

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks and Copyrights

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
PDB Sports, Ltd.		10/31/2008	LIMITED PARTNERSHIP: COLORADO

RECEIVING PARTY DATA

Name:	Bank of America, N.A., as Collateral Agent
Street Address:	Bank of America Corporate Center, 100 N. Tryon Street
City:	Charlotte
State/Country:	NORTH CAROLINA
Postal Code:	28255
Entity Type:	National Association: UNITED STATES

PROPERTY NUMBERS Total: 24

Property Type	Number	Word Mark
Serial Number:	77576805	B
Registration Number:	1224584	7
Registration Number:	2313162	97
Registration Number:	2369832	97
Registration Number:	921750	BRONCOS
Registration Number:	2454969	BRONCOS
Registration Number:	2600031	BRONCOS
Registration Number:	3262579	BRONCOS COUNTRY
Registration Number:	3266044	BRONCOS COUNTRY
Registration Number:	921749	D
Registration Number:	997768	D
Registration Number:	1889821	D
Registration Number:	921748	DENVER BRONCOS
Registration Number:	1807452	DENVER BRONCOS

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Registration Number:	3237249	DENVER BRONCOS
Registration Number:	3239474	
Registration Number:	941133	
Registration Number:	2175702	
Registration Number:	2177559	
Registration Number:	2177558	
Registration Number:	2177555	
Registration Number:	2188487	
Registration Number:	2451187	
Registration Number:	2713926	MILE HIGH SALUTE

CORRESPONDENCE DATA

Fax Number: (917)777-4104
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 212-735-3000
Email: kellie.weilbrenner@skadden.com
Correspondent Name: Skadden, Arps, Slate, Meagher & Flom
Address Line 1: Four Times Square
Address Line 2: Attn: Matthew Fagin, Esq.
Address Line 4: New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER:	401530/252
NAME OF SUBMITTER:	Matthew Fagin
Signature:	/Matthew Fagin/
Date:	11/05/2008

Total Attachments: 6
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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS AND COPYRIGHTS

United States Patent and Trademark Office
United States Copyright Office

Ladies and Gentlemen:

WHEREAS, pursuant to an Amended and Restated Security Agreement (the "Original Agreement"), dated as of November 5, 2004, by and between PDB Sports, Ltd., a Colorado limited partnership (the "Borrower") and Bank of America, N.A., acting as collateral agent for the Secured Parties (as defined in the Original Agreement) (in its capacity as collateral agent hereunder and any successor in such capacity being hereinafter referred to as the "Collateral Agent"), the Borrower has granted to the Collateral Agent for the ratable benefit of the Secured Parties a security interest in and to, and right of set off against, the trademarks and service marks, trademark and service mark registrations applications, copyrights, and copyright registrations and applications shown on the attached Schedule A hereto;

WHEREAS, the Original Agreement was amended and restated pursuant to a Second Amended and Restated Security Agreement, dated as of October 31, 2008, by and between the Borrower and the Collateral Agent (the "Amended and Restated Agreement"; together with the Original Agreement and as further amended, restated or supplemented, the "Security Agreement"), wherein the Borrower granted (and confirmed and reaffirmed its grant under the Original Agreement) to the Collateral Agent for the ratable benefit of the Secured Parties a security interest in and a right of setoff against, and acknowledged and agreed that the Collateral Agent (and with respect to rights of setoff, each of the Secured Parties) has and shall continue to have for the ratable benefit of the Secured Parties a continuing security interest in and a right of setoff against any and all right, title and interest of the Borrower, whether now existing or hereafter acquired or arising, in and to the Trademarks, Trade Names and Copyrights (each as defined in the Amended and Restated Agreement).

NOW THEREFORE, please be advised that:

1) Pursuant to the Amended and Restated Agreement, the Borrower has granted (and confirmed and reaffirmed its grant under the Original Agreement) to the Collateral Agent for the ratable benefit of the Secured Parties a security interest in, and right of setoff against and has acknowledged and agreed that the Collateral Agent (and with respect to rights of setoff, each of the Secured Parties) has and shall continue to have, for the ratable benefit of the Secured Parties, a continuing security interest in and right of setoff against any and all right, title and interest of the Borrower, whether now existing or hereafter acquired or arising, in and to the Trademarks and Trade Names and Copyrights (each as defined in the Amended and Restated Security Agreement), including, without limitation, the trademark, service mark and copyright registrations and applications shown on the attached Schedule A hereto.


2) The security interest in and to and right of setoff against the Trademarks and Trade Names and Copyrights, including, without limitation, the trademark, service mark and copyright registrations and applications set forth on Schedule A, is granted in accordance with

the terms and conditions of the Security Agreement and can be terminated only in accordance with the terms of the Security Agreement.

Very truly yours,

PDB SPORTS, LTD.

By: Bowlen Sports Inc.,
as General Partner

By: 
Name: Richard P. Slivka
Title: General Counsel/Senior Vice
President of Administration

Acknowledged and Accepted:

Bank of America, N.A.,
as Collateral Agent

By: _____
Name:
Title:

the terms and conditions of the Security Agreement and can be terminated only in accordance with the terms of the Security Agreement.

Very truly yours,

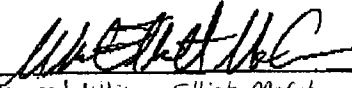
PDB SPORTS, LTD.

