

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings ⇔ ⇔ ⇔ ▼ ▼ ▼ ▼ ▼ ▼ ▼

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): Chargers Football Company, LLC
Individual(s) Association
General Partnership Limited Partnership
Corporation-State
Other California Limited Liability Company
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: Bank of America, N.A.
Internal Address: Bank of America Corporate Center
Street Address: 100 North Tyron Street
City: Charlotte State: NC Zip: 29255
Individual(s) citizenship
Association
General Partnership
Limited Partnership
Corporation-State
Other National banking association
If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
Assignment Merger
Security Agreement Change of Name
Other SEE ATTACHED
Execution Date: November 8, 2002

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
Additional number(s) attached Yes No 1163692 1101759 733575

B. Trademark Registration No.(s) 1882586 1810711
1807451 1679687 1217890 1217889

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Maria A. Lijoi, Esq.
Internal Address: Skadden, Arps, Slate, Meagher & Flom LLP
Street Address: Four Times Square
City: New York State: NY Zip: 10036-6522

6. Total number of applications and registrations involved: 9

7. Total fee (37 CFR 3.41).....\$ 240.00
Enclosed
Authorized to be charged to deposit account

8. Deposit account number:
19-2385 (Our Ref: 401530/252)

DO NOT USE THIS SPACE

9. Signature.
Maria A. Lijoi Signature Date March 7, 2003
Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 8

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

Continuation of Nature of Conveyance

3. Notice of Confirmation of Grant of Security Interest In Trademarks.

NOTICE OF CONFIRMATION OF
GRANT OF SECURITY INTEREST
IN TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to a Security Agreement, dated as of November 12, 1998, as amended, restated or otherwise modified (the "Security Agreement"), by and among Chargers Football Company, LLC (the "Borrower") and Bank of America, N.A., acting as collateral agent for the Purchasers, the Bank Investors, Football Funding, and the Bank Lenders (each as defined in the Security Agreement; together, the "Secured Parties") (Bank of America, N.A. in its capacity as collateral agent and any successor in such capacity being hereinafter referred to as the "Collateral Agent"), the Borrower hereby confirms that it has granted to the Collateral Agent for the ratable benefit of the Secured Parties a security interest in, and right of set off against, the Trademarks and Trade Names (as defined in the Security Agreement), including, without limitation, the trademark and service mark registrations and applications shown on the attached Schedule A hereto. The Borrower hereby confirms that it has acknowledged and agreed that the Collateral Agent (and with respect to rights of set-off, 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 set-off 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, including, without limitation, the trademark and service mark registrations and applications shown on the attached Schedule A hereto.

The security interest in and to and right of set-off against the Trademarks and Trade Names, including, without limitation, the trademark and service mark 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,

CHARGERS FOOTBALL COMPANY,
LLC

By: Chargers Enterprises, LLC,
its Manager

By: A.G. Spanos, Trustee of the Alex
and Faye Spanos Family Trust, UA
Dated January 27, 1998, its Sole
Member

By: 
Name: A. G. Spanos
Title: Trustee

Acknowledged and Accepted:

BANK OF AMERICA, N.A.,
as Collateral Agent

By: _____
Name: Wm. Elliott McCabe
Title: Managing Director

The security interest in and to and right of set-off against the Trademarks and Trade Names, including, without limitation, the trademark and service mark 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,

CHARGERS FOOTBALL COMPANY,
LLC

By: Chargers Enterprises, LLC,
its Manager

By: A.G. Spanos, Trustee of the Alex
and Faye Spanos Family Trust, UA
Dated January 27, 1998, its Sole
Member

By: _____
Name:
Title:

Acknowledged and Accepted:

BANK OF AMERICA, N.A.,
as Collateral Agent

By: *Wm. Elliott McCabe*
Name: Wm. Elliott McCabe
Title: Managing Director

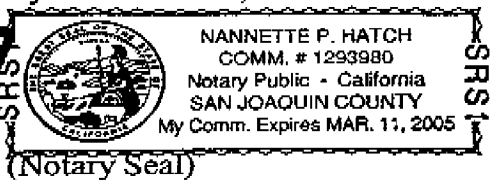
STATE OF California

COUNTY OF San Joaquin

On November 6, 2002, before me, Nannette P. Hatch, Notary Public, personally appeared **A. G. Spanos**, personally known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal, this 6th day of November, 2002.

