

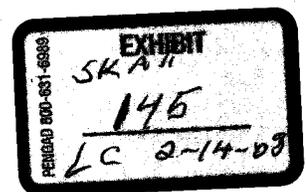
EXHIBIT TT

to the Declaration of Ryan Hilbert
in Support of Plaintiffs' Opposition to
Defendants' Motion for Summary Judgment

August 19, 2004

NFL and PLAYERS INC
Information Worksheet

- I. Overview: Defining the NFL/PLAYERS INC partnership
- II. Value: What does it mean to NFL sponsors?
- III. Forms: How does the relationship work?
- IV. Player Usage: How do I know what I will have to pay for?
- V. Contacts



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NFL and PLAYERS INC

I. Overview: The NFL and PLAYERS INC, the licensing and marketing subsidiary of the NFL Players Association, have entered into an agreement that allows the NFL to convey to sponsors the exclusive right to utilize the group licensing rights of NFL players as assigned by PLAYERS INC.

The agreement between the parties gives NFL sponsors the rights to use NFL players' names and likenesses for advertising and promotional purposes. In addition, the use of PLAYERS INC's marks is granted to sponsors to validate and authenticate NFL player group licensing programs.

II. Value: The agreement between the NFL and PLAYERS INC is a valuable asset for sponsors interested in utilizing NFL players. Sponsors can take advantage of one-stop shopping that is quick and convenient, without additional agency fees.

The PLAYERS INC Player Marketing department acts as an in-house consultant for sponsors utilizing NFL players. PLAYERS INC represents nearly all 1,800 active NFL players equally, and offers access to a variety of players in many price ranges. PLAYERS INC can work with sponsors to make suggestions based on sponsor need and a player's strengths and personality.

The NFL also works closely with the PLAYERS INC Corporate Marketing department to assist sponsors in creating unique ways to utilize NFL players. Whether attending meetings or developing NFL player programs, they have the knowledge and experience to inform the sponsor of past successes and potential opportunities.

III. Forms (see attachment A): The NFL and PLAYERS INC have developed a form that will allow you to state specific requirements for player usage. The process begins with the NFL. Each account manager will submit the Player Worksheet to the appropriate counterpart at PLAYERS INC and Tracy Perlman at the NFL.

The PLAYERS INC Player Marketing and Corporate Marketing departments receive the form and work on pricing (if needed) and approvals. All approvals will be handled in accordance with the following timeline:

Within five (5) business days after sponsor's delivery of a request for approval, PLAYERS INC shall provide sponsor with written notice of its approval or disapproval of such request. In the event that sponsor does not receive a written response from PLAYERS INC within five (5) business days after sponsor's request, said use by sponsor shall be deemed approved by PLAYERS INC. In

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the event that sponsor submits a request for approval less than five (5) business days in advance of the anticipated player usage, PLAYERS INC will provide written approval or disapproval as soon as reasonably practicable.

Once a price is determined and agreed upon, PLAYERS INC will facilitate all aspects of player usage and/or appearance and the NFL will send you a written approval to use the NFL player. Unless otherwise agreed by the NFL, all billing for player appearances/usage rights will be conducted through the NFL. All billing for player travel will be billed directly by Players Inc.

Please note that the NFL and PLAYERS INC have approval rights for any NFL Player program. If you have any questions, please contact your NFL Account Manager.

IV. Player Usage: The NFL and PLAYERS INC agreement defines usage in three categories:

- Category A: The use of NFL players in a manner that is free to sponsors;
- Category B: The use of NFL players in cases where there may be fees that are incurred by sponsors, but usually limited to \$3,000 or less per player; and
- Category C: The use of NFL players that is viewed as highlighting and will incur a fee that is standard for this type of use.

Below are definitions with depictions that will help you understand each category more clearly, as well as a sample of sponsor execution from last year that will help you visualize the different categories.

You will see a low, middle and high range illustration for each definition. They are separated by degree of use, with the high range being the closest use that borders on the next category. Please note that these are guidelines; all player usage must be approved by the NFL and PLAYERS INC. If you have any questions about the process, please feel free to discuss this with either Tracy Perlman at the NFL (212-450-2157), or Dawn Ridley at PLAYERS INC (202-496-2873).

- **Category A – The use of NFL players that is free for sponsors:**
 1. Premiums: there will be no charge to sponsors for use of active NFL players depicted equally in prominence subject to PLAYERS INC approval;
 2. Group action photo (unposed) with players equally prominent;
 3. Players not clearly and/or immediately identifiable to consumer;
 4. Players not central to the campaign or message;

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5. League award program with sufficient number of players used during a significant portion of the NFL season.
- **Category B – The use of NFL Players may or may not be free to sponsors, usually not exceeding \$3,000 per player use:**
 1. Separation between NFL players and the sponsor product or service depicted;
 2. Group action photo (unposed) with players usually equally prominent;
 3. Players clearly and/or immediately identifiable to consumer, but does not constitute an endorsement;
 4. Prominence for player usage must not be dominant relative to non-player elements of the campaign;
 5. Non-featured NFL players used in television or movie trailers;
 6. Excludes a limited number of marquee NFL players or unique NFL moments.
 - **Category C – The traditional use of NFL Players for an appearance or direct or indirect association viewed as an endorsement. The sponsor will be required to pay for players used in the following ways:**
 1. Player appearances that include in-store, trade, hospitality or autograph sessions;
 2. Active player participation for advertising and promotional shoots;
 3. Player is highlighted and used in a manner that constitutes an endorsement;
 4. Player usage is dominant relative to the elements of the ad or campaign;
 5. Player used on product or packaging;
 6. Player usage outside of Category A and Category B.

Additional points for consideration when developing programs with NFL Players:

1. Size: Category classification may vary on manner or extent of use: e.g. a billboard versus a print ad;
2. Internal company use of NFL player images is generally free, but may require a payment to the NFL player based on use, audience reach and time frame. Such payment will generally be less than that required for external player uses;
3. The PLAYERS INC logo must appear on all advertising, marketing and promotional elements that feature NFL player's names and/or likenesses and/or directly relate to programs primarily themed around NFL players;
4. NFL and PLAYERS INC have produced this document as a guide and will have final approval on all artwork similar to all artwork guidelines.

V. **Exclusivity:** NFL sponsors that secure group player rights through the NFL have the exclusive right in their Business Category to (i) use the Players Inc logo, and (ii) use group player rights in conjunction with their approved NFL promotions. In Club-approved sponsorship categories, sponsors of individual Clubs have the right to use group

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player rights in marketing and promotional programs conducted in that Club's Home Marketing Area only, provided they enter into a license agreement with Players Inc. Such marketing and promotional programs may not be thematically linked to any other marketing or promotional programs conducted by the sponsor in any other market.

VI Contacts (for NFL player programs only):

PLAYERS INC

Dawn Ridley	PLAYERS INC Corporate Marketing	202-496-2873
Howard Skall	PLAYERS INC Player Marketing	202-496-2867

NFL

Peter Murray	NFL	212-450-2144
Tracy Perlman	NFL	212-450-2157