

EXHIBIT 1

TO THE

DECLARATION OF RONALD S. KATZ

IN SUPPORT OF CLASS COUNSELS'

RESPONSE TO JULY 21, 2010 ORDER

Retired Player Class Action Administrator
c/o The Garden City Group, Inc.
P.O. Box 91047
Seattle, WA 98111-9147
Toll-Free: 1 (866) 697-5552

FLP

Claim No.

Control No.

REQUIRED ADDRESS INFORMATION OR CORRECTIONS

If the pre-printed address to the left is incorrect or out of date,
OR if there is no pre-printed data to the left, YOU MUST provide
your current name and address here:

**RETIRED PLAYER CLASS ACTION
CLAIM FORM AND RELEASE**

Please note that returning this Claim Form quickly can expedite your receipt of the Settlement Funds.

You are a member of a class of former retired National Football League players (described in more detail below) that is eligible to receive a portion of the funds paid pursuant to a settlement agreement with the National League Football League Players Association and National Football League Players Incorporated (the "Settlement Fund"). To receive a payment from the Settlement Fund, you **must** file a Claim Form. You may file a Claim Form by completing and mailing this form to the Claims Administrator via first class mail, postmarked on or before September 17, 2010, to the following address:

Retired Player Class Action Administrator
c/o The Garden City Group, Inc.
P.O. Box 91047
Seattle, WA 98111-9147
Toll-Free: 1 (866) 697-5552

FAILURE TO MAIL YOUR CLAIM FORM POSTMARKED BY SEPTEMBER 17, 2010 WILL RESULT IN REJECTION OF YOUR CLAIM AND PRECLUDE YOU FROM SHARING IN THE SETTLEMENT FUND. YOU WILL NOT RECEIVE ANOTHER OPPORTUNITY TO SUBMIT A CLAIM FORM AND RELEASE IN CONNECTION WITH THIS ACTION.

Do not mail or deliver the Claim Form to the Court or to any of the parties or their counsel.

You must complete all items in the Claim Form. We have attempted to make this process as simple as possible by filling out the pertinent information on the form based on the records in the possession of Class Counsel received from the NFLPA. When filing a Claim Form, please type or print all additional information except for the signature. You may attach additional sheets if space on the Claim Form is inadequate.

Retain all supporting documentation in your possession.

Questions? Visit www.RetiredPlayerClassAction.Com Or Call 1 (866) 697-5552

I. BACKGROUND

A. Description of the Lawsuit

The Complaint in the case alleged that the Group Licensing Agreements ("GLAs") signed by Plaintiff Herbert Adderley ("Adderley" or "Plaintiff") and other retired football players promised an equal share of an escrow fund derived from revenues Players Inc. received from third-party licensees. Plaintiff Adderley further alleged that the Defendants executed several licensing agreements from which the Class should have been compensated. Finally, Plaintiff Adderley alleged that Defendants' failure to adequately represent those that signed GLAs is a breach of fiduciary duty. More specifically, Plaintiff Adderley believes that the Defendants have repeatedly breached their fiduciary duties to Adderley and the Class by (i) failing to accurately report group licensing revenues to members of the Class, (ii) failing to distribute revenues to the members of the Class that should have been distributed and were owed to them; (iii) misappropriating funds that should have been paid to Adderley and the Class; and (iv) placing themselves in a position of conflict of interest and acting adversely to the interests of retired NFL players who signed a GLA. Defendants NFLPA and Players Inc. deny all of Adderley's allegations and deny that they engaged in any wrongdoing, or have any liability, whatsoever. However, Defendants agreed to pay \$26,250,000 to settle all claims and to put end to the litigation.

B. Status of the Litigation

On April 29, 2008, the Court ruled that this lawsuit may proceed as a class action. The Court subsequently modified the ruling on June 9, 2008, defining the Class as: "All retired NFL players who executed a group licensing authorization form ("GLA") with the NFLPA that was in effect at any time between February 14, 2003 and February 14, 2007 and which contains the following language: '[T]he moneys generated by such licensing of retired player group rights will be divided between the player and an escrow account for all eligible NFLPA members who have signed a group licensing authorization form.'" On November 10, 2008, a jury returned a verdict against the NFLPA and Players Inc. that, among other things, awarded Plaintiff and the Class a total of \$7.1 million in actual damages as well as \$21 million in punitive damages, both arising solely from the alleged breach of fiduciary duty. On January 28, 2009, final judgment was entered by the Court in the amount of \$28.1 million. On February 3, 2009, the Defendants filed an appeal to the United States Court of Appeals for the Ninth Circuit. On June 5, 2009, the Defendants, the Plaintiff, and Class Counsel (the "Settling Parties") reached a settlement that would, as described in more detail below, resolve this litigation in exchange for a payment by Players Inc. of \$26,250,000 (the "Settlement Agreement"). On July 13, 2009, Class Counsel filed a motion with the Court requesting preliminary approval of this settlement. Following a hearing with the Court on July 30, 2009, the parties amended certain terms of the Settlement Agreement pursuant to an Amendment to Settlement and Release Agreement dated August 4, 2009. The Court approved the settlement on November 23, 2009.

