copy thereof.

1. Name of conveying party(ies):

CC PARTNERS

(SEE ATTACHMENT 1)

 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other CALIFORNIA
Additional name(s) of conveying party(ies) attached? Yes No

Name: GOLDEN STATE WARRIORS
(SEE ATTACHMENT 1)
Internal Address: _____
Street Address: 1011 BROADWAY
City: OAKLAND State CA ZIP: 94607

 Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State _____
 Other CALIFORNIA _____
If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from Assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

 Assignment Merger
 Security Agreement Change of Name
 Other AMENDED AND RE-STATED
GENERAL PARTNERSHIP AGREEMENT
Execution Date: MARCH 6, 1998

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
75/012597 75/012594
75/012599 75/410007
75/012598 75/012595
75/012596 75/012591

B. Trademark registration No.(s)
1059621 1744 595
1675174 893941
1812983 2091537
2105628
Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: RICHARD A. FRIEDMAN, ESQ.
Internal Address: LEGAL DEPT.
NBA PROPERTIES, INC.
645 5TH AVENUE - 16TH FLOOR
Street Address: _____
City: NEW YORK State NY ZIP: 10022

6. Total number of applications and registrations involved: 26
7. Total fee (37 CFR 3.41): \$ _____
 Enclosed
 Authorized to be charged to deposit account
8. Deposit account number:
NBA PROPERTIES, INC. 14-0623
(Attach duplicate copy of this page if paying by deposit account)

07/24/1998 DCDATES 00000199 140623 75012597
01 FC:481 40.00 CH
02 FC:482 625.00 CH

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9. Statement and signature.
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.
RICHARD A. FRIEDMAN
Name of Person Signing

Signature
Date 7/20/98
Total number of pages comprising cover sheet: 2

OMB No. 0651-0011 (exp. 4/94)

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TRADEMARK
REEL: 1760 FRAME: 0065

ATTACHMENT 1

ASSIGNOR:

CC Partners, a California general partnership composed of the general partners CCE, Inc., a California corporation, and CC Basketball, a California corporation

ASSIGNEE:

Golden State Warriors, a California general partnership composed of the general partners, CCE, Inc., a California corporation, and The Cohan Company, Inc., a California Corporation

AMENDED AND RESTATED
GENERAL PARTNERSHIP AGREEMENT OF
GOLDEN STATE WARRIORS

By this Amended and Restated General Partnership Agreement ("Agreement"), CCE, Inc., a California corporation ("CCE") and The Cohan Company, Inc., a California corporation, as successor in interest to CC Basketball, a California corporation, pursuant to the terms of that certain Agreement for the Purchase and Sale of Partnership Interest, dated as of February 5, 1998 ("CC Inc."); and collectively with CCE, the "Partners") join together to amend and restate, as of March 6, 1998, the terms under which they, as of December 23, 1994, formed a general partnership under the laws of the State of California. The parties acknowledge that they entered into the original General Partnership Agreement of CC Partners, as of December 23, 1994 (the "Original Agreement"), and entered into the Amendment to General Partnership Agreement of CC Partners, as of January 16, 1995 (the "Amendment"). This Agreement shall supersede both the Original Agreement and the Amendment in their entirety.

ARTICLE 1. NATURE OF THE PARTNERSHIP

1.01 Formation. The parties hereby form a general partnership ("Partnership"), pursuant to the provisions of the Uniform Partnership Act, California Corporations Code Section 15001 et seq. ("Act").

1.02 Name of Partnership. Effective on the date of this Agreement, the name of the Partnership shall be changed from CC Partners to Golden State Warriors.

1.03 Purpose of Partnership. The purpose of the Partnership will be to engage in the business of owning and operating the Golden State Warriors, a National Basketball Association ("NBA") professional basketball team; to do all things related to, incidental to, or in furtherance of, that business; and to engage in any other business activity as the Partners may agree.


1.04 Term. The Partnership shall begin as of the date above and shall continue until dissolved by mutual agreement of all the Partners or under the provisions for dissolution and winding up in this Agreement.


1.05 Place of Business. The principal place of business of the Partnership shall be 1011 Broadway, Oakland, California, 94607. This location may be moved to some other place and branch offices established from time to time as provided in this Agreement.

6.10 Execution. IN WITNESS WHEREOF, the Partners have executed this Amended and Restated General Partnership Agreement as of the date first written above.

CCE:
CCE, Inc.,
a California corporation

CC Inc.:
The Cohan Company, Inc.,
a California corporation

By: 
Christopher Cohan, President
1011 Broadway
Oakland, California 94607

By: 
Christopher Cohan, President
1011 Broadway
Oakland, California 94607