By: Bowen Sports Inc.,
as General Partner

By: _____
Name:
Title:

Acknowledged and Accepted:

Bank of America, N.A.,
as Collateral Agent

By: 
Name: William Elliot McCabe
Title: Managing Director

Broncos - Notice of Grant of Security Interest in Trademarks

STATE OF COLORADO

COUNTY OF ARAPAHOE

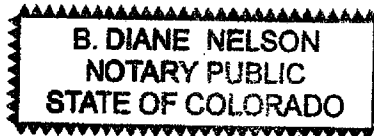
I, B. Diane Nelson , a Notary Public of the County and State aforesaid, certify that Richard P. Slivka , personally came before me this day and acknowledged that (s)he is **SEE BELOW of PDB SPORTS, LTD. and that by authority duly given and as the act of the corporation, the foregoing instrument was signed by him/her in its name as General Counsel/Senior Vice President of Administration.

 **General Counsel/Senior Vice President of Administration
WITNESS my hand and official stamp or seal, this 28th day of October, 2008.

B. Diane Nelson

Notary Public

My Commission Expires:



(Notary Seal)

My Commission Expires 1/13/2009

SCHEDULE A

PDB SPORTS, LTD.

I. UNITED STATES TRADEMARK REGISTRATIONS AND APPLICATIONS

TRADEMARK	REG NO. (APP. NO)	REG DATE (APP. DATE)	OWNER
B and Design	(77/576,805)	(9/23/2008)	PDB Sports, Ltd. (Colorado Limited Partnership), d/b/a Denver Broncos
7 and Design	1,224,584	1/18/1983	PDB Sports, Ltd. (Colorado Limited Partnership), d/b/a Denver Broncos
97 and Design	2,313,162	2/1/2000	PDB Sports, Ltd. (Colorado Limited Partnership), d/b/a Denver Broncos
97 and Design	2,369,832	7/25/2000	PDB Sports, Ltd. (Colorado Limited Partnership), d/b/a Denver Broncos
BRONCOS	921,750	10/05/1971	PDB Sports, Ltd. (Colorado Limited Partnership), d/b/a Denver Broncos
BRONCOS	2,454,969	5/29/2001	PDB Sports, Ltd. (Colorado Limited Partnership), d/b/a Denver Broncos
BRONCOS	2,600,031	7/30/2002	PDB Sports, Ltd. (Colorado Limited Partnership), d/b/a Denver Broncos
BRONCOS COUNTRY	3,262,579	7/10/2007	PDB Sports, Ltd. (Colorado Limited Partnership)
BRONCOS COUNTRY	3,266,044	7/17/2007	PDB Sports, Ltd. (Colorado Limited Partnership)
D and Design	921,749	10/05/1971	PDB Sports, Ltd. (Colorado Limited Partnership), d/b/a Denver Broncos
D and Design	997,768	11/05/1974	PDB Sports, Ltd. (Colorado Limited Partnership), d/b/a Denver Broncos
D and Design	1,889,821	4/18/1995	PDB Sports, Ltd. (Colorado Limited Partnership), d/b/a Denver Broncos
DENVER BRONCOS	921,748	10/05/1971	PDB Sports, Ltd. (Colorado Limited Partnership), d/b/a Denver Broncos
DENVER BRONCOS	1,807,452	11/30/1993	PDB Sports, Ltd. (Colorado Limited Partnership), d/b/a Denver Broncos

TRADEMARK	REG NO. (APP. NO)	REG DATE (APP. DATE)	OWNER
DENVER BRONCOS	3,237,249	5/1/2007	PDB Sports, Ltd. (Colorado Limited Partnership), d/b/a Denver Broncos
Design (Horse Head)	3,239,474	5/8/2007	PDB Sports, Ltd. (Colorado Limited Partnership), d/b/a Denver Broncos
DESIGN ONLY	941,133	8/15/1972	PDB Sports, Ltd. (Colorado Limited Partnership), d/b/a Denver Broncos
DESIGN ONLY	2,175,702	7/21/1998	PDB Sports, Ltd. (Colorado Limited Partnership), d/b/a Denver Broncos
DESIGN ONLY	2,177,559	7/28/1998	PDB Sports, Ltd. (Colorado Limited Partnership), d/b/a Denver Broncos
DESIGN ONLY	2,177,558	7/28/1998	PDB Sports, Ltd. (Colorado Limited Partnership), d/b/a Denver Broncos
DESIGN ONLY	2,177,555	7/28/1998	PDB Sports, Ltd. (Colorado Limited Partnership), d/b/a Denver Broncos
DESIGN ONLY	2,188,487	9/08/1998	PDB Sports, Ltd. (Colorado Limited Partnership), d/b/a Denver Broncos
DESIGN ONLY	2,451,187	5/15/2001	PDB Sports, Ltd. (Colorado Limited Partnership), d/b/a Denver Broncos
MILE HIGH SALUTE	2,713,926	5/6/2003	PDB Sports, Ltd. (Colorado Limited Partnership)

II. UNITED STATES COPYRIGHT REGISTRATIONS

TITLE OF WORK	REG NO.	REG DATE	RECORD OWNER
Broncos country design.	VAu705628	7/27/2005	PDB Sports, Ltd.