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06-08-2001

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

05-22-2001



U.S. Patent & TMO/TM Mail Rpt Dt #11

101742305

To the Honorable Commissioner of Patent and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): 5.22-01
 MADISON SQUARE GARDEN CHEERING FOR CHILDREN FOUNDATION

Individual(s) Association
 General Partnership Limited Partnership
 Corporation - State of Delaware
 Other _____

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

2. Name and address of receiving party(ies):
 MADISON SQUARE GARDEN, L.P.
 Two Pennsylvania Plaza,
 New York, N.Y. 10121

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation - State of New York
 Other _____

Domestic representative is attached: Yes No
 Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: May 2, 2001

4. (A.) Trademark Application No.(s)
 76/142121

Additional numbers attached? Yes No

4. (B.) Trademark Registration No.(s)

5. Correspondence should be mailed to:
VICTOR M. TANNENBAUM
ABELMAN, FRAYNE & SCHWAB
 150 East 42nd Street
 New York, New York 10017

6/08/2001 TDIAZ1 00000004 76142121
 01 FC:481 40.00 DP

6. Total number of applications and registrations involved:..... 1

7. Total fee (37 CFT 3.41): \$ 40.00
 Enclosed
 (The said Deposit Account should be charged for any official fee not fully covered by the enclosed check)

Authorized to be charged to deposit account
 Deposit account number: 01-0035
 (Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

8. 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.

VICTOR M. TANNENBAUM 5/24/01
 Name of Person Signing Signature Date

Total number of pages comprising cover sheet, attachments and documents: 2

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ASSIGNMENT OF TRADEMARKS

WHEREAS Madison Square Garden Cheering for Children Foundation, ("Assignor") with an address of Two Pennsylvania Plaza, New York, N.Y. 10121, has adopted, used, and is using the mark **RED HOLZMAN KNICKS KIDS FOUNDATION and Design**, for which the Assignor has pending application No. 76/142121 (the "Mark"); and

WHEREAS The New York Knickerbockers Basketball Club, a division of Madison Square Garden, L.P. ("Assignee"), with an address of Two Pennsylvania Plaza, New York, N.Y. 10121, is the owner of the **NEW YORK KNICKS** trademark and the registrations thereof, including Nos. 2197935, 1988809, 1768640, 1429344, 870255, and others;

NOW, THEREFORE,

1. Assignor does hereby assign to Assignee all right, title and interest in and to the said Mark, together with the good will of the business symbolized by the Mark, and the above identified application for registration thereof.

2. Assignee shall reimburse Assignor for all the costs, including filing fees and attorney's fees, involved in the preparation and recording of this document with the United States Patent & Trademark Office.

3. Assignor agrees that Assignee shall have full and complete rights to use and maintain registrations of the Mark and Assignor shall take no action (or fail to take an action) which would diminish these rights in any way, including, but not limited to, any unlicensed use of the Mark or any use or attempt to register any trademark similar to the Mark.

4. Assignee hereby grants Assignor a royalty-free license to use the Mark only in connection with its charitable activities. All use by Assignor shall be subject to the prior approval and supervision of Assignee. This license may be terminated at any time by Assignee upon 30 days' written notice in advance of the termination date.

5. The parties agree to execute all further documentation necessary to carry out the intent of this Agreement.

6. This Agreement will be governed by the laws of the State of New York.

Assignor: Madison Square Garden Cheering for Children Foundation

Dated: 5/2/02 MPC

By Mary Pat Clarke
MPC

Assignee: Madison Square Garden, L.P.

Dated: 5/2/01

By [Signature]
[Signature]