

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
THE LOS ANGELES LAKERS, INC.		06/05/2007	CORPORATION: CALIFORNIA

**RECEIVING PARTY DATA**

<b>Name:</b>	BANK OF AMERICA, N.A.
<b>Street Address:</b>	901 Main Street
<b>Internal Address:</b>	Mail Stop TX1-492-14-06
<b>City:</b>	Dallas
<b>State/Country:</b>	TEXAS
<b>Postal Code:</b>	75202-3714
<b>Entity Type:</b>	NATIONAL BANKING ASSOCIATION: UNITED STATES

**PROPERTY NUMBERS Total: 25**

Property Type	Number	Word Mark
Registration Number:	2673925	LOS ANGELES LAKERS
Registration Number:	2600542	LOS ANGELES LAKERS
Registration Number:	2494459	LOS ANGELES LAKERS
Registration Number:	2486549	LOS ANGELES LAKERS
Registration Number:	2256493	LOS ANGELES LAKERS
Registration Number:	1982704	LOS ANGELES LAKERS
Registration Number:	1982709	LOS ANGELES LAKERS
Registration Number:	0921755	LOS ANGELES LAKERS
Registration Number:	1477758	LOS ANGELES LAKERS
Registration Number:	1872549	LOS ANGELES LAKERS
Registration Number:	1195402	LAKERS
Registration Number:	2949494	L
Registration Number:	3130453	L

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Registration Number:	2903814	L
Registration Number:	2915022	L
Registration Number:	2935472	L
Registration Number:	2814064	L
Registration Number:	2564007	MPLS. MINNEAPOLIS LAKERS
Registration Number:	2790610	MPLS. MINNEAPOLIS LAKERS
Registration Number:	1767505	MINNEAPOLIS LAKERS
Registration Number:	1809258	MPLS. LAKERS MINNEAPOLIS
Registration Number:	1718952	THE LAKER GIRLS
Registration Number:	3101429	LAKER GIRLS
Serial Number:	77170253	LOS ANGELES LAKER GIRLS
Serial Number:	77170931	LOS ANGELES LAKER GIRLS

**CORRESPONDENCE DATA**

Fax Number: (617)523-1231  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 617.570.1292  
Email: mrovner@goodwinprocter.com  
Correspondent Name: Miriam J. Rovner, Senior Paralegal  
Address Line 1: Goodwin Procter LLP  
Address Line 2: Exchange Place, 53 State Street  
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ATTORNEY DOCKET NUMBER:	031448-074765
NAME OF SUBMITTER:	Miriam J. Rovner
Signature:	/mjr/
Date:	06/08/2007

Total Attachments: 5  
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**NOTICE OF SECURITY INTEREST**

**(IN U.S. TRADEMARKS)**

This Trademark Notice of Security Interest dated June 5, 2007 is between THE LOS ANGELES LAKERS, INC., a California corporation, with its principal place of business at 555 N. Nash Street, El Segundo, CA 90245 (the "Company"), and BANK OF AMERICA, N.A., a national banking association (the "Secured Party"), as Agent for the banks from time to time party to that certain Third Amended and Restated Credit Agreement, dated as of June 5, 2007, by and among the Company, the Banks and the Secured Party.

WHEREAS, the Company and the Secured Party have entered into an Second Amended and Restated Pledge and Security Agreement dated as of June 5, 2007 (as amended, supplemented or otherwise modified from time to time, the "Security Agreement"), pursuant to which the Company, in order to secure the payment and performance in full and observance of all Obligations (as such term is defined in the Security Agreement) of the Company to the Secured Party and the Banks, has granted to the Secured Party, for the benefit of the Banks, a security interest in, among other things, all of the Company's intellectual property and rights thereto, whether now owned or hereafter acquired and all products and proceeds thereof, including but not limited to the Trademarks (as defined below); and

WHEREAS, the Company has adopted, used and is using, and is the owner of the trademarks and service marks set forth on Schedule A attached hereto, which trademarks and service marks are registered in the United States Patent and Trademark Office (or for which applications for such registration have been filed and are pending);

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, as security for the due and timely payment and performance of the Obligations, and pursuant to the terms and conditions set forth in the Security Agreement, NOTICE IS HEREBY GIVEN THAT:

1. Pursuant to the Security Agreement, the Company has granted to the Secured Party, for the benefit of the Banks, a security interest in, among other things, the trademarks and service marks which are the subject of the registrations and applications for registration listed on Schedule A and all trademark registrations and trademark applications for registration whether now or hereafter owned by the Company (together, the "Trademarks"), and all goodwill

appurtenant to, associated with or symbolized by the Trademarks, all proceeds of the Trademarks (including but not limited to all royalties, license fees due, accrued or arising in connection with any of the foregoing, and all rights to enforce or sue and/or recover for any past, present or future infringement of any of the foregoing), all in accordance with the terms and conditions of the Security Agreement.

