

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM312385

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
The Denver Nuggets Limited Partnership, composed of Ascent Sports, Inc., a Delaware Corporation		06/07/2004	LIMITED PARTNERSHIP: DELAWARE
RECEIVING PARTY DATA			
Name:	The Denver Nuggets Limited Partnership, composed of the general partner, Kroenke Sports Holdings, LLC, a Delaware limited liability company		
Street Address:	1000 Chopper Circle		
City:	Denver		
State/Country:	COLORADO		
Postal Code:	80204		
Entity Type:	LIMITED PARTNERSHIP: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	1094036	DENVER NUGGETS	
Registration Number:	2235704	DENVER NUGGETS	
CORRESPONDENCE DATA			
Fax Number:	2122235159		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	212-407-8330		
Email:	avgeorge@nba.com		
Correspondent Name:	Anil V. George		
Address Line 1:	Olympic Tower - 645 Fifth Avenue		
Address Line 4:	New York, NEW YORK 10022		
ATTORNEY DOCKET NUMBER:	NUGGETS ASCENT ASSIGNS		
NAME OF SUBMITTER:	Anil V. George		
SIGNATURE:	/Anil V. George/		
DATE SIGNED:	07/30/2014		
Total Attachments: 33			
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CH \$65.00 1094036

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DAVID B. EHRLICH
Vice President,
Business Affairs and General Counsel

September 28, 2000

Internal Revenue Service
Mail Stop 6271
PO Box 99050
Ogden, UT 84409

RE: Employer ID No. 84-1511484
Corporation Name Change
NBG Sports LLC

Dear Sir or Madam:

On January 19, 2000 a Certificate of Amendment was filed with the Office of the Secretary of the State of Delaware changing the name of the company from NBG Sports LLC to Ascent Sports LLC. Subsequently, on September 11, 2000 a Certificate of Amendment was filed with the Office of the Secretary of the State of Delaware changing its name from Ascent Sports LLC to Kroenke Sports Enterprises LLC. The company address is Pepsi Center, 1000 Chopper Circle, Denver, CO 80204.

Please send a confirming letter reflecting the above referenced Employer ID Number and the corrected company name. I am also enclosing a stamped self-addressed envelope and an acknowledgment copy of this letter. Please date-stamp and return in the envelope provided.

If you have any questions, please feel free to contact me at (303) 575-1905.

Very truly yours,

David B. Ehrlich

DBE/ml

Encl.

RECEIVED IN CORRES
IRS - OSC / 607

OCT 06 2000

OGDEN, UTAH



CHANGE OF NAME

Mail to: Secretary of State
Corporations Section
1560 Broadway, Suite 200
Denver, CO 80202
(303) 894-2251
Fax (303) 894-2242

For office use only

Please include a typed
self-addressed envelope

MUST BE TYPED
FILING FEE: \$25.00
MUST SUBMIT TWO COPIES

FILED - CUSTOMER COPY
DONNETTA DAVIDSON
COLORADO SECRETARY OF STATE
20001178415 C
\$ 75.00
SECRETARY OF STATE
09-13-2000 11:33:34

**AMENDED APPLICATION FOR CERTIFICATE OF AUTHORITY
OF A FOREIGN LIMITED LIABILITY COMPANY**

Pursuant to the provisions of the Colorado Limited Liability Company Act, the undersigned limited liability company hereby applies for an amended Certificate of Authority to transact business in the State of Colorado, and for that purpose, submits the following statement:

FIRST: The name of the limited liability company is Ascent Sports LLC

SECOND: The limited liability company is changing its name to Kroenke Sports Enterprises LLC

THIRD: It is organized under the laws of Delaware

FOURTH: The date of its organization is July 23, 1999 (qualified in Colorado November 2, 1999)

FIFTH: The address of the registered office in Colorado is 1675 Broadway, Denver, Colorado 70202

(include City, State, Zip)

and the name of the registered agent in Colorado at that address is The Corporation Company

SIXTH: The address of its principal office is 1000 Chopper Circle, Denver, CO 80204

(include City, State, Zip)

SEVENTH: THIS APPLICATION MUST BE ACCOMPANIED BY A CERTIFICATE OF FACT STATING THE NAME CHANGE ISSUED BY THE JURISDICTION OF ITS ORGANIZATION AND DATED WITHIN NINETY (90) DAYS OF THE FILING OF THE APPLICATION

ASCENT SPORTS LLC (now KROENKE SPORTS
ENTERPRISES LLC)

Signature By: 

Its Authorized Agent (Manager, Member or Authorized Agent)



STATE OF COLORADO

DEPARTMENT OF
STATE

CERTIFICATE

I, DONETTA DAVIDSON, SECRETARY OF STATE OF THE STATE OF
COLORADO HEREBY CERTIFY THAT

ACCORDING TO THE RECORDS OF THIS OFFICE

KROENKE SPORTS ENTERPRISES LLC
(DELAWARE LIMITED LIABILITY COMPANY)

FILE # 19991205422 WAS FILED IN THIS OFFICE ON November 02, 1999
AND HAS COMPLIED WITH THE APPLICABLE PROVISIONS OF THE
LAWS OF THE STATE OF COLORADO AND ON THIS DATE IS IN GOOD
STANDING AND AUTHORIZED AND COMPETENT TO TRANSACT BUSINESS
OR TO CONDUCT ITS AFFAIRS WITHIN THIS STATE.

