

EXHIBIT 13

Case No. C 07 0943 WHA

Parrish v. National Football League Players Association, et al.

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25

UNITED STATES DISTRICT COURT

NORTHERN DISTRICT OF CALIFORNIA

BEFORE THE HONORABLE WILLIAM ALSUP, JUDGE

BERNARD PAUL PARRISH, HERBERT
ANTHONY ADDERLEY, AND WALTER
ROBERTS III,

PLAINTIFFS,

VS.

NO. C07-0943 WHA

NATIONAL FOOTBALL LEAGUE
PLAYERS ASSOCIATION
AND NATIONAL FOOTBALL
LEAGUE PLAYERS INCORPORATED
D/B/A PLAYERS INC,

PAGES 1 - 44



DEFENDANTS.

SAN FRANCISCO, CALIFORNIA
THURSDAY, APRIL 24, 2008

TRANSCRIPT OF PROCEEDINGS

APPEARANCES:

FOR THE PLAINTIFFS:

MCKOOL SMITH
SUITE 1500
300 CRESCENT COURT
DALLAS, TEXAS 75201
214-978-4044
BY: LEWIS T. LECLAIR, ESQUIRE

FURTHER APPEARANCES NEXT PAGE.

REPORTED BY: KATHERINE WYATT, CSR, RPR, RMR
OFFICIAL REPORTER, USDC
COMPUTERIZED TRANSCRIPTION BY ECLIPSE

1 **FURTHER APPEARANCES:**

2 **ALSO FOR PLAINTIFFS:**

3 MANATT, PHELPS & PHILLIPS, LLP
4 1001 PAGE MILL ROAD, BUILDING B
5 PALO ALTO, CALIFORNIA 94304
6 650-461-0309
7 BY: RONALD S. KATZ, ESQUIRE
8 RYAN S. HILBERT, ESQUIRE

9 AND

10 MANATT, PHELPS & PHILLIPS, LLP
11 11355 WEST OLYMPIC BOULEVARD
12 LOS ANGELES, CALIFORNIA 90064
13 310-996-6973

14 BY: NOEL S. COHEN, ESQUIRE

15 **FOR THE DEFENDANTS:**

16 DEWEY & LEBOEUF
17 1301 AVENUE OF THE AMERICAS
18 NEW YORK, NEW YORK 10019-6092
19 BY: JEFFREY L. KESSLER, ESQUIRE
20 DAVID GREENSPAN, ESQUIRE

21 AND

22 WEIL, GOTSHAL & MANGES LLP
23 767 FIFTH AVENUE
24 NEW YORK, NEW YORK 10153-0119
25 212-310-8007

BY: BRUCE S. MEYER, ESQUIRE

1 WITH ALL LICENSEES BECAUSE THAT LICENSE PROVIDES THAT YOU GET
2 PAID WHETHER YOUR IMAGE IS USED OR NOT.

3 AND THERE'S A LOT BEEN MADE OF THAT. YOUR HONOR MADE
4 A COMMENT ON IT WHEN THE CASE WAS IN A DIFFERENT POSTURE EARLIER
5 ON:

6 "WELL, ISN'T IT TRUE THAT JOE MONTANA'S IMAGE IS
7 WORTH MORE THAN THE THIRD STRING CENTER ON THAT
8 TEAM?"

9 AND THAT'S TRUE. WE ACKNOWLEDGE THAT. THAT'S NOT
10 WHAT THIS CASE IS ABOUT. IT'S ABOUT AN ESCROW FUND THAT WAS
11 EITHER NEVER CREATED, BECAUSE THE GLA IS VERY CLEAR:

12 "YOU'RE GOING TO SHARE WITH THE ELGIBLE
13 PLAYERS IN THE ESCROW FUND."

14 THEY SAY IT WAS NEVER CREATED. WE SAY IT WAS
15 CREATED. WE SAY IT'S AN EQUAL SHARE FUND. AND THE EQUAL SHARE
16 FUND, WHICH THEY SAY -- THEY ACKNOWLEDGE APPLIES TO ACTIVE
17 PLAYERS.

18 IF YOU ARE TOM BRADY OR IF YOU ARE A THIRD-STRING
19 CENTER, YOU DO GET AN EQUAL SHARE. THAT'S THE WAY IT WORKS.
20 AND YOU GET A SHARE WHETHER YOUR IMAGE IS USED OR NOT.
21 THAT'S --

22 **THE COURT:** BUT FOR RETIRED PLAYERS THERE IS NO SUCH
23 REGIME.

