

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | SECURITY INTEREST |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|--------------------------------|----------|----------------|-----------------------|
| New York Football Giants, Inc. | | 04/08/2010 | CORPORATION: NEW YORK |

RECEIVING PARTY DATA

| | |
|-------------------|----------------------------------|
| Name: | Bank of America, N.A. |
| Street Address: | 100 NORTH TRYON STREET |
| Internal Address: | BANK OF AMERICA CORPORATE CENTER |
| City: | Charlotte |
| State/Country: | NORTH CAROLINA |
| Postal Code: | 28255 |
| Entity Type: | National Association: |

PROPERTY NUMBERS Total: 20

| Property Type | Number | Word Mark |
|----------------------|---------|-----------------------|
| Registration Number: | 1228988 | 7 |
| Registration Number: | 1217891 | 7 |
| Registration Number: | 1174596 | GIANTS |
| Registration Number: | 1802062 | GIANTS |
| Registration Number: | 1174598 | GIANTS |
| Registration Number: | 2147207 | GIANTS GIANTS STADIUM |
| Registration Number: | 1248654 | GIANTS STADIUM |
| Registration Number: | 1927075 | NEW YORK GIANTS |
| Registration Number: | 1843003 | NEW YORK GIANTS |
| Registration Number: | 1174597 | NEW YORK GIANTS |
| Registration Number: | 2774776 | NY |
| Registration Number: | 2804140 | NY |
| Registration Number: | 2790409 | NY |

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|----------------------|---------|------------------------------|
| Registration Number: | 2790408 | NY |
| Registration Number: | 3005335 | NY |
| Registration Number: | 835679 | THE NEW YORK FOOTBALL GIANTS |
| Registration Number: | 3351878 | NY GIANTS |
| Registration Number: | 3421494 | NEW YORK GIANTS |
| Registration Number: | 3439002 | GIANTS |
| Registration Number: | 3397365 | NY |

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 LLP
Address Line 1: Four Times Square
Address Line 2: Attn: Matthew Fagin, Esq.
Address Line 4: New York, NEW YORK 10036

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|-------------------------|-----------------|
| ATTORNEY DOCKET NUMBER: | 401530/0374 |
| NAME OF SUBMITTER: | Matthew Fagin |
| Signature: | /Matthew Fagin/ |
| Date: | 04/27/2010 |

Total Attachments: 5
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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:

Please be advised that pursuant to an Amended and Restated Security Agreement, dated as of April 8, 2010 (as such Amended and Restated Security Agreement may be amended, modified, supplemented or restated, the "*Security Agreement*"), by and between New York Football Giants, Inc., a New York corporation (the "*Borrower*") and Bank of America, N.A., acting as collateral agent for the Secured Parties (as defined in the Security 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 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 Security Agreement), including, without limitation, the trademark, service mark and copyright registrations and applications shown on the attached Schedule A hereto.

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.

Notwithstanding the foregoing, no security interest shall be granted or attach hereunder with respect to any Trademark or Trade Name applications filed in the United States Patent and Trademark Office on the basis of the Borrower's intent to use any such Trademark or Trade Name pursuant to U.S.C. § 1051 Section 1(b), unless and until such Trademark or Trade Name is used in interstate commerce, at which point the security interest granted hereunder shall attach to such application; *provided*, that, the foregoing exclusion shall apply only to the extent that granting a lien in such application prior to such use would adversely affect the enforceability or validity of such application.

Very truly yours,

NEW YORK FOOTBALL GIANTS, INC.

By: Christine Procop
Name: Christine Procop
Title: VP+CFO

Acknowledged and Accepted:

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

By: _____
Name: _____
Title: _____

[Notice of IP Grant]

STATE OF New Jersey)
) SS
COUNTY OF Bergen)

On April 5, 2010 before me, CAROLYN Kuhl, Notary Public, personally appeared CHRISTINE PROCOPS, who proved to me on the basis of satisfactory evidence 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.

I certify under PENALTY OF PERJURY under the laws of the State of New Jersey that the foregoing paragraph is true and correct.

