

02-13-2003



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Form PTO-1594 (modified)

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U.S. DEPARTMENT OF COMMERCE

(Rev. 03/01)

U.S. Patent and Trademark Office

OMB No. 0651-0027

To the Honorable Commissioner of Pa...

...marks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): **JONES STAR SPORTS LTD.** *2.2.03*

Individual(s) Association

General Partnership Limited Partnership

Corporation-Texas

Other _____

2. Name and address of receiving party(ies):

ARENA FOOTBALL LEAGUE LLC
20 North Wacker Drive, Suite 1231
Chicago, Illinois 60606

Individual Citizenship

Association

General Partnership

Limited Partnership

Corporation

Other A Delaware limited liability company



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

3. Nature of conveyance:

Assignment Merger

Security Agreement Change of Name

Other _____

Additional name(s) & address(es) attached? Yes No

Execution Date: February 5, 2003

Appointment of Domestic Representative attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)
76/389,841
76/391,154

B. Trademark Registration No.(s)
2,626,402
2,626,403

Additional number(s) attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

SUGHRUE MION, PLLC
2100 Pennsylvania Avenue, N.W.
Suite 800
Washington, D.C. 20037-3213

Attention: **Kevin G. Smith**

6. Total number of applications and registrations involved:
4

7. Total fee (37 CFR 3.41): \$ 115.00

Enclosed. Please charge any underpayment in connection with this Assignment to Deposit Account No. 19-4880.

Authorized to be charged to deposit account

8. Deposit account number:
19-4880
 (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.

Kevin G. Smith

Kevin G. Smith

February 7, 2003

 Date

Total number of pages including cover sheet, attachments, and documents:

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

02/12/2003 TDIAZ1 00000075 194880 76389841

01 FC:8521 40.00 CH
02 FC:8522 75.00 CH

TRADEMARK
REEL: 002670 FRAME: 0399

ASSIGNMENT

WHEREAS, JONES STAR SPORTS LTD. ("Assignor"), a Texas corporation with an address at Cowboys Center, One Cowboys Parkway, Irving, Texas 75063-4999, is the owner of the trademarks DALLAS DESPERADOS and DESPERADOS ("the Marks"); and

WHEREAS, Assignor is the owner of:

U.S. Registration No. 2,626,403 issued September 24, 2002 for the mark DESPERADOS, in International Class 41;

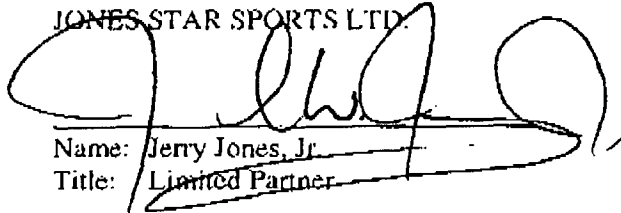
U.S. Registration No. 2,626,402 issued September 24, 2002 for the mark DALLAS DESPERADOS in International Class 41;

U.S. Application Serial No. 76/389,841 filed April 2, 2002 for the mark DESPERADOS, in International Classes 16, 25 and 28; and

U.S. Application Serial No. 76/391,154 filed April 3, 2002 for the mark DALLAS DESPERADOS, in International Classes 16, 25 and 28;

WHEREAS, ARENA FOOTBALL LEAGUE LLC ("Assignee"), a Delaware limited liability company, with an address at 20 North Wacker Drive, Suite 1231, Chicago, Illinois 60606, is desirous of acquiring said Marks, the registrations and applications therefor as set forth herein and the goodwill appurtenant to the Marks;

NOW, THEREFORE, in exchange for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign unto Assignee all right, title and interest in and to the Marks and the above-identified registrations and applications therefor, together with the goodwill of the business symbolized by the Marks in the United States.

JONES STAR SPORTS LTD.
By: 
Name: Jerry Jones, Jr.
Title: Limited Partner
Date: 2-5-03