24 **MR. KATZ:** WELL, WE BELIEVE THERE IS, YOUR HONOR. IF
25 YOU LOOK AT THE GL --

1 **THE COURT:** WHERE DOES THAT COME FROM?

2 **MR. KATZ:** WELL, IT COMES FROM A COUPLE OF THINGS.
3 IN THE GLA IT DEFINES WHAT GROUP LICENSING IS. IT'S A SIX OR
4 MORE ACTIVE OR RETIRED PLAYERS.

5 SO WE ARE IN IT. THAT'S WHAT WE'RE LICENSING TO
6 THEM, FOR THOSE GROUPS.

7 **THE COURT:** BUT JOE MONTANA WOULD NOT WANT TO BE
8 STUCK WITH AN EQUAL SHARE. HE WOULD WANT A BIG SHARE. AND A
9 LESSER-KNOWN PLAYER WOULD BENEFIT FROM GETTING THE SAME AMOUNT
10 AS JOE MONTANA. THAT'S THE BIG PROBLEM I HAVE WITH YOUR MOTION.

11 **MR. KATZ:** RIGHT. AND YOU'RE ABSOLUTELY RIGHT, YOUR
12 HONOR, THAT THERE IS A HUGE DISTINCTION BETWEEN THE FAMOUS
13 PLAYERS AND THE NONFAMOUS PLAYERS. BUT THE WAY THAT THAT
14 DISTINCTION IS HANDLED IN THIS CASE IS THAT YOU HAVE THIS GROUP
15 LICENSING, SIX OR MORE PLAYERS. THAT'S EQUAL SHARE.

16 BUT THEN THERE'S AD HOC. JOE MONTANA CAN GO OUT, AND
17 HE CAN MAKE A DEAL WITH, YOU KNOW, ANY BIG CORPORATION. AND
18 THAT IS NOT EQUAL SHARE. THAT'S WHAT HE GETS ON HIS OWN.

19 MR. ADDERLEY IN THIS CASE HAS HAD AD HOC AGREEMENTS,
20 FOR EXAMPLE, WITH REEBOK OR WITH UPPER DECK WHERE HE CAN PROFIT
21 ON HIS NAME.

22 BUT IN THIS REGIME, THIS GLA REGIME, IT IS AN EQUAL
23 SHARE REGIME, JUST LIKE THEY HAVE WITH --

24 **THE COURT:** BUT IF I READ THE RECORD CORRECTLY, JOE
25 MONTANA AND OTHER FAMOUS PLAYERS HAVE ALREADY BEEN GETTING

1 THROUGH THIS VERY GLA SYSTEM THAT YOU'RE TALKING ABOUT, THEY
2 HAVE ALREADY BEEN GETTING LARGE AMOUNTS OF MONEY.

3 **MR. KATZ:** THEY DON'T GET IT THROUGH THE GROUP
4 LICENSING, YOUR HONOR. JOE MONTANA GETS NOTHING THROUGH THE
5 GROUP LICENSING.

6 **THE COURT:** WELL, I SAW THAT HE GETS SOMETHING IN
7 HERE. WHAT IS HE GETTING IT THROUGH?

8 **MR. KATZ:** HE'S GETTING IT FOR HIS OWN AD HOC
9 LICENSING.

10 **THE COURT:** WAIT A MINUTE. OKAY.

11 THAT THEN IS A NEW FACT THAT I DIDN'T KNOW.

12 SAYS:

13 "DURING THE SAME PERIOD ARCHIE MANNING, ROGER
14 CRAIG, RANDALL CUNNINGHAM RECEIVED \$450,000, 190,
15 175, RESPECTIVELY."

16 YOU'RE SAYING THAT DIDN'T COME THROUGH THE
17 DEFENDANTS? THAT CAME THROUGH HIS OWN AD HOC ARRANGEMENTS?

18 **MR. KATZ:** THAT CAME THROUGH AN AD HOC ARRANGEMENT.
19 IT MAY HAVE BEEN ARRANGED BY THE DEFENDANTS, BUT IT WASN'T
20 THROUGH THIS GROUP LICENSING. THAT WAS THROUGH THEIR INDIVIDUAL
21 EFFORTS. THAT WAS AD HOC. THOSE WERE ALL AD HOC.

22 **THE COURT:** AD HOC. WAS IT THROUGH THE DEFENDANT OR
23 NOT?

