

05-21-2001

FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027



U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

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Submission Type 5-14-01

New

Resubmission (Non-Recordation)
Document ID #

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Conveyance Type

Assignment License

Security Agreement Nunc Pro Tunc
Assignment

Merger Change of Name

Other

Effective Date
Month Day Year

Conveying Party Mark if additional names of conveying parties attached

Name BUFFALO DESTROYERS, INC. Execution Date 05 02 01
Month Day Year

Formerly BUFFALO SPORTS ENTERPRISES, INC.

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization DELAWARE

Receiving Party Mark if additional names of receiving parties attached

Name ARENA FOOTBALL LEAGUE, LLC

DBA/AKA/TA

Composed of

Address (line 1) 20 N. WACKER DRIVE

Address (line 2) SUITE 1231

Address (line 3) CHICAGO IL 60606
City State/Country Zip Code

Individual General Partnership Limited Partnership Corporation Association

Other LIMITED LIABILITY COMPANY

Citizenship/State of Incorporation/Organization DELAWARE 215E

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Expires 06/30/99
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U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name: SCOTT A. ANDRESEN AND/OR CHRISTOPHER J. ONDRULA

Address (line 1): ARENA FOOTBALL LEAGUE, LLC

Address (line 2): 20 N. WACKER DRIVE

Address (line 3): SUITE 1231

Address (line 4): CHICAGO, IL 60606

Correspondent Name and Address

Area Code and Telephone Number

(312) 621-7000

Name: SCOTT A. ANDRESEN AND/OR CHRISTOPHER J. ONDRULA

Address (line 1): ARENA FOOTBALL LEAGUE, LLC

Address (line 2): 20 N. WACKER DRIVE

Address (line 3): SUITE 1231

Address (line 4): CHICAGO, IL 60606

Pages: Enter the total number of pages of the attached conveyance document including any attachments. # 2

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

75/442263 75/441556 []

75/442264 75/455298 []

75/442267 [] []

2421753 [] []

2400531 [] []

2362859 [] []

Number of Properties

Enter the total number of properties involved.

8

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$ 215.00

Method of Payment:

Enclosed Deposit Account

Deposit Account

(Enter for payment of deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

[]

Authorization to charge additional fees:

Yes

No

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. Charges to deposit account are authorized, as indicated herein.

Scott A. Andresen
Name of Person Signing

Scott A. Andresen
Signature

5-7-01
Date Signed

ASSIGNMENT OF TRADEMARK and/or SERVICE MARK

WHEREAS, **Buffalo Destroyers, Inc.**, a Delaware Corporation with its principal place of business at 661 Delaware Avenue, Buffalo, New York 14202 ("Assignor"), is the sole and exclusive owner of the applications for registration and/or registrations for the following trademarks and/or service marks ("Marks"):

(Buffalo Head thru Porthole): Application Serial No. 75/442261, application date February 27, 1998; Registration No. 2421753, registration date January 16, 2001.

BUFFALO DESTROYERS & Design: Application Serial No. 75/442262, application date February 27, 1998; Registration No. 2400531, registration date October 31, 2000;

BUFFALO DESTROYERS & Design: Application Serial No. 75/442263, application date February 27, 1998

BUFFALO DESTROYERS: Application Serial No. 75/442264, application date February 27, 1998;

BUFFALO DESTROYERS & Design: Application Serial No. 75/442267, application date February 27, 1998;

BUFFALO DESTROYERS & Design: Application Serial No. 75/441555, application date February 27, 1998; Registration No. 2362859, registration date June 27, 2000; and

BUFFALO DESTROYERS & Design: Application Serial No. 75/441556, application date February 27, 1998.

(Buffalo in Motion thru Porthole): Application serial No. 75/455298, application date March 23, 1998.

WHEREAS, Arena Football League LLC a Delaware limited liability company with its principal place of business at 20 North Wacker Drive, Suite 1231, Chicago, Illinois 60606 ("Assignee"), desires to acquire the entire right, title and interest in, to and under the said Marks and the above registrations and/or application for registration thereof;

NOW, THEREFORE, for and in consideration for the sum of One Dollar (\$1.00), and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, said Assignor does hereby sell, transfer, convey and assign to said Assignee the entire right, title, and interest in, to and under said Marks, and the above registrations and/or application for registration thereof, together with the goodwill of the business symbolized by said Marks, together with all rights and privileges granted and secured thereby, including the right to sue and recover for any past infringement, said rights to be held and enjoyed by said Assignee, for its own use and benefit and for the use and benefit of its successors, assigns or other legal representatives as fully and entirely as the same would have been held and enjoyed by said Assignor if this assignment and sale had not been made. Assignor further agrees to execute any and all documents and do any further such acts that shall be required in order for Assignee to secure such rights.

AND, the Assignor hereby represents, warrants and covenants that it has full right to convey the entire interest herein assigned;

AND, the Assignor hereby represents, warrants and covenants that no liens, claims, or encumbrances of any nature whatsoever exists or are made (or will be made) against the Marks.

IN TESTIMONY WHEREOF, Assignor has executed this Assignment by its proper officers thereunto duly authorized, this ~~_____ day of March, 2001.~~
this 2nd day of May, 2001.

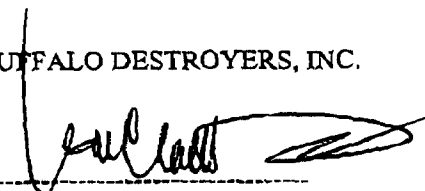
Subscribed and sworn before me
On this 2nd day of
May, 2001

Joyce A. Webber
Signature

My Commission expires on 11/30/01

JOYCE A. WEBBER
Notary Public, State of New York
Qualified in Erie County
My Commission Expires 11/30/01

BUFFALO DESTROYERS, INC.

By: 

Name: Lisa Clark Driscoll

Title: Senior Vice President