2. The Company and the Secured Party do hereby further acknowledge and affirm that the rights and remedies of the Secured Party with respect to the security interest in the Trademarks are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by referenced as if fully set forth herein.

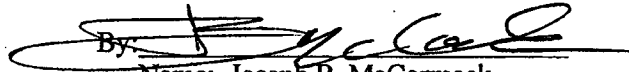
3. This instrument is made pursuant to the Security Agreement. The Company hereby expressly authorizes the Secured Party to record this instrument in the United States Patent and Trademark Office, as well as in any other federal or state office in which any of the Company's rights or interests comprising or connected with the Trademarks have been registered or recorded.

[Signature pages to follow]

IN WITNESS WHEREOF, the Company has caused this Trademark Notice of Security Interest to be duly executed by its officer thereunto duly authorized as of the 5th day of June, 2007.

COMPANY:

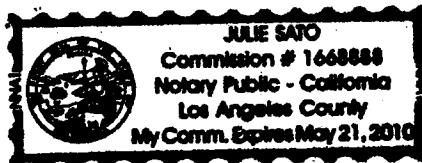
THE LOS ANGELES LAKERS, INC.

By:   
Name: Joseph B. McCormack  
Title: Senior Vice President - Finance

STATE OF CALIFORNIA )  
 )  
COUNTY OF Los Angeles )

On this 5th day of June, 2007, before me appeared Joseph B. McCormack to me personally known, who, being by me duly sworn, did depose and say that he is the Senior Vice President – Finance of The Los Angeles Lakers, Inc., a California corporation named in and which executed the foregoing instrument; that being duly authorized he did execute the foregoing instrument on behalf of The Los Angeles Lakers, Inc.; and that the foregoing instrument is the free and authorized act and deed of said corporation.

Notary Public   
My commission expires: 5/21/2010  
(Seal)



ACCEPTED AND ACKNOWLEDGED BY:

BANK OF AMERICA, N.A.



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Name: Kevin R. Wagley  
Title: Senior Vice President

**Schedule A**

	Mark	Registration No.	Registration Date	Int'l Class
1	LOS ANGELES LAKERS [and Design]	2673925	01/14/03	42
2	LOS ANGELES LAKERS [and Design]	2600542	07/30/02	35
3	LOS ANGELES LAKERS [and Design]	2494459	10/02/01	38
4	LOS ANGELES LAKERS [and Design]	2486549	09/11/01	9
5	LOS ANGELES LAKERS [and Design]	2256493	06/29/99	18
6	LOS ANGELES LAKERS [and Design]	1982704	06/25/96	16
7	LOS ANGELES LAKERS [and Design]	1982709	06/25/96	28
8	LOS ANGELES LAKERS [and Design]			25
9	LOS ANGELES LAKERS [and Design]	921755	10/05/71	41
10	LOS ANGELES LAKERS [and Design]	1477758	02/23/88	25
11	LOS ANGELES LAKERS (Stylized)	1872549	01/10/95	25
12	LOS ANGELES LAKERS			25
13	LAKERS	1195402	05/11/82	41
14	L [and design]	2949494	05/10/05	28
15	L [and design]	3130453	08/15/05	41
16	L [and design]	2903814	11/16/04	16
17	L [and design]	2915022	12/28/04	9
18	L [and design]	2935472	03/22/05	18
19	L [and design]	2814064	02/10/04	25
20	MPLS MINNEAPOLIS LAKERS [and Design]	2564007	04/23/02	16
21	MPLS MINNEAPOLIS LAKERS [and Design]	2790610	12/09/03	28
22	MINNEAPOLIS LAKERS (Hardwood Classics)	1767505	04/27/93	25
23	MPLS MINNEAPOLIS LAKERS [and Design] (1948-1960 Hardwood Classics)	1809258	12/07/93	25
24	THE LAKER GIRLS	1718952	09/22/92	41
25	LAKER GIRLS	3101429	06/06/06	25
	Pending Applications	Serial Number	Filing Date	Int'l Class
26	LOS ANGELES LAKER GIRLS AND DESIGN (2007-)	77170253	05/01/07	25
27	LOS ANGELES LAKER GIRLS AND DESIGN (2007-)	77170931	05/02/07	41