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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/02) Tab settings



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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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

1. Name of conveying party(ies): Philadelphia Eagles Limited Partnership
[ ] Individual(s) [ ] Association
[ ] General Partnership [X] Limited Partnership
[ ] Corporation-State Delaware
[ ] Other
Additional name(s) of conveying party(ies) attached? [ ] Yes [X] No

2. Name and address of receiving party(ies)
Name: Philadelphia Eagles, LLC
Internal Address: NovaCare Complex
Street Address: One NovaCare Way
City: Philadelphia State: PA Zip: 19145
[ ] Individual(s) citizenship
[ ] Association
[ ] General Partnership
[ ] Limited Partnership
[ ] Corporation-State
[X] Other Pennsylvania
If assignee is not domiciled in the United States, a domestic representative designation is attached: [ ] Yes [X] No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? [ ] Yes [X] No

3. Nature of conveyance:
[ ] Assignment [X] Merger
[ ] Security Agreement [ ] Change of Name
[ ] Other
Execution Date: December 27, 2001

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
B. Trademark Registration No.(s)
See attached Schedule A, section I.
Additional number(s) attached [X] Yes [ ] No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Gregg Reed, Esq.
Internal Address: Room 1864
Proskauer Rose LLP
Street Address: 1585 Broadway
City: New York State: NY Zip: 10036-8299

6. Total number of applications and registrations involved: 14
7. Total fee (37 CFR 3.41) \$ 365.00
[ ] Enclosed
[X] Authorized to be charged to deposit account
8. Deposit account number: 16-2500
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.
Gregg Reed
Name of Person Signing
Signature: Gregg Reed
Date: January 11, 2002

Total number of pages including cover sheet, attachments, and document: 5

01/28/2002 6TON11 00000044 162500 1534709

01 FC:481 40.00 CH
02 FC:482 325.00 CH

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 2431 FRAME: 0824

SCHEDULE A

United States, State and Canadian Trademark  
Registrations and Applications for the  
PHILADELPHIA EAGLES

I. UNITED STATES TRADEMARK REGISTRATIONS

TRADEMARK	REG. NO. (APP. NO.)	DATE OF REG. (FILING DATE)	OWNER
7 & DESIGN	1534709 (73/700453)	04/11/89 (12/11/87)	PHILADELPHIA EAGLES, L.P.
7 & DESIGN	1534708 (73/700452)	04/11/89 (12/11/87)	PHILADELPHIA EAGLES, L.P.
9 & DESIGN	2,461,197 (75/861690)	06/19/01 (12/01/99)	PHILADELPHIA EAGLES LIMITED PART- NERSHIP
9 & DESIGN	2,461,199 (75/861995)	06/19/01 (12/01/99)	PHILADELPHIA EAGLES LIMITED PART- NERSHIP
DESIGN ONLY	1108239 (73/116570)	12/05/78 (02/22/77)	PHILADELPHIA EAGLES LIMITED PART- NERSHIP
DESIGN ONLY	1889819 (74/300718)	04/18/95 (08/03/92)	PHILADELPHIA EAGLES LIMITED PART- NERSHIP
DESIGN ONLY	2114816 (75/132537)	11/18/97 (07/11/96)	PHILADELPHIA EAGLES LIMITED PART- NERSHIP
DESIGN ONLY	1041476 (73/045510)	06/15/76 (02/28/75)	PHILADELPHIA EAGLES LIMITED PART- NERSHIP
EAGLES	1086152 (73/114853)	02/21/78 (02/07/77)	PHILADELPHIA EAGLES LIMITED PART- NERSHIP
PHILADELPHIA EAGLES CHEERLEADERS E & DESIGN	1528851 (73/727546)	03/07/89 (05/10/88)	PHILADELPHIA EAGLES LIMITED PART- NERSHIP

TRADEMARK	REG. NO. (APP. NO.)	DATE OF REG. (FILING DATE)	OWNER
PHILADELPHIA EAGLES	1807444 (74/300719)	11/30/93 (08/03/92)	PHILADELPHIA EAGLES LIMITED PART- NERSHIP
PHILADELPHIA EAGLES	1041475 (73/045509)	06/15/76 (02/28/75)	PHILADELPHIA EAGLES LIMITED PART- NERSHIP
PICKLE POWER & DESIGN	(76/124708)	(09/08/00)	PHILADELPHIA EAGLES LIMITED PART- NERSHIP
TRAINING CAMP & DESIGN	(75/267947)	(04/02/97)	PHILADELPHIA EAGLES LIMITED PART- NERSHIP