Dated: September 13, 2000

Donetta Davidson

SECRETARY OF STATE

TRADEMARK

REEL: 005333 FRAME: 0163

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "ASCENT SPORTS LLC", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "KROENKE SPORTS ENTERPRISES LLC", THE ELEVENTH DAY OF SEPTEMBER, A.D. 2000, AT 3:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

3073904 8320

001458263

AUTHENTICATION: 0668832

DATE: 09-12-00

TRADEMARK
REEL: 005333 FRAME: 0164

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "ASCENT SPORTS LLC", CHANGING ITS NAME FROM "ASCENT SPORTS LLC" TO "KROENKE SPORTS ENTERPRISES LLC", FILED IN THIS OFFICE ON THE ELEVENTH DAY OF SEPTEMBER, A.D. 2000, AT 3:30 O'CLOCK P.M.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

3073904 8100

001457329

AUTHENTICATION: 0667964

DATE: 09-11-00

TRADEMARK
REEL: 005333 FRAME: 0165

CERTIFICATE OF AMENDMENT

OF

ASCENT SPORTS LLC

- 1. The name of the limited liability company is Ascent Sports LLC
- 2. The Certificate of Formation of the limited liability company is hereby amended as follows: (set forth amendment(s))


The name of the limited liability company is being changed to Kroenke Sports Enterprises LLC

Note: (Use the following paragraph if this Certificate is to be effective at a date or time (which must be a date or time certain) later than filing)

- 3. This Certificate of Amendment shall be effective on filing.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment of ASCENT SPORTS LLC this 8th day of September, 2000.

ASCENT SPORTS LLC

By: 
 Name: David B. Ehrlich
 Title: Vice President

Please include a typed self-addressed envelope

MUST BE TYPED
FILING FEE: \$25.00
MUST SUBMIT TWO COPIES

Mail to: Secretary of State
Corporations Section
1560 Broadway, Suite 200
Denver, CO 80202
(303) 894-2251
Fax (303) 894-2242

For office use only
FILED - CUSTOMER COPY
DONETTA DAVIDSON
COLORADO SECRETARY OF STATE

20001013022 C

\$ 40.00
SECRETARY OF STATE
01-20-2000 14:41:05

CHANGE OF NAME

AMENDED APPLICATION FOR CERTIFICATE OF AUTHORITY
OF A FOREIGN LIMITED LIABILITY COMPANY

Pursuant to the provisions of the Colorado Limited Liability Company Act, the undersigned limited liability company hereby applies for an amended Certificate of Authority to transact business in the State of Colorado, and for that purpose submits the following statement:

FIRST: The name of the limited liability company is NBG Sports LLC

SECOND: The limited liability company is changing its name to Ascent Sports LLC

THIRD: It is organized under the laws of Delaware

FOURTH: The date of its organization is July 23, 1999 (qualified in Colorado November 2, 1999)

FIFTH: The address of the registered office in Colorado is 1675 Broadway, Denver, Colorado 70202

(include City, State, Zip)

and the name of the registered agent in Colorado at that address is The Corporation Company

SIXTH: The address of its principal office is 1000 Chopper Circle, Denver, CO 80204

(include City, State, Zip)

SEVENTH: THIS APPLICATION MUST BE ACCOMPANIED BY A CERTIFICATE OF FACT STATING THE NAME CHANGE ISSUED BY THE JURISDICTION OF ITS ORGANIZATION AND DATE! WITHIN NINETY (90) DAYS OF THE FILING OF THE APPLICATION

NBG SPORTS LLC

Signature By Arthur M. Aaron

Arthur M. Aaron - President

Its Authorized Agent (Manager, Member or Authorized Agent)

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE CERTIFICATE OF MERGER, WHICH MERGES:

"ASCENT SPORTS, INC.", A DELAWARE CORPORATION, WITH AND INTO "NBG SPORTS LLC" UNDER THE NAME OF "NBG SPORTS LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, WAS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF OCTOBER, A.D. 1999, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID LIMITED LIABILITY COMPANY SHALL BE GOVERNED BY THE LAWS OF THE STATE OF DELAWARE.

