

## TRADEMARK ASSIGNMENT

Electronic Version v1.1  
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Conversion of Limited Partnership to Limited Liability Company		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
New England Patriots L.P.		06/03/2011	LIMITED PARTNERSHIP: DELAWARE
RECEIVING PARTY DATA			
Name:	New England Patriots LLC		
Street Address:	One Patriot Place		
City:	Foxborough		
State/Country:	MASSACHUSETTS		
Postal Code:	02035		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	1850666		
CORRESPONDENCE DATA			
Fax Number:	(212)847-0977		
Phone:	2124502000		
Email:	trademarkmatters@nfl.com		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Correspondent Name:	Anastasia Danias		
Address Line 1:	345 Park Ave, FL 7		
Address Line 2:	NFL		
Address Line 4:	New York, NEW YORK 10154		
ATTORNEY DOCKET NUMBER:	PATS OLD HELMET - ASSIGN		
NAME OF SUBMITTER:	Anastasia Danias		
Signature:	/Anastasia Danias/		

900206967

TRADEMARK  
REEL: 004659 FRAME: 0757

CH \$40.00 1850666

Date:

11/11/2011

Total Attachments: 6

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# Delaware

PAGE 1

*The First State*

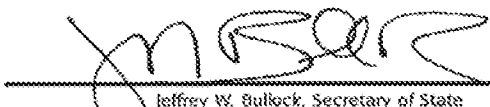
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE LIMITED PARTNERSHIP UNDER THE NAME OF "NEW ENGLAND PATRIOTS L.P." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "NEW ENGLAND PATRIOTS L.P." TO "NEW ENGLAND PATRIOTS LLC", FILED IN THIS OFFICE ON THE THIRD DAY OF JUNE, A.D. 2011, AT 4:33 O'CLOCK P.M.



2174512 8100V

110687881

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 8810317

DATE: 06-06-11

TRADEMARK  
REEL: 004659 FRAME: 0759

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 05:01 PM 06/03/2011  
FILED 04:33 PM 06/03/2011  
SRV 110687881 - 2174512 FILE

STATE OF DELAWARE  
CERTIFICATE OF CONVERSION  
FROM A LIMITED PARTNERSHIP TO A  
LIMITED LIABILITY COMPANY  
OF  
NEW ENGLAND PATRIOTS L.P.  
TO  
NEW ENGLAND PATRIOTS LLC

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*Pursuant to Section 18-214 of the Delaware Limited Liability Company Act*

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This Certificate of Conversion (this "Certificate") has been duly executed and is being filed by New England Patriots L.P., a Delaware limited partnership (the "Limited Partnership"), to convert the Limited Partnership to a limited liability company formed under the laws of the State of Delaware known as New England Patriots LLC (the "LLC").

1. The jurisdiction where the Limited Partnership first formed is the State of Delaware.
2. The jurisdiction of the Limited Partnership immediately prior to filing this Certificate is the State of Delaware.
3. The date the Limited Partnership first formed is October 4, 1988.
4. The name of the Limited Partnership immediately prior to filing this Certificate is New England Patriots L.P.
5. The name of the LLC as set forth in the Certificate of Formation of the LLC is New England Patriots LLC.
6. The effective date of this Certificate is the date of filing with the Secretary of State of the State of Delaware.

\*\*\*\*\*

IN WITNESS WHEREOF, the undersigned, being the duly authorized person to sign on behalf of the converting Limited Partnership, has executed this Certificate on this 5th day of June, 2011.

NEW ENGLAND PATRIOTS L.P.,  
by its General Partner,  
Kraft Patriots Inc.

By: 

Name: Robert K. Kraft

Title: President

[Signature Page to Certificate of Conversion of New England Patriots L.P. to New England Patriots LLC]

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REEL: 004659 FRAME: 0761

# Delaware

PAGE 2

*The First State*

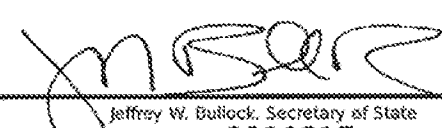
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "NEW ENGLAND PATRIOTS LLC" FILED IN THIS OFFICE ON THE THIRD DAY OF JUNE, A.D. 2011, AT 4:33 O'CLOCK P.M.



2174512 8100V

110687881

You may verify this certificate online  
at [corp.delaware.gov/authvar.shtml](http://corp.delaware.gov/authvar.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 8810317

DATE: 06-06-11

TRADEMARK  
REEL: 004659 FRAME: 0762

**CERTIFICATE OF FORMATION**

**OF**

**NEW ENGLAND PATRIOTS LLC**

The undersigned, an authorized natural person, for the purpose of forming a limited liability company, under the provisions and subject to the requirements of the State of Delaware (particularly Chapter 18, Title 6 of the Delaware Code and the acts amendatory thereof and supplemental thereto, and known, identified and referred to as the "Delaware Limited Liability Company Act"), hereby certifies that:

**FIRST:** The name of the limited liability company (hereinafter called the "Limited Liability Company") is:

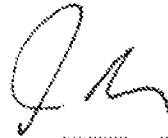
**New England Patriots LLC**

**SECOND:** The address of the registered office of the Limited Liability Company required to be maintained by Section 18-104 of the Delaware Limited Liability Company Act in the State of Delaware is 2711 Centerville Road, Suite 400, Wilmington, Delaware 19808, County of New Castle. The name of its registered agent at such address is Corporation Service Company.

**THIRD:** The effective date of this Certificate of Formation is the date of filing with the Secretary of State of the State of Delaware.

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IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation  
of New England Patriots LLC this 3<sup>rd</sup> day of June, 2011.



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Jonathan K. Bernstein  
Authorized Person