

EXHIBIT HHH

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

* * * HIGHLY CONFIDENTIAL * * *

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK
-----x
BERNARD PAUL PARRISH, et al,

 Plaintiffs,

-against-

NATIONAL FOOTBALL LEAGUE PLAYERS
ASSOCIATION, et al,

 Defendants,

Case No.: C07 0943 WHA
-----x

399 Park Avenue
New York, New York

April 4, 2008
9:04 a.m.

Deposition of ADAM ZUCKER, pursuant to
Subpoena, before Sophie Nolan, a Notary Public
of the State of New York.

ELLEN GRAUER COURT REPORTING CO. LLC
126 East 56th Street, Fifth Floor
New York, New York 10022
212-750-6434
Ref: 87185A

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1 Association and you dealt with Players, Inc.

2
3 Did you distinguish those two in
4 your mind?

5 MR. EBERT: Objection to form.

6 You can answer.

7 A. I deal primarily with Players, Inc.

8 Q. And how frequent was your
9 communication with Players, Inc.? Let's just
10 take in the last few years.

11 A. Daily.

12 Q. And, just generally, what would be
13 the most frequent kind of topics that you would
14 be discussing with Players, Inc.?

15 A. Autograph deal negotiation.

16 Q. Is it correct, Mr. Zucker, that if
17 you wanted to sign up a -- an NFL player,
18 either active or retired, to provide autographs
19 that you needed to go through Players, Inc. in
20 order to do that? Was that your understanding?

21 A. Yes.

22 Q. Did that ever change?

23 A. No.

24 Q. From the time that you started
25 doing the job in 2001 through the present,

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Was there any reason that you knew of that you didn't go directly to retired players without dealing with Players, Inc.? Did you have any understanding as to why you went to Players, Inc. at all?

MR. GREENSPAN: Objection to form.

A. If you could repeat that.

Q. Sure. You said that with respect to active players, you always went through Players, Inc.; correct?

A. Correct.

Q. Why?

A. Because based on my -- based on the company's understanding of the licensing agreement we had to facilitate deals, autograph deals, through Players, Inc.

Q. Okay.

A. As far as retired players, the understanding which has -- you know, it's been reinterpreted several times over the years that we had to go through Players, Inc. as well.

Q. Was there any dispute --

A. If a player --

MR. EBERT: Pardon me.

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2 through Players, Inc. to feature these retired
3 players?

4 MR. GREENSPAN: Objection to form.

5 MR. EBERT: Objection.

6 A. Repeat.

7 Q. Yeah. My question is simply, did
8 the specific number of players you were
9 featuring have -- did that make any difference
10 in terms of whether you went through Players,
11 Inc. or didn't go through Players, Inc.?

12 MR. EBERT: For this ad you're
13 talking about?

14 A. Go through Players, Inc. to do
15 what?

16 Q. In order to feature the -- let's
17 take this specific ad. Let's strike what I
18 said. Let's just deal with this specific ad
19 Bates stamped page 337.

20 If you wanted to run this ad, did
21 you need to go through Players, Inc. to get the
22 rights to the two retired players?

23 A. I would have to make an offer
24 through Players, Inc. to secure the rights to
25 the respective retired players.

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2 Q. In other words, you could not go
3 directly to Joe Montana and say, I want to put
4 you and Joe Namath on an ad, you had to go
5 through Players, Inc. to do that?

6 A. Yes.

7 Q. That was your understanding?

8 A. Right. They would ultimately go to
9 Joe Montana.

10 Q. And it didn't matter whether there
11 was one retired player, two or twenty, you --
12 in each of those circumstances, you went
13 through Players, Inc.; correct?

14 A. Yes.

15 Q. And you felt that was what you were
16 required to do?

17 A. I felt that, yes.

18 Q. And was that based on any specific
19 language of the contract or what did you base
20 that understanding on?

21 A. It was just --

22 MR. GREENSPAN: Objection to form
23 and I make an objection to the last
24 question also.

25 A. It was just an understanding. This

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2 is what the relationship is.

3 Q. And, generally, was your
4 understanding that if you wanted retired
5 players for any purpose, no matter how many you
6 wanted, you should go through Players, Inc.?

7 A. Go through Players, Inc. to --

8 Q. To get the rights.

9 A. They don't have -- you'd have to go
10 through Players, Inc. for them to facilitate --
11 they would have to make the contact with the
12 respective agent versus me making the contact.

13 Q. Right, and just because -- let me
14 just -- I think we've got it clear, but let me
15 just make sure that we're on the same page.