DEPARTMENT OF REVENUE
DEPARTMENT OF TREASURY
COLORADO SECRETARY OF STATE

20001013021 C
\$ 75.00
SECRETARY OF STATE
01-20-2000 14:41:05



Edward J. Freel

Edward J. Freel, Secretary of State

2210971 8330

001026600

AUTHENTICATION:

0204621

DATE:

01-18-00

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "NBG SPORTS LLC", CHANGING ITS NAME FROM "NBG SPORTS LLC" TO "ASCENT SPORTS LLC", FILED IN THIS OFFICE ON THE NINETEENTH DAY OF JANUARY, A.D. 2000, AT 4:30 O'CLOCK P.M.



Edward J. Freel

Edward J. Freel, Secretary of State

3073904 8100

001030528

AUTHENTICATION: 0208869

DATE: 01-20-00

TRADEMARK
REEL: 005333 FRAME: 0169

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "NBG SPORTS LLC", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "ASCENT SPORTS LLC", THE NINETEENTH DAY OF JANUARY, A.D. 2000, AT 4:30 O'CLOCK P.M.



Edward J. Freel

Edward J. Freel, Secretary of State

3073904 8320
001031142

AUTHENTICATION: 0209407
DATE: 01-20-00

CERTIFICATE OF AMENDMENT

OF

NBG SPORTS LLC

- 1. The name of the limited liability company is NBG Sports LLC
- 2. The Certificate of Formation of the limited liability company is hereby amended as follows: (set forth amendment(s))

The name of the limited liability company is being changed to
Ascent Sports LLC

Note: (Use the following paragraph if this Certificate is to be effective at a date or time (which must be a date or time certain) later than filing)

- 3. This Certificate of Amendment shall be effective on filing.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment of NBG SPORTS LLC this 19th day of January, 2000.

NBG SPORTS LLC

By: 
Arthur M. Aaron, President

CONSENT OF SOLE MEMBER

OF

NBG SPORTS LLC

Pursuant to Section 18-302(d) of the Delaware Limited Liability Company Act, 6 Del. C. § 18-101, et seq., as amended from time to time (the "Act"), and Section 18 of the Limited Liability Company Agreement, dated and effective as of August 16, 1999, of NBG SPORTS LLC (the "Company"), the undersigned, being the sole Member of the Company, does hereby consent to, vote in favor of and adopt the following resolutions without a meeting:

WHEREAS, Ascent Entertainment Group, Inc., a Delaware corporation ("AEG"), Member, Liberty Denver Arena LLC, a Delaware limited liability company, Colorado Sports and Entertainment, Inc., a Delaware corporation, Sturm Avalanche, LLC, a Delaware limited liability company, Sturm Nuggets, LLC, a Delaware limited liability company, and Sturm Arena, LLC, a Delaware limited liability company, have previously entered into a Purchase and Sale Agreement, dated as of July 27, 1999, as amended (the "Agreement"); and

WHEREAS, the Agreement contemplates (i) the transfer by AEG to Member of all of the issued and outstanding shares of capital stock of Ascent Sports, Inc., a Delaware corporation ("Ascent Sports"), and, thereafter, (ii) the merger (the "Merger") of Ascent Sports with and into the Company, with the Company as the surviving limited liability company in the Merger; and

WHEREAS, the Manager of the Company has approved and adopted an Agreement of Merger to effect the Merger (the "Merger Agreement").

NOW, THEREFORE, BE IT

RESOLVED, that the Merger Agreement, substantially in the form attached hereto as Exhibit A be, and it hereby is, approved and adopted for all purposes under the Act, and that the Merger and the other transactions

TRADEMARK

W/381220v1

REEL: 005333 FRAME: 0172

contemplated by the Merger Agreement be, and they hereby are, adopted, ratified and approved.

Dated: Oct. 28, 1999

ASCENT SPORTS HOLDINGS, INC.,
as Member

By: 
Name:
Title:

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"ASCENT SPORTS, INC.", A DELAWARE CORPORATION,
WITH AND INTO "NBG SPORTS LLC" UNDER THE NAME OF "NBG SPORTS LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF OCTOBER, A.D. 1999, AT 9 O'CLOCK A.M.



A handwritten signature in cursive script that reads "Edward J. Freel".

Edward J. Freel, Secretary of State

2210971 8100M

991555634

AUTHENTICATION: 0159702

DATE: 12-22-99

TRADEMARK
REEL: 005333 FRAME: 0174

Mail to: Secretary of State
Corporations Section
1560 Broadway, Suite 200
Denver, CO 80202
(303) 894-2251
Fax (303) 894-2242

For office use only

19991205422 0
\$ 90.00
SECRETARY OF STATE
11-02-1999 12:46:10

Please include a typed
self-addressed envelope

MUST BE TYPED
FILING FEE: \$75.00
MUST SUBMIT TWO COPIES

FILED - CUSTOMER COPY
DONETTA DAVIDSON
COLORADO SECRETARY OF STATE

**APPLICATION FOR CERTIFICATE OF AUTHORITY
OF A FOREIGN LIMITED LIABILITY COMPANY**

Pursuant to the provisions of the Colorado Limited Liability Company Act, the undersigned limited liability company hereby applies for a Certificate of Authority to transact business in the State of Colorado, and for that purpose, submits the following statement:

FIRST: The name of the limited liability company is NBG SPORTS LLC

SECOND: The name which it elects to use in Colorado is* NBG SPORTS LLC

*If the name in the jurisdiction of organization is not available in Colorado.