24 **MR. KATZ:** I DON'T KNOW. IT WAS LISTED ON THE LM-2.
25 IT WAS LISTED ON THE DEPARTMENT OF LABOR THING. SO I DON'T KNOW

1 WHETHER IT CAME -- I DON'T KNOW WHAT THE MECHANISM WAS. BUT I
2 KNOW THAT IT WASN'T PART OF THE GROUP LICENSING AUTHORIZATION,
3 BECAUSE NOBODY HAS BEEN PAID, ACCORDING TO THE GROUP LICENSING
4 AUTHORIZATION, INCLUDING JOE MONTANA OR ANYONE ELSE. THAT IS A
5 SPECIAL ARRANGEMENT FOR THAT.

6 NO ONE HAS BEEN PAID UNDER THE GROUP LICENSING. NO
7 ONE HAS BEEN PAID.

8 **THE COURT:** WELL, THIS COULD BE IMPORTANT, SO BACK UP
9 AND EXPLAIN TO ME. I MIS -- I TOTALLY MISUNDERSTOOD, THEN. I
10 WANT TO MAKE SURE I UNDERSTOOD. I THOUGHT THAT JOE MONTANA WAS
11 BEING PAID UNDER THIS GROUP LICENSING.

12 **MR. KATZ:** NO. NO, HE'S NOT, YOUR HONOR.

13 **THE COURT:** HE'S NOT? WHERE IS HE GETTING THE MONEY?

14 **MR. KATZ:** NO ONE HAS BEEN PAID UNDER THE GLA. THAT'S
15 OUR PROBLEM. THERE IS THIS HUGE DISTINCTION THAT THEY HAVE
16 TRIED TO BLUR BETWEEN THE GROUP LICENSING, GROUPS OF SIX OR
17 MORE, AND BETWEEN AD HOC WHERE PEOPLE WHO ARE SPECIALLY
18 RECOGNIZED -- MAYBE THEY ARE ON THE COVER OF A GAME OR SOMETHING
19 LIKE THAT -- GET SPECIAL PAYMENTS.

20 AND THOSE -- IT REALLY DOES MATTER HOW FAMOUS YOU
21 ARE. IF YOU'RE JOE MONTANA YOU WILL GET ONE THING. A LESSER
22 PLAYER WILL GET NOTHING. HE PROBABLY WOULDN'T BE USED.

23 UNDER THE ELECTRONIC ARTS AGREEMENT THAT WE HAVE, IT
24 SPECIFICALLY COVERS RETIRED PLAYERS. THE FACE OF THE AGREEMENT
25 COVERS RETIRED PLAYERS. THERE'S NO QUESTION ABOUT THAT.

1 CERTIFICATE OF REPORTER

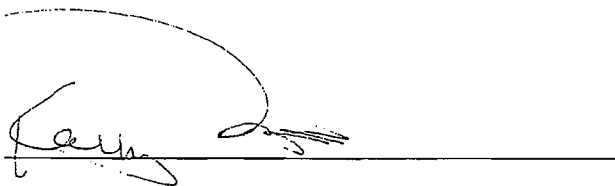
2 I, KATHERINE WYATT, THE UNDERSIGNED, HEREBY CERTIFY
3 THAT THE FOREGOING PROCEEDINGS WERE REPORTED BY ME, A CERTIFIED
4 SHORTHAND REPORTER, AND WERE THEREAFTER TRANSCRIBED BY ME INTO
5 TYPEWRITING; THAT THE FOREGOING IS A FULL, COMPLETE AND TRUE
6 RECORD OF SAID PROCEEDINGS.

7 I FURTHER CERTIFY THAT I AM NOT OF COUNSEL OR
8 ATTORNEY FOR EITHER OR ANY OF THE PARTIES IN THE FOREGOING
9 PROCEEDINGS AND CAPTION NAMED, OR IN ANY WAY INTERESTED IN THE
10 OUTCOME OF THE CAUSE NAMED IN SAID CAPTION.

11 THE FEE CHARGED AND THE PAGE FORMAT FOR THE
12 TRANSCRIPT CONFORM TO THE REGULATIONS OF THE JUDICIAL
13 CONFERENCE.

14 FURTHERMORE, I CERTIFY THE INVOICE DOES NOT CONTAIN
15 CHARGES FOR THE SALARIED COURT REPORTER'S CERTIFICATION PAGE.
16 IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND THIS 6TH DAY OF
17 MAY, 2008.

18
19
20
21
22
23
24
25

A handwritten signature in cursive script, appearing to read 'Katherine Wyatt', is written over a horizontal line. The signature is positioned in the lower half of the page, between lines 21 and 23.

KATHERINE WYATT, OFFICIAL REPORTER, CSR, RMR (415) 487-9834