not domiciled in the United States, an appointment of a domestic Corporation Association representative should be attached. (Designation must be a separate document from Assignment) Other LIMITED LIABILITY COMPANY

Citizenship/State of Incorporation/Organization

DELAWARE

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Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0831-0027), Washington, D.C. 2053. See OMB Information Collection Budget Package 0851-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOGUMENTS TO THIS ADDRESS.

Mall documents to be recorded with required cover sheet(s) information to: Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

		F.83784			
FORM PTO-1618 Expires 06/30/99 OMB 0651-0027	Page 2	U.S. Department of Commerce Patent and Trademark Office TRADEMARK			
Domestic Representative Name and Address Enter for the first Receiving Party only.					
Name	CHRISTOPHER J. ONDRULA				
Address (line 1)	ARENA FOOTBALL LEAGUE LLC				
Address (line 2)	LU N. WACKER DRIVE				
Address (Nine 3)	SUITE 1231				
Address (line 4)	CHICAGO, 1L 60604				
Correspondent Name and Address Area Code and Telephone Number (312) (21-7000					
Name	CHRISTOPHER J. ONDRULA				
Address (line 1)	ARENA FOOTBALL LEAGUE LLL				
Address (Ilina 2)	20 N. WACKER DRIVE				
Address (line s)	SUITE 1231				
Address (Ilne 4)	CHICAGO, IL GOGOG				
Pages	Enter the total number of pages of the attached conveyance do including any attachments.	eument # 5			
Enter either t		Mark If additional numbers attached ENTER BOTH numbers for the same property). agistration Number(s)			
Number of Properties Enter the total number of properties involved.					
Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): 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 S	Signature				
To the be	est of my knowledge and belief, the foregoing information is true copy is a true copy of the original document. Charges to depos	and correct and any sit account are authorized, as			
Scot	A. ANDRESEN Scott AM	9-206-01			
Name of Person Signing Signature Date Signed					

FORM PTO-1618A Expires 08/30/99 OMB 0851-0027



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

5-14-01 RECORDATION FORM COVER SHEET					
TRADEMARKS ONLY					
TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies). Submission Type Conveyance Type					
New	Conveyance Type Assignment License				
Mew Mew	Nessignment	License			
Resubmission (Non-Recordation)	Security Agreement Nunc Pro Tunc				
Document ID #	Assignment				
		Effective Date			
Connection of PTO E-	Merger	Month Day Year 05 07 2001			
Correction of PTO Error Reel # Frame #	Change of Name	03 0 / 2001			
Corrective Document					
Reel # Frame #	Other				
Conveying Party Mark if additional names of conveying parties attached Execution Date Month Day Year					
Name PALACE ARENA FOOTBALL,	ددت	5-7-01			
Formerly					
Individual General Partnership Limited Partnership Corporation Association					
X Other (IMITED CIABILITY COMPAN	1				
Citizenship/State of Incorporation/Organization MICHIGAN					
Receiving Party Mark if additional names of receiving parties attached					
Name ARENA FOOTBALL LEAG	Name ARENA FOOTBALL LEAGUE, LLC				
DBA/AKA/TA					
Composed of					
Address (line 1) 20 N. WACKER DRIVE					
Address (line 2) SUITE 1237					
Address (line s) CHICACO	14	60606			
City	State/Country If d	Zip Code ocument to be recorded is an			
Individual General Partnership Limited Partnership assignment and the receiving party is not domiciled in the United States, an					
Corporation Association appointment of a domestic representative should be attached.					
Other CIMITED CIABILITY COMPANY (Designation must be a separate document from Assignment.)					
Citizenship/State of Incorporation/Organization					
FOR OFFICE USE ONLY 65E					
0.52					

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project [0651-027], Washington, D.C. 20503. See OMB Information Collection Budget Package 0851-0027, Patent and Trademark Assignment Practica. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mall documents to be recorded with required cover sheet(s) information to: Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