THIRD: It is organized under the laws of Delaware

FOURTH: The date of its organization is July 23, 1999

FIFTH: The address of the proposed registered office in Colorado is (Include City, State, Zip) 1675 Broadway, Denver, CO 80202
and the name of its proposed registered agent in Colorado at that address is The Corporation Company

SIXTH: The address of its principal office (Include City, State, Zip) 1225 Seventeenth Street, Suite 1800, Denver, CO 80202

SEVENTH: THIS APPLICATION MUST BE ACCOMPANIED BY A CERTIFICATE OF GOOD STANDING ISSUED BY THE JURISDICTION OF ITS ORGANIZATION AND DATED WITHIN NINETY (90) DAYS OF THE FILING OF THE APPLICATION.

NBG Sports LLC , By: Ascent Sports Holdings, Inc.
Signature By: Arthur M. Aaron
Its Manager (Manager, Member or Authorized Agent)

CERTIFICATE OF MERGER

OF

ASCENT SPORTS, INC.
(A Delaware corporation)

with and into

NBG SPORTS LLC
(A Delaware limited liability company)

(Filed pursuant to 8 Del. C. § 264 and 6 Del. C. § 18-209)

NBG Sports LLC ("LLC"), a limited liability company organized and existing under and by virtue of the Limited Liability Company Act of the State of Delaware, does hereby CERTIFY:

FIRST: That the name and State of organization of each of the constituent entities to the merger is as follows:

Ascent Sports, Inc. (Delaware)

NBG Sports LLC (Delaware)

SECOND: That an Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the foregoing entities in accordance with the requirements of 8 Del. C. § 264(c) and 6 Del. C. § 18-209(b).

THIRD: That the name of the surviving entity, which is and shall be a Delaware limited liability company, is NBG Sports LLC."

FOURTH: That the merger shall be effective on October 28, 1999 at 11:59 p.m.

FIFTH: That the Agreement of Merger is on file at the principal place of business of LLC, which address is 1225 Seventeenth Street, Denver, Colorado 80202.

W/380827v2

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 10/28/1999
991458341 - 3073904

TRADEMARK
REEL: 005333 FRAME: 0176


SIXTH: That a copy of the Agreement of Merger will be furnished by LLC, on request and without cost, to any member of LLC or any stockholder of Ascent Sports, Inc.

{Signature Page Follows}

IN WITNESS WHEREOF, LLC has caused this Certificate of Merger to be signed by the undersigned duly authorized signatory, this 28th day of October, 1999.

NBG SPORTS LLC

**By: ASCENT SPORTS HOLDINGS, INC., as
Manager**

By: 
Name: Andrew M. Aron
Title: Vice President

NBG SPORTS, LLC

Action of Manager

WHEREAS, pursuant to the Limited Liability Company Agreement (the "LLC Agreement"), dated and effective as of August 16, 1999, of NBG SPORTS, LLC, a Delaware limited liability company (the "Company"), Ascent Sports Holdings, Inc., a Delaware corporation ("HC"), is the manager of the Company (the "Manager");

WHEREAS, Ascent Entertainment Group, Inc., a Delaware corporation, Liberty Denver Arena, LLC, a Delaware limited liability company, Colorado Sports and Entertainment, Inc., a Delaware corporation, Sturm Avalanche, LLC, a Delaware limited liability company, Sturm Nuggets, LLC, a Delaware limited liability company, and Sturm Arena, LLC, a Delaware limited liability company, have previously entered into a Purchase and Sale Agreement, dated as of July 27, 1999, as amended (the "Agreement");

WHEREAS, the Agreement contemplates (i) the merger of Ascent Sports, Inc., a Delaware corporation, with and into the Company, with the Company as the surviving limited liability company in the merger (the "Merger"), and thereafter, (ii) the distribution by the Company to HC, its sole member, of a 50% membership interest in Colorado Avalanche, LLC, a Colorado limited liability company ("Avalanche LLC"); and

WHEREAS, Section 9 of the LLC Agreement provides that distributions to Members of the Company shall be made at the times and in the aggregate amounts determined by the Manager.

NOW THEREFORE, BE IT

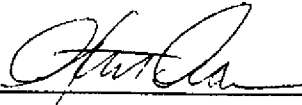
RESOLVED, that subject to and conditioned upon the consummation of the Merger, a distribution to HC of a 50% membership interest in Avalanche LLC be made to Ascent Sports Holdings, Inc., the Company's sole Member, immediately following the consummation of the Merger (the "Distribution"); and

FURTHER RESOLVED, that any officer of the Company be, and each of them individually hereby is, authorized and directed for and on behalf of the Company, to take such actions as may be necessary or advisable in connection with the Distribution.