16 If you wanted to feature Joe
17 Montana by himself in a -- in an ad --

18 A. Right.

19 Q. -- you still thought you needed to
20 go through Players, Inc. in order to get those
21 rights?

22 A. Yes, in order to have them go get
23 me the rights.

24 Q. Correct. Did you ever have any
25 discussion with Players, Inc. that you can

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2 recall about the number of players included and
3 whether it mattered as to whether there were
4 six or more?

5 MR. GREENSPAN: Objection to form.

6 MR. EBERT: Objection, for what
7 purpose?

8 Q. In terms of their facilitating
9 getting the rights.

10 A. Meaning they wouldn't go and
11 acquire the rights if it was one player. They
12 would have --

13 Q. Correct.

14 A. They are there to service --
15 Players, Inc. has been there to service the
16 licensee so if we want the rights to one player
17 they would go and do it. If it was rights to a
18 thousand players, they would go and do it,
19 retired players.

20 Q. Okay. While he's pulling that, let
21 me ask you, Mr. Zucker, did you ever attempt to
22 secure retired player rights through any source
23 other than Players, Inc.?

24 A. Yes.

25 Q. Tell me about that. Who did -- who

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2 MR. LeCLAIR: Let me show you what
3 I'll mark as Exhibit 399, which is an
4 e-mail chain Bates stamped TOPPS 000540
5 and 541.

6 (Exhibit 399, document Bates
7 stamped TOPPS 000540 through TOPPS 00541,
8 marked for identification.)

9 Q. Are you familiar with this e-mail
10 chain, Mr. Zucker?

11 A. Yes.

12 Q. Who is Joshua Goodstadt?

13 A. Josh Goodstadt used to be the
14 director of the -- of the category at Players,
15 Inc. for us. The card category at Players,
16 Inc.

17 Q. Is this e-mail related to the --
18 the issue that came up about going directly to
19 players?

20 A. No. This issue we had an ongoing
21 relationship with J.B. who represents Barry
22 Sanders. We had a relationship and we wanted
23 to do something special at the Super Bowl with
24 him and that discussion was done not -- we did
25 not have the discussion through Players, Inc.

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1
2 We spoke directly to J.B. because we had an
3 ongoing relationship with him.

4 And once that deal was worked out,
5 we ultimately went through Players, Inc. to do
6 the formal agreement, I guess.

7 MR. EBERT: You have to make your
8 call, right?

9 THE WITNESS: Yeah. I'm going to
10 do it in five minutes.

11 A. Basically, we did a deal with Barry
12 Sanders and then we filled the Players, Inc. in
13 on exactly what the deal is and so they had a
14 clear understanding of what was going on.

15 Q. And was that usual or unusual that
16 you proceeded that way?

17 A. Unusual. J.B. also represent Barry
18 Bonds so we had a very close relationship with
19 him.

20 Q. The first e-mail at the bottom of
21 the page that carries over to the second page
22 is an e-mail from -- from Josh Goodstadt who is
23 asking you about the specifics of the Barry
24 Sanders deal; correct?

25 A. Right.

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2 Q. And then you wrote him back on
3 December 12th and provided what you were --
4 what you were negotiating; correct?

5 A. Correct.

6 Q. And then Josh Goodstadt from
7 Players said in the middle of the first page of
8 Exhibit 399, "Adam: The paperwork on this
9 program must go through Players, Inc. If you
10 have any questions, please feel free to give me
11 a call. Thank you."

12 Correct?

13 A. Correct.

14 Q. And this was an arrangement for
15 Barry Sanders to basically sign cards?

16 A. This was an arrangement for Barry
17 Sander's to come and do a meet and greet at
18 Super Bowl as well as sign some stickers.

19 Q. And was he appearing by himself or
20 was he appearing in a group?

21 A. By himself.

22 THE VIDEOGRAPHER: We are now off
23 the record at approximately 10:34 a.m.

24 (Recess taken.)

25 THE VIDEOGRAPHER: We are back on

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2 to the fact that we could start contacting
3 retired players ourself.

4 So what I did was I had Eric send
5 an e-mail to Players, Inc. just to try to get
6 some clarification if we really had seen
7 something or we heard something, you know, and
8 based on Eric's e-mail Karen was pretty much
9 no, we never said that, no, we have never had
10 that discussion.

11 So then Eric, Jeff and myself
12 thought we must have heard something or seen
13 something. It was just weird that we were all
14 on the same page, but yet we couldn't find
15 anything. So this e-mail just came up midday
16 one day and I said, "Eric, send an e-mail over"
17 because we all thought the same thing. Unless
18 they sent an e-mail and it just -- when we got
19 it, we read it and it evaporated.

20 Q. But when you talked to Karen she
21 said, no, that's not true, you need to go
22 through Players, Inc.?

23 A. Correct.

24 MR. LeCLAIR: I'll mark as Exhibit
25 404 an e-mail from Kelly Skubick to Eric