Nannette P. Hatch
Notary Public
My Commission Expires: March 11, 2005



Capacity Claimed by Signer: Trustee
Signer Represents: Alex and Faye Spanos Family Trust, UA Dated January 27, 1998.

STATE OF _____

COUNTY OF _____

I, _____, a Notary Public of the County and State aforesaid, certify that _____, personally came before me this day and acknowledged that (s)he is _____ of Bank of America, N.A. and that by authority duly given and as the act of the association, the foregoing instrument was signed by him/her in its name as _____.

WITNESS my hand and official stamp or seal, this _____ day of November, 2002.

Notary Public
My Commission Expires:

(Notary Seal)

SCHEDULE A**1. FEDERAL REGISTRATIONS**

MARK	REG. / APP. NO.	REG. / APP. DATE	RECORD OWNER
SAN DIEGO CHARGERS	1,882,586	3/07/95	Chargers Football Company
DESIGN ONLY	1,810,711	12/14/93	Chargers Football Company
SAN DIEGO CHARGERS	1,807,451	11/30/93	Chargers Football Company
CHARGER GIRLS	1,679,687	3/17/92	Chargers Football Company
7 and Design	1,217,890	11/23/82	Chargers Football Company
7 and Design	1,217,889	11/23/82	Chargers Football Company
CHARGERS POWERLINE and Design	1,163,692	8/04/81	Chargers Football Company
DESIGN ONLY	1,101,759	9/05/78	Chargers Football Company
CHARGERS (Stylized Letters)	733,575	6/26/62	Chargers Football Company

2. STATE REGISTRATIONS

MARK	STATE	REG. NO.	REG. DATE	RECORD OWNER(S)
DESIGN ONLY	Florida	T95,124	1/13/95	Chargers Football Company
CHARGERS (Stylized Letters)	Florida	T95,123	1/13/95	Chargers Football Company
CHARGERS	Florida	T95,122	1/13/95	Chargers Football Company
DESIGN ONLY	Florida	T95,121	1/13/95	Chargers Football Company
SAN DIEGO CHARGERS and Design	Florida	T95,120	1/13/95	Chargers Football Company
DESIGN ONLY	Florida	T95,119	1/13/95	Chargers Football Company
WE'RE BACK BOLTERGEIST SAN DIEGO CHARGERS and Design	California	99,896	3/02/95	Alex G. Spanos DBA Chargers Football Company
THE BOLT IS BACK! SAN DIEGO CHARGERS and Design	California	97,351	3/17/93	Alex G. Spanos DBA Chargers Football Company
CHARGERS (Stylized Letters)	California	27,035	6/2/86	Alex G. Spanos DBA Chargers Football Company
DESIGN ONLY	California	27,004	6/02/86	Alex G. Spanos DBA Chargers Football Company
GET CHARGED UP (Block Letters)	California	25,141	11/26/85	Chargers Football Company
TURN ON THE POWER (Stylized Letters)	California	8,551	8/21/79	Alex G. Spanos DBA Chargers Football Company
CHARGER POWER (Stylized Letters)	California	8,550	8/21/79	Alex G. Spanos DBA Chargers Football Company
CHARGERS POWERLINE (Stylized Letters)	California	8,549	8/21/79	Alex G. Spanos DBA Chargers Football Company
SAN DIEGO CHARGERS	California	4,993	12/13/76	Alex G. Spanos DBA Chargers Football Company

3. CANADIAN REGISTRATIONS

MARK	REG. / APP. NO.	REG. / APP. DATE	RECORD OWNER
SAN DIEGO CHARGERS	TMA249,233	8/08/80	Chargers Football Company
CHARGERS and Design	TMA335,427	12/18/87	Chargers Football Company
CHARGERS	TMA474,824	4/16/97	Chargers Football Company
CHARGERS and Design	TMA249,232	8/08/80	Chargers Football Company
DESIGN ONLY	TMA249,241	8/08/80	Chargers Football Company