By signature below of a duly authorized officer of the Manager, the Manager hereby ratifies and affirms the foregoing action in all respects and authorizes the Company to take any appropriate action, consistent with the purposes of such resolutions.

Dated: Oct. 28, 1999

ASCENT SPORTS HOLDINGS, INC.
as Manager

By: 
Name:
Title:

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "THE DENVER NUGGETS LIMITED PARTNERSHIP", FILED IN THIS OFFICE ON THE SEVENTH DAY OF JUNE, A.D. 2004, AT 6:52 O'CLOCK P.M.



2206658 8100

040421661

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3159791

DATE: 06-09-04

TRADEMARK

REEL: 005333 FRAME: 0181

CERTIFICATE OF AMENDMENT
TO THE
AMENDED AND RESTATED CERTIFICATE OF LIMITED PARTNERSHIP
OF
THE DENVER NUGGETS LIMITED PARTNERSHIP

The undersigned, desiring to amend the Amended and Restated Certificate of Limited Partnership of The Denver Nuggets Limited Partnership pursuant to the provisions of Section 17-202 of the Revised Uniform Limited Partnership Act of the State of Delaware, does hereby certify as follows:

FIRST: The name of the Limited Partnership is The Denver Nuggets Limited Partnership.

SECOND: Article III of the Amended and Restated Certificate of Limited Partnership shall be amended as follows:

The name and address of each general partner is as follows:

<u>Name</u>	<u>Address</u>
Kroenke Sports Holdings LLC	1000 Chopper Circle Denver, Colorado 80204

IN WITNESS WHEREOF, the undersigned executed this Amendment to the Amended and Restated Certificate of Limited Partnership on this 7th day of June, 2004.

The Denver Nuggets Limited Partnership

By: Kroenke Sports Holdings LLC, a
Delaware limited liability company, General
Partner

By: /s/ David B. Ehrlich
David B. Ehrlich, Vice President

AMENDED AND RESTATED
CERTIFICATE OF LIMITED PARTNERSHIP
OF
THE DENVER NUGGETS LIMITED PARTNERSHIP

The Denver Nuggets Limited Partnership, a limited partnership organized under the Delaware Revised Uniform Limited Partnership Act (the "Act"), for the purpose of amending and restating its Certificate of Limited Partnership filed with the office of the Secretary of State of Delaware on August 30, 1989, as amended and restated pursuant to the Amended and Restated Certificate of Limited Partnership of The Denver Nuggets Limited Partnership filed with the office of the Secretary of State of Delaware on December 13, 1989, hereby certifies that its Certificate of Limited Partnership shall be further amended and restated in its entirety to read as follows:

I. The name of the limited partnership is The Denver Nuggets Limited Partnership.

II. The address of the limited partnership's registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, Wilmington, County of New Castle. The name of the limited partnership's registered agent for service of process in the State of Delaware at such address is The Corporation Trust Company.

III. The name and mailing address of each general partner is as follows:

<u>Name</u>	<u>Mailing Address</u>
Ascent Sports, LLC	c/o The Kroenke Group 1001 Cherry Street, Suite 308 Columbia, Missouri 65201

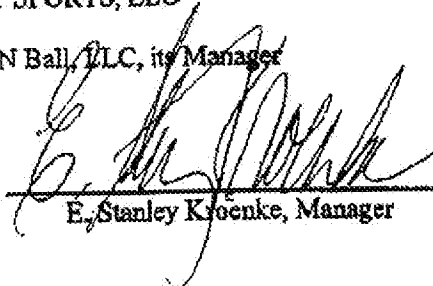
IV. The Amended and Restated Agreement of Limited Partnership of the limited partnership contains certain restrictions and provisions which run to and for the benefit of the City and County of Denver (the "City"), as an express third party beneficiary, may not be amended without the City's prior written consent, and are binding upon and establish certain obligations of the partners of the limited partnership.

IN WITNESS WHEREOF, this Amended and Restated Certificate of Limited Partnership, which restates and integrates and also further amends the Certificate of Limited Partnership as heretofore amended, restated or supplemented, has been duly executed as of the 10th day of June, 2000 and is being filed in accordance with Section 17-210 of the Act by a general partner thereunto duly authorized and by each general partner designated herein as a new general partner.