## II. STATE TRADEMARK REGISTRATIONS

TRADEMARK	STATE	REG. NO. (APP. NO.)	DATE OF REG. (FILING DATE)	OWNER
PHILADELPHIA EAGLES & DE- SIGN	CALIFORNIA	96950	01/06/93	PHILADELPHIA EAGLES INC. D/B/A PHILADEL- PHIA EAGLES L.P.
PHILADELPHIA EAGLES & DE- SIGN	CALIFORNIA	96946	01/06/93	PHILADELPHIA EAGLES INC. D/B/A PHILADEL- PHIA EAGLES L.P.
PHILADELPHIA EAGLES & DE- SIGN	CALIFORNIA	96966	01/11/93	PHILADELPHIA EAGLES INC. D/B/A PHILADEL- PHIA EAGLES L.P.
DESIGN ONLY	PENNSYLVANIA	784,264	04/20/97	THE PHILADELPHIA EA- GLES FOOTBALL
DESIGN ONLY	PENNSYLVANIA	764,987	01/17/97	PHILADELPHIA EAGLES FOOTBALL

**CERTIFICATE OF MERGER**

**MERGING**

**PHILADELPHIA EAGLES LIMITED PARTNERSHIP**

**(a Delaware limited partnership)**

**WITH AND INTO**

**PHILADELPHIA EAGLES, LLC**

**(a Pennsylvania limited liability company)**

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Pursuant to Section 17-211(c) of the Delaware Revised Uniform Limited Partnership Act

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Philadelphia Eagles Limited Partnership, a Delaware limited partnership (“Eagles LP”), and Philadelphia Eagles, LLC, a Pennsylvania limited liability company (“Eagles LLC”), DO HEREBY CERTIFY AS FOLLOWS:

**FIRST:** That the name and jurisdiction of formation or organization of each of the domestic limited partnerships and other business entities which is to merge or consolidate are:

Philadelphia Eagles Limited Partnership	Delaware
Philadelphia Eagles, LLC	Pennsylvania

**SECOND:** That a Merger Agreement and Plan of Merger (the “Agreement”), dated as of December 27, 2001, among Eagles LP and Eagles LLC, setting forth the terms and conditions of the merger of Eagles LP with and into Eagles LLC (the “Merger”), has been approved and executed by each of Eagles LP and Eagles LLC.

**THIRD:** That the name of the surviving limited liability company (the “Surviving LLC”) shall be Philadelphia Eagles, LLC.

**FOURTH:** That the Merger shall be effective upon the filing of this Certificate of Merger.

**FIFTH:** That an executed copy of the Agreement is on file at the principal place of business of the Surviving LLC at the following address:

Philadelphia Eagles, LLC  
NovaCare Complex  
One NovaCare Way  
Philadelphia, Pennsylvania 19145


SIXTH: That a copy of the Agreement will be furnished by the Surviving LLC, on request and without cost, to any partner of any domestic limited partnership or any person holding an interest in any other business entity which is to merge or consolidate.

SEVENTH: That the Surviving LLC hereby agrees that it may be served with process in the State of Delaware in any action, suit or proceeding for the enforcement of any obligation of any domestic limited partnership which is to merge or consolidate, irrevocably appointing the Secretary of State of the State of Delaware as its agent to accept service of process in any such action, suit or proceeding, and a copy of such service of process shall be mailed to the Surviving LLC at the following address:

Philadelphia Eagles, LLC  
NovaCare Complex  
One NovaCare Way  
Philadelphia, Pennsylvania 19145

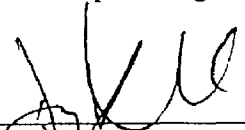
IN WITNESS WHEREOF, each of Eagles LP and Eagles LLC has caused this Certificate of Merger to be executed in its name this 27<sup>th</sup> day of December, 2001.

PHILADELPHIA EAGLES, LLC

By:   
Name: Donald J. Smolenski  
Title:

PHILADELPHIA EAGLES LIMITED PARTNERSHIP

By: Philadelphia Eagles, Inc., its general partner

By:   
Name: Donald J. Smolenski  
Title:

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