FORM PTO-1618E Expires 06/30/99 OMB 0651-0027	Page 2	U.S. Department of Commerce Patent and Trademark Office TRADEMARK			
Domestic Representative Name and Address Enter for the first Receiving Party only.					
Name	CHRISTOPHER J. ONDRULA	, , and only			
Address (line 1)	ARENA FOOTBALL LEAGUE, LLC				
Address (line 2)	ZO N. WACKER ORIVE				
Address (line 3)	SuitE 1231				
Address (line 4)	CHICAGO, IL 60606				
Correspondent Name and Address Area Code and Telephone Number (312) 621-7000					
Name	CHRISTOPHER J. UNDRUCA				
Address (line 1)	ARENA FOUTBALL CEAGUE, LLC				
Address (line 2)	20 N. WACKER DRIVE				
Address (Ine 3)	Suin: 1231				
Address (line 4)	CHICACO, IL GOGOC Enter the total number of pages of the attached conveyance document				
	ncluding any attachments.	5			
Trademark Application Number(s) or Registration Number(s) Mark If additional numbers attached					
Enter either the Trademark Application Number <u>or</u> the Registration Number (DO NOT ENTER BOTH numbers for the same property). Trademark Application Number(s) Registration Number(s)					
76/024961					
76/036886					
Number of Properties Enter the total number of properties involved. # 2					
Fee Amount	Fee Amount for Properties Listed (37 CFR 3.41):				
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					
Scott 4	Andresen SottAA 5-7-	د ر Signed			
To the bes attached c indicated t	t of my knowledge and belief, the foregoing information is true and correct and a opy is a true copy of the original document. Charges to deposit account are authorien. S-7-	horized, as			

ASSIGNMENT OF TRADEMARKS/ SERVICE MARKS

WHERBAS, Palace Arena Football, LLC a Michigan limited liability company with its principle place of business at Two Championship Drive. Auburn Hills, Michigan 48326-1752 ("Assignor"), is the sole and exclusive owner of the following Trademark an/or Service Mark applications ("Marks"):

DETROIT FURY, Application Serial No. 76/024961, application date April 13, 2000.

DETROIT FURY, Application Serial No. 76/036886, application date April 28, 2000.

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 (Assignce"), desires to acquire the entire right, title and interest in, to and under the said Marks;

NOW, THEREFORE, for and in consideration of 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, together with the goodwill of the business symbolized by the 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 be made. Assignor further agrees to execute any and all documents and do any such further acts that shall be required in order for Assignee to secure such rights.

AND, said Assignor hereby covenants that it has full right to convey the entire interest herein assigned.

IN TESTIMONY WHEREOF, Assignor has executed this Assignment by its proper officers thereunto duly authorized, this Assignor has executed this Assignment by its proper officers thereunto duly authorized, this Assignor has executed this Assignment by its proper officers

PALACE ARENA FOOTBALL, LLC

BY.

Title SVP/6M

Subscribed and sworn before me

on this

_ day of

G: __ _ ___

My.commission expires on:

TARY PUBLIC STATE OF MICHIGAN
OAKLAND COUNTY
YCOMM SSON EXPLAND 20001011 Pury

PTO/IM/1553 (Rev 4/2000) DMB No. 0651-0009 (Exp. 03/31/2001)

* Trademark/Service Mark Allegation of Use *

* (Statement of Use/Amendment to Allege Use) * * (15 U.S.C. §1051(c) or (d)) *

* To the Commissioner for Trademarks *

<DOCUMENT INFORMATION> <TRADEMARK/SERVICEMARK ALLEGATION OF USE> <VERSION 1.2>

<TRADEMARK/SERVICEMARK INFORMATION>

<MARK> DETROIT FURY

<SERIAL NUMBER> 76036886

<LAW OFFICE ASSIGNED> TMO Law Office 110

<APPLICANT INFORMATION>

<NAME> Palace Arena Football

<STREET> 2 Championship Drive

<CITY> Aubum Hills

<STATE> MI

<COUNTRY> USA

<ZIP/POSTAL CODE> 48326-1752

<GOODS AND SERVICES INFORMATION>

<all goods and/or services in application/notice of allowance> Yes

~ The applicant is using or is using through a related company the mark in commerce an or in connection with all the goods/services listed in the Application/Notice of Allowance. ~

<FEE INFORMATION>

<TOTAL FEES PAID> 300

<NUMBER OF CLASSES> 3

<use information>

<SPECIMEN DESCRIPTION> (Class 16) Photograph of a bumper sticker bearing the mark.

<FIRST USE ANYWHERE DATE> 01/12/2000

<FIRST USE IN COMMERCE DATE> 01/01/2001

<SPECIMEN DESCRIPTION> (Class 28) Photograph of a rubber football bearing the mark; Photograph of a "plush-toy" football bearing the mark. <FIRST USE ANYWHERE DATE> 01/12/2000 <FIRST USE IN COMMERCE DATE> 01/01/2001

<SPECIMEN DESCRIPTION> (Class 41) Photocopy of an advertisement used to promote the team and the sale of game tickets that appeared in print media; a promotional packet distributed to sell game tickets, season tickets and corporate sponsorships.