ASCENT SPORTS, LLC

By: KMN Ball, LLC, its Manager

By:



E. Stanley Kroenke, Manager

**AMENDED AND RESTATED
CERTIFICATE OF LIMITED PARTNERSHIP
OF
THE DENVER NUGGETS LIMITED PARTNERSHIP**

The Denver Nuggets Limited Partnership, a limited partnership organized under the Delaware Revised Uniform Limited Partnership Act (the "Act"), for the purpose of amending and restating its Certificate of Limited Partnership filed with the Office of the Secretary of State of Delaware on August 30, 1989, under the name The Denver Nuggets Limited Partnership hereby certifies that its Certificate of Limited Partnership is amended and restated in its entirety to read as follows:

I. The name of the limited partnership is The Denver Nuggets Limited Partnership.

II. The address of the Partnership's registered office in the State of Delaware is Corporation Trust Center, 1200 Orange Street, Wilmington, County of New Castle. The name of the Partnership's registered agent for service of process in the State of Delaware at such address is The Corporation Trust Company.

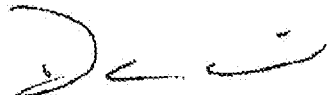
III. The name and mailing address of each general partner is as follows:

<u>Name</u>	<u>Mailing Address</u>
Ascent Sports LLC, a Delaware limited liability company	1000 Chopper Circle Denver, CO 80204

IN WITNESS WHEREOF, this Amended and Restated Certificate of Limited Partnership, which restates and integrates and also further amends the Certificate of Limited Partnership as heretofore amended or supplemented, has been duly executed as of the 29th day of March, 2000 and is being filed in accordance with Section 17-210 of the Act by the sole general partner thereunto duly authorized, also being the general partner designated herein as the new general partner.

**THE DENVER NUGGETS LIMITED
PARTNERSHIP**

By: ASCENT SPORTS LLC, a Delaware
limited liability company, General Partner

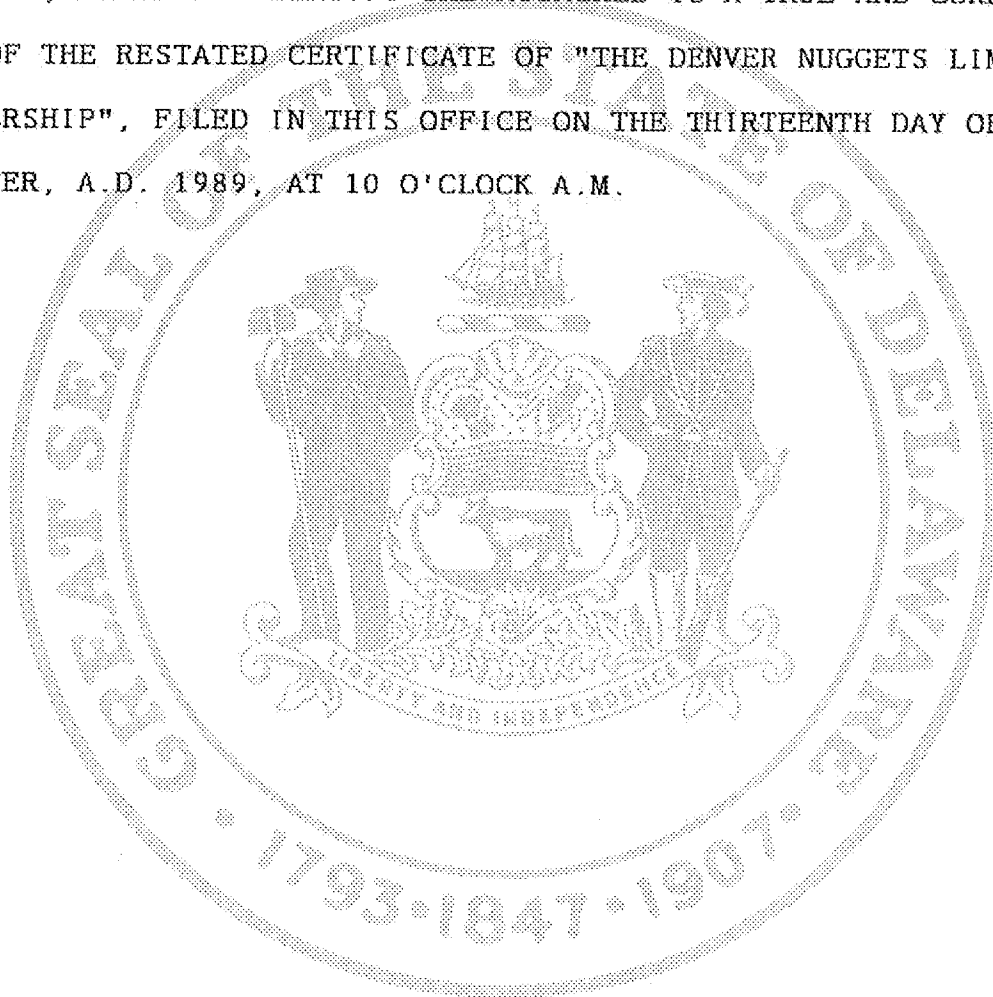
By: 
David B. Ehrlich - Vice President

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 04:30 PM 03/29/2000
001161349 - 2206658

State of Delaware

Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE RESTATED CERTIFICATE OF "THE DENVER NUGGETS LIMITED PARTNERSHIP", FILED IN THIS OFFICE ON THE THIRTEENTH DAY OF DECEMBER, A.D. 1989, AT 10 O'CLOCK A.M.



