

EXHIBIT 12

Case No. C 07 0943 WHA

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

1 MANATT, PHELPS & PHILLIPS, LLP
RONALD S. KATZ (Bar No. CA 085713)
2 E-mail: rkatz@manatt.com
RYAN S. HILBERT (California Bar No. 210549)
3 E-mail: rhilbert@manatt.com
NOEL S. COHEN (California Bar No. 219645)
4 E-mail: ncohen@manatt.com
1001 Page Mill Road, Building 2
5 Palo Alto, CA 94304-1006
Telephone: (650) 812-1300
6 Facsimile: (650) 213-0260

7 MCKOOL SMITH, P.C.
LEWIS T. LECLAIR (Bar No. CA 077136)
8 E-mail: lleclair@mckoolsmith.com
JILL C. ADLER (Bar No. CA 150783)
9 E-mail: jadler@mckoolsmith.com
300 Crescent Court
10 Dallas, TX 75201
Telephone: (214) 978-4984
11 Facsimile: (214) 978-4044

12 *Attorneys for Plaintiffs*

13
14 UNITED STATES DISTRICT COURT
15 NORTHERN DISTRICT
16 SAN FRANCISCO DIVISION
17

18 BERNARD PAUL PARRISH, HERBERT
ANTHONY ADDERLEY, and WALTER
19 ROBERTS III, on behalf of themselves and
all others similarly situated,

20 Plaintiffs,

21 vs.

22 NATIONAL FOOTBALL LEAGUE
23 PLAYERS ASSOCIATION, a Virginia
corporation, and NATIONAL FOOTBALL
24 LEAGUE PLAYERS INCORPORATED
d/b/a PLAYERS INC, a Virginia
25 corporation,

26 Defendants.
27
28

CIVIL ACTION NO. C07 0943 WHA

**ORDER REGARDING PLAINTIFFS'
DISCOVERY MOTION**

Date: Friday, August 17, 2007
Time: 1:30 pm
Judge: Honorable William H. Alsup

1 On August 10, 2007, Plaintiffs Bernard Paul Parrish, Herbert Anthony Adderley, and
2 Walter Roberts III (collectively, "Plaintiffs") filed a letter brief ("Discovery Motion") in which
3 they requested that the Court order Defendant National Football League Players Incorporated
4 d/b/a PLAYERS INC to produce certain document in response to Plaintiffs' first set of document
5 requests. On August 15, 2007, Defendant filed a letter brief opposing Plaintiffs' Discovery
6 Motion and requesting a protective order limiting discovery. Oral argument on the parties' letter
7 briefs was held on August 17, 2007 in the above-referenced Court.

8 Having considered the parties' letter briefs, and the oral argument on the letter briefs, the
9 Court hereby orders as follows:

10 IT IS HEREBY ORDERED that to the extent not already produced, PLAYERS INC will
11 produce to Plaintiffs by no later than August 29, 2007, the following documents:

- 12 • All agreements from February 14, 2003 entered into between PLAYERS INC or
13 the National Football League Players Association and any licensee that provide for
14 the licensing of any retired NFL players' rights;
- 15 • All individual "ad hoc" licensing or marketing agreements from February 14, 2003
16 to which any retired NFL player is a party;
- 17 • All GLAs from February 14, 2003 to which any retired NFL player is a party;
- 18 • Documents from February 14, 2003 sufficient to show any and all payments made
19 by licensees to PLAYERS INC with respect to licensing the rights of any retired
20 NFL player;
- 21 • Documents from February 14, 2003 sufficient to show any and all payments made
22 by PLAYERS INC to any retired NFL player with respect to licensing the rights of
23 any retired NFL player; and
- 24 • Documents from February 14, 2003 sufficient to show any transactions in which
25 PLAYERS INC retained or retains a portion of the payment made by a licensee
26 (e.g., as an "administrative fee") in connection with the licensing rights of any
27 retired NFL player, including documents sufficient to show the amounts that were
28 retained by PLAYERS INC.

1 IT IS HEREBY FURTHER ORDERED that PLAYERS INC will produce to Plaintiffs by
2 no later than August 29, 2007, the following:

3 With respect to the licensing agreements with The Topps Company (“Topps”) and
4 Electronic Arts (“EA”), from February 14, 2003, documents sufficient to show the flow of any
5 funds paid by Topps and EA to PLAYERS INC that were paid to PLAYERS INC specifically in
6 consideration for the licensing of retired NFL players’ rights (e.g., pursuant to an individual “ad
7 hoc” agreement).

8 IT IS HEREBY FURTHER ORDERED that:

9 **PLAINTIFFS’ PROPOSAL:** With respect to the licensing agreements with Topps and
10 EA from February 14, 2003, PLAYERS INC will produce by no later than September 7, 2007,
11 documents sufficient to trace the flow of those funds from Topps and EA to PLAYERS INC that
12 PLAYERS INC did not earmark (a) specifically for active NFL players, or (b) specifically for
13 retired NFL players; OR

14 **PLAYERS INC’S PROPOSAL:** With respect to the licensing agreements with Topps
15 and EA, from February 14, 2003, PLAYERS INC will produce by no later than August 29, 2007,
16 documents sufficient to show the flow of any funds paid by Topps and EA to PLAYERS INC that
17 were not paid to PLAYERS INC (a) specifically in consideration for the licensing of active NFL
18 players’ rights, or (b) specifically in consideration for the licensing of retired NFL players’ rights
19 (e.g., pursuant to an individual “ad hoc” agreement).

20 IT IS HEREBY FURTHER ORDERED that PLAYERS INC shall make good faith efforts
21 to locate and produce all documents that are responsive to this Order, including GLAs and “ad
22 hoc” agreements from February 14, 2003 that were signed by active NFL players who
23 subsequently retired before the expiration of such GLAs or “ad hoc” agreements.

24
25
26
27
28

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
26
27
28

IT IS HEREBY FURTHER ORDERED that all further relief sought by Plaintiffs in their
Discovery Motion is denied without prejudice.

IT IS SO ORDERED.

Dated: _____, 2007

Honorable William H. Alsup
Judge, United States District Court

Approved as to form:

Dated: August 29, 2007

DEWEY BALLANTINE LLP

By: /s/ Eamon O'Kelly

Eamon O'Kelly (*pro hac vice*)
DEWEY BALLANTINE LLP
1301 Avenue of the Americas
New York, NY 10019-6092
Tel: (212) 259-8000; Fax: (212) 259-6333
Attorneys for Defendants

*Filer's Attestation: Pursuant to General Order No. 45, Section X(B) regarding signatures,
Ronald S. Katz hereby attests that concurrence in the filing of this document has been obtained.*

20186961.6