Witness my hand and official seal.

(Seal)

Signature Carolyn Kuhl

(Notary Seal)

CAROLYN KUHL
Notary Public of New Jersey
My Commission Expires Nov. 14, 2014

Very truly yours,

NEW YORK FOOTBALL GIANTS, INC.

By: _____

Name:

Title:

Acknowledged and Accepted:

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

By: [Signature]

Name: Stephen Vogel

Title: Vice President

[Notice of IP Grant]

SCHEDULE A

**UNITED STATES TRADEMARK
REGISTRATIONS AND APPLICATIONS FOR
New York Football Giants, Inc.**

I. UNITED STATES TRADEMARK REGISTRATIONS AND APPLICATIONS

| Jurisdiction | Trademark | Reg No. (App. No) | Reg Date (App. Date) | Record Owner |
|--------------|----------------------------------|----------------------|-------------------------|------------------------------------|
| U.S. | 7 and Design | 1,228,988 | 03/01/1983 | The New York Football Giants, Inc. |
| U.S. | 7 and Design | 1,217,891 | 11/23/1982 | The New York Football Giants, Inc. |
| U.S. | GIANTS | 1,174,596 | 10/20/1981 | New York Football Giants, Inc. |
| U.S. | GIANTS and Design | 1,802,062 | 11/02/1993 | New York Football Giants, Inc. |
| U.S. | GIANTS and Design | 1,174,598 | 10/20/1981 | New York Football Giants, Inc. |
| U.S. | GIANTS GIANTS STADIUM and Design | 2,147,207 | 03/31/1998 | New York Football Giants, Inc. |
| U.S. | GIANTS STADIUM and Design | 1,248,654 | 08/16/1983 | The New York Football Giants, Inc. |
| U.S. | NEW YORK GIANTS | 1,927,075 | 10/17/1995 | New York Football Giants, Inc. |
| U.S. | NEW YORK GIANTS | 1,843,003 | 07/05/1994 | New York Football Giants, Inc. |
| U.S. | NEW YORK GIANTS | 1,174,597 | 10/20/1981 | The New York Football Giants, Inc. |
| U.S. | NY (Stylized Letters) | 2,774,776 | 10/21/2003 | New York Football Giants, Inc. |
| U.S. | NY (Stylized Letters) | 2,804,140 | 01/13/2004 | New York Football Giants, Inc. |
| U.S. | NY (Stylized Letters) | 2,790,409 | 12/09/2003 | New York Football Giants, Inc. |
| U.S. | NY (Stylized Letters) | 2,790,408 | 12/09/2003 | New York Football Giants, Inc. |
| U.S. | NY and Design | 3,005,335 | 10/11/2005 | New York Football Giants, Inc. |
| U.S. | THE NEW YORK FOOTBALL GIANTS | 835,679 | 09/19/1967 | The New York Football Giants, Inc. |
| U.S. | NY GIANTS and Design | 3,351,878 | 12/11/2007 | New York Football Giants, Inc. |
| U.S. | NEW YORK GIANTS | 3,421,494 | 5/6/2008 | New York Football Giants, Inc. |
| U.S. | GIANTS | 3,439,002 | 6/3/2008 | New York Football Giants, Inc. |
| U.S. | NY (Stylized Letters) | 3,397,365 | 3/18/2008 | New York Football Giants, Inc. |

II. UNITED STATES COPYRIGHT REGISTRATIONS AND APPLICATIONS

| Title | Reg. No. | Reg. Date | Record Owner(s) |
|---|--------------|------------|--|
| Giants ... yearbook. | TX5028747 | 11/19/1999 | New York Football Giants, Inc |
| New York Giants : seventy-five years / by Jerry Izenberg ; foreword by Frank Gifford. | TX5223109 | 3/14/2000 | Tehabi Books and New York Football Giants, Inc. (joint owners) |
| Giants : 70 years of championship football / John Steinbreder | TX 4-048-535 | 1/30/1995 | New York Football Giants, Inc. |