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

2206658 8100

950295813

DATE: 7754017

TRADEMARK

REEL: 005333 FRAME: 0186

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AMENDED AND RESTATED
CERTIFICATE OF LIMITED PARTNERSHIP
OF
THE DENVER NUGGETS LIMITED PARTNERSHIP

[Signature]
SECRETARY OF STATE

The Denver Nuggets Limited Partnership, a limited partnership organized under the Delaware Revised Uniform Limited Partnership Act (the "Act"), for the purpose of amending and restating its Certificate of Limited Partnership filed with the office of the Secretary of State of Delaware on August 30, 1989, under the name The Denver Nuggets Limited Partnership hereby certifies that its Certificate of Limited Partnership is amended and restated in its entirety to read as follows:

I. The name of the limited partnership is The Denver Nuggets Limited Partnership.

II. The address of the Partnership's registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, Wilmington, County of New Castle. The name of the Partnership's registered agent for service of process in the State of Delaware at such address is The Corporation Trust Company.

III. The name and mailing address of each general partner is as follows:

<u>Name</u>	<u>Mailing Address</u>
The Denver Nuggets Corporation, a Delaware corporation	c/o Joseph A. Walsh, Jr. Winston & Strawn 35 West Wacker Drive Chicago, IL 60601
COMSAT Denver, Inc., a Delaware corporation	22300 COMSAT Drive Clarksburg, MD 20871

IN WITNESS WHEREOF, this Amended and Restated Certificate of Limited Partnership, which restates and integrates and also

further amends the Certificate of Limited Partnership as heretofore amended or supplemented, has been duly executed as of the 30th day of November, 1989 and is being filed in accordance with Section 17-210 of the Act by a general partner thereunto duly authorized and by each general partner designated herein as a new general partner.

THE DENVER NUGGETS LIMITED PARTNERSHIP

By: THE DENVER NUGGETS CORPORATION,
General Partner

By: 
Peter C. B. Bynoe, President

By: COMSAT DENVER, INC.,
General Partner

By: 
Daniel F. Thomas, Vice President

8/30/89

CERTIFICATE OF LIMITED PARTNERSHIP
OF
THE DENVER NUGGETS LIMITED PARTNERSHIP

The undersigned, desiring to form a limited partnership pursuant to the Delaware Revised Uniform Limited Partnership Act, 6 Delaware Code, Chapter 17, do hereby certify as follows:

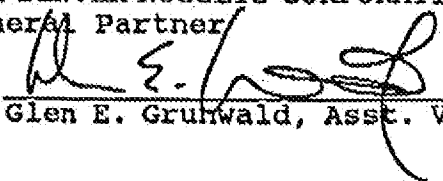
I. The name of the limited partnership is The Denver Nuggets Limited Partnership.

II. The address of the Partnership's registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, Wilmington, County of New Castle. The name of the Partnership's registered agent for service of process in the State of Delaware at such address is The Corporation Trust Company.