<FIRST USE ANYWHERE DATE> 01/12/2000

<FIRST USE IN COMMERCE DATE> 01/01/2001

<SIGNATURE AND OTHER INFORMATION>

- Declaration: Applicant requests registration of the above-identified trademark/service mark in the United States Patent and Trademark Office on the Principal Register established by the Act of July 5, 1946 (15 U.S.C. §1051 et seq., as amended). Applicant is the owner of the mark sought to be registered, and is using or is using through a related company the mark in commerce on or in connection with the goods/services identified above, as evidenced by the attached specimen(s) showing the mark as used in commerce. -
- ~ The undersigned being hereby warned that willful false statements and the like are punishable by fine or imprisonment, or both, under 18 U.S.C. §1001, and that such willful false statements and the like may jeopardize the validity of this document, declares that he/she is properly authorized to execute this document on behalf of the Owner; and all statements made of his/her own knowledge are true and that all statements made on information and belief are believed to be true. -

<DATE>

<NAME> Gregory Myford

<TITLE> Director

<TELEPHONE NUMBER> (248) 377-8305

PTO/TM/1553 (IRCY 4/2000)

OMD NO 0651-0009 (Exp 0:931/2001)

Trademark/Service Mark Allegation of Use *

* (Statement of Use/Amendment to Allege Use) *

* (15 U.S.C. §1051(c) or (d)) *

* To the Commissioner for Trademarks *

<DOCUMENT INFORMATION>
<TRADEMARK/SERVICEMARK ALLEGATION OF USE>
<VERSION 1.2>

<TRADEMARK/SERVICEMARK INFORMATION>

<MARK> DETROIT FURY

<SERIAL NUMBER> 76036886

<LAW OFFICE ASSIGNED> TMO Law Office 110

<aPPLICANT INFORMATION>

<NAME> Palace Arena Football

<STREET> 2 Championship Drive

<CITY> Auburn Hills

<STATE> MI

<COUNTRY> USA

<ZIP/POSTAL CODE> 48326-1752

<GOODS AND SERVICES INFORMATION>

<all goods and/or services in application/notice of allowance> Yes

~ The applicant is using or is using through a related company the mark in commerce on or in connection with all the goods/services listed in the Application/Notice of Allowance. ~

<FEE INFORMATION>

<TOTAL FEES PAID> 300

<NUMBER OF CLASSES> 3

<USE INFORMATION>

<SPECIMEN DESCRIPTION> (Class 16) Photograph of a bumper sticker bearing the mark.

<FIRST USE ANYWHERE DATE> 01/12/2000

<FIRST USE IN COMMERCE DATE> 01/01/2001

<SPECIMEN DESCRIPTION> (Class 28) A photograph of a toy bearing the mark.

<FIRST USE ANYWHERE DATE> 01/12/2000

<FIRST USE IN COMMERCE DATE> 01/01/2001

<SPECIMEN DESCRIPTION> (Class 41) A media guide giving information about the team's schedule, players, employees, and other information proving that the mark is being used in connection with the organization and presentation of sports games; a promotional packet distributed to sell game tickets, season tickets and corporate sponsorships.

<FIRST USE ANYWHERE DATE> 01/12/2000

<FIRST USE IN COMMERCE DATE> 01/01/2001

<SIGNATURE AND OTHER INFORMATION>

- Declaration: Applicant requests registration of the above-identified trademark/service mark in the United States Patent and Trademark Office on the Principal Register established by the Act of July 5, 1946 (15 U.S.C. §105) et seq., as amended). Applicant is the owner of the mark sought to be registered, and is using or is using through a related company the mark in commerce on or in connection with the goods/services identified above, as evidenced by the attached specimen(s) showing the mark as used in commerce. -
- ~ The undersigned being hereby warned that willful false statements and the like are punishable by fine or imprisonment, or both, under 18 U.S.C. §1001, and that such willful false statements and the like may jeopardize the validity of this document, declares that he/she is properly authorized to execute this document on behalf of the Owner; and all statements made of his/her own knowledge are true and that all statements made on information and belief are believed to be true. —

<SIGNATURE>

* please sign here*

<DATE>

<NAME> Gregory Myford

<TITLE> Director

<TELEPHONE NUMBER> (248) 377-8305

TRADEMARK REEL: 002352 FRAME: 0494

RECORDED: 05/14/2001