III. The name and mailing address of each general partner is as follows:

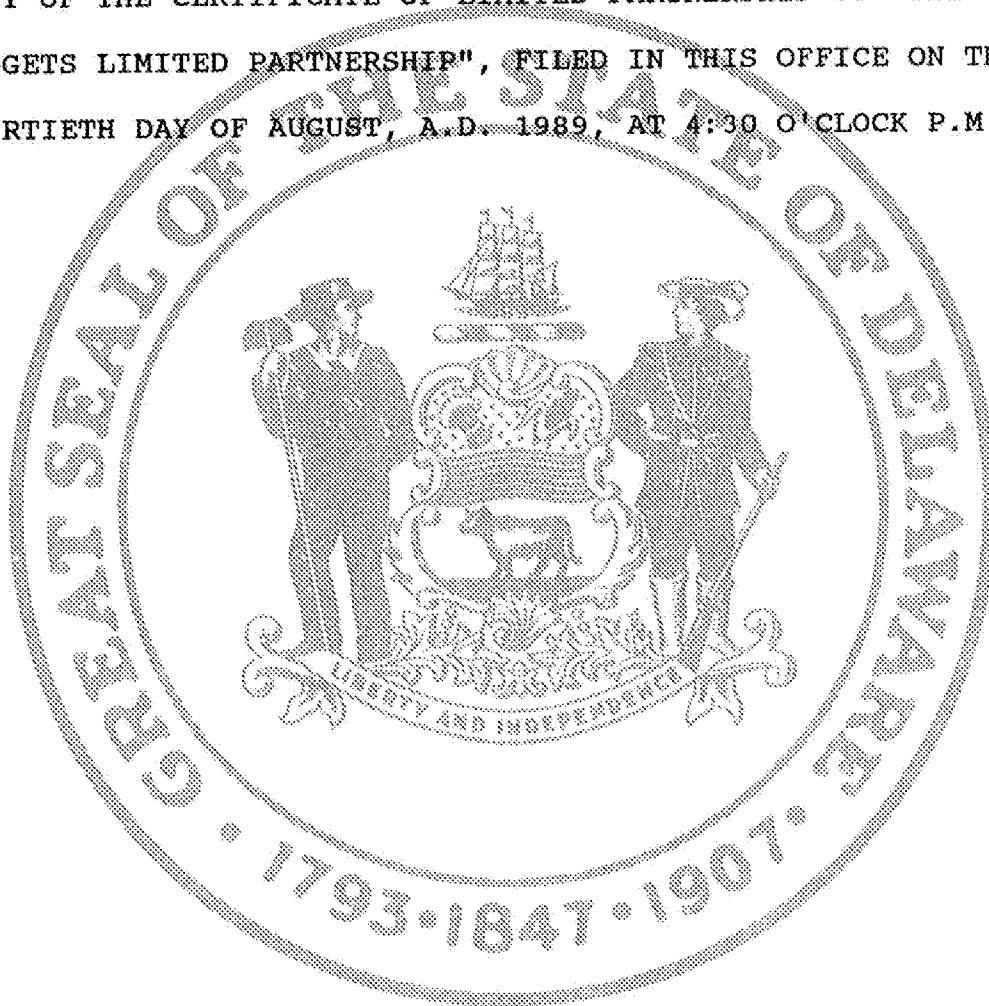
<u>Name</u>	<u>Mailing Address</u>
The Denver Nuggets Corporation, a Delaware corporation	c/o Joseph A. Walsh, Jr. Winston & Strawn 35 West Wacker Drive Chicago, IL 60601

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Limited Partnership of The Denver Nuggets Limited Partnership as of August 30, 1989.

THE DENVER NUGGETS CORPORATION,
General Partner
By: 
Glen E. Grunwald, Asst. V.P.

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF LIMITED PARTNERSHIP OF "THE DENVER NUGGETS LIMITED PARTNERSHIP", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF AUGUST, A.D. 1989, AT 4:30 O'CLOCK P.M.



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

8135219

DATE:

10-07-96

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TRADEMARK

REEL: 005333 FRAME: 0190

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FILED

AUG 30 1989

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John P. ...
NOTARIAL PUBLIC

CERTIFICATE OF LIMITED PARTNERSHIP

OF

THE DENVER NUGGETS LIMITED PARTNERSHIP

The undersigned, desiring to form a limited partnership pursuant to the Delaware Revised Uniform Limited Partnership Act, 6 Delaware Code, Chapter 17, do hereby certify as follows:

I. The name of the limited partnership is The Denver Nuggets Limited Partnership.

II. The address of the Partnership's registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, Wilmington, County of New Castle. The name of the Partnership's registered agent for service of process in the State of Delaware at such address is The Corporation Trust Company.

III. The name and mailing address of each general partner is as follows:

<u>Name</u>	<u>Mailing Address</u>
The Denver Nuggets Corporation, a Delaware corporation	c/o Joseph A. Walsh, Jr. Winston & Strawn 35 West Wacker Drive Chicago, IL 60601

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Limited Partnership of The Denver Nuggets Limited Partnership as of August 30, 1989.

THE DENVER NUGGETS CORPORATION,
General Partner

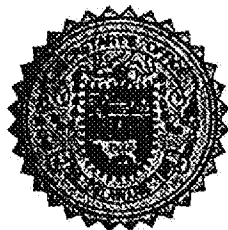
By: *Glen E. Grunwald*
Glen E. Grunwald, Asst. V.P.

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "KROENKE SPORTS ENTERPRISES LLC", CHANGING ITS NAME FROM "KROENKE SPORTS ENTERPRISES LLC" TO "KROENKE SPORTS HOLDINGS LLC", FILED IN THIS OFFICE ON THE SEVENTEENTH DAY OF OCTOBER, A.D. 2002, AT 4:30 O'CLOCK P.M.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3073904 8100

AUTHENTICATION: 2041929

020644371

DATE: 10-18-02

TRADEMARK
REEL: 005333 FRAME: 0192

CERTIFICATE OF AMENDMENT

OF

KROENKE SPORTS ENTERPRISES LLC

1. The name of the limited liability company is Kroenke Sports Enterprises LLC.
2. The Certificate of Formation of the limited liability company is hereby amended as follows:

The name of the limited liability company is being changed to Kroenke Sports Holdings LLC.

3. This Certificate of Amendment shall be effective on filing.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment of Kroenke Sports Enterprises LLC this 16th day of October, 2002.

KROENKE SPORTS ENTERPRISES LLC, a
Delaware limited liability company

By: /s/ David Ehrlich
David Ehrlich, Executive Vice President
Authorized Person