C. Your Rights Under the Settlement Agreement

If you are a member of this Class, you are entitled to a portion of the settlement. The amount of money you will ultimately receive will depend on a number of factors, including which years that you participated in the GLA program. In exchange for the settlement payment, Class Members will give up their right to pursue the existing judgment or to sue the Defendants for claims related in any way to the allegations in this case. A full copy of the Settlement Agreement can be found at www.RetiredPlayerClassAction.com.

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Claim Form

II. Claimant Information: E-mail address

(optional): _____

III. Class Definition and GLA Information:

On April 29, 2008, the Court certified the Class in this matter and designated Herbert Adderley as Class Representative. The Class is defined as:

All retired NFL players who executed a group licensing authorization form ("GLA") with the NFLPA that was in effect at any time between February 14, 2003 and February 14, 2007 and which contains the following language: "[T]he moneys generated by such licensing of retired player group rights will be divided between the player and an escrow account for all eligible NFLPA members who have signed a group licensing authorization form."

The records of the NFLPA show that you signed a GLA during certain of the years 2003-2006 and are scheduled to receive a payment from the settlement fund as follows:

2003 GLA (payment due for 2004)	2004 GLA (payment due for 2005)	2005 GLA (payment due for 2006)	2006 GLA (payment due for 2007)	Total Initial Payment

IV. Status of the Settlement and Estimate of Payment to You under the Settlement

Subject to the terms of the Settlement Agreement, Defendants are required to pay a total of \$26,250,000 (Twenty-Six Million Two Hundred and Fifty Thousand Dollars) (the "Gross Settlement Amount") into an interest-bearing Escrow Account. The Gross Settlement Amount has been paid in two installments. These funds, and any interest earned thereon, are referred to in this Notice as the "Settlement Fund."

On November 23, 2009, the Court finally approved the settlement of this matter, the Distribution Plan, and the award of attorney fees and expenses to counsel. Based on the Distribution Plan and the award of attorneys' fees in the amount of approximately \$4.9 million and expenses of \$1.6 million, and assuming that all class members submit claims, you will receive a check as indicated in Section III above in the amount of approximately _____.

V. Tax Form to be Returned

Attached with this Claim Form is a Substitute W-9 form of the Internal Revenue Service that you must sign, fill out with your social security number and return with your Claim Form in order to be paid under the Settlement.

VI. Verification and Release

The Claims Administrator has the right to request additional information and documentation to verify your claim, including the right to examine original documents.

By signing and submitting this Claim Form, each person affirms under penalty of perjury that he/she: (a) is a member of the Class as defined in the Notice, or is acting for such a person under a power of attorney or as an executor, administrator, or heir; (b) has not filed a request to be excluded from the Class; (c) desires to participate in the proposed Settlement; and (d) warrants that the individual listed on the Claim Form is the only person entitled

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to receive the settlement amount.

Each person who signs this Claim Form agrees and understands that all of his/her claims against the NFLPA, NFL Players, Inc., and all other Releases under the GLA, as described in the Settlement Agreement, shall be RELEASED by the Court's approval of the Settlement and the Final Judgment in this action.

UNDER THE PENALTIES OF PERJURY, I AFFIRM THAT ALL OF THE INFORMATION PROVIDED ON THIS CLAIM FORM, OR IN ANY DOCUMENTATION THAT I AM SUBMITTING WITH THIS CLAIM FORM, IS TRUE TO THE BEST OF MY KNOWLEDGE.

Signature of Claimant, representative or heir (circle one)

_____/_____/_____
Date:

Print Name

Reminder: You must complete and return this Claim Form by first-class mail postmarked by September 17, 2010 to recover from the Settlement Fund.

FAILURE TO MAIL YOUR CLAIM FORM POSTMARKED BY SEPTEMBER 17, 2010 WILL RESULT IN REJECTION OF YOUR CLAIM AND PRECLUDE YOU FROM SHARING IN THE SETTLEMENT FUND.

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SUBSTITUTE IRS FORM W-9

Substitute IRS Form W-9

Enter the Social Security Number (SSN) you use to work or your Individual Taxpayer Identification Number (ITIN):

_____ - _____ - _____

Print name as shown on your income tax return if different from your name on the first page of this form:

Under penalties of perjury, I certify that:

- 1 The taxpayer identification number shown on this form is the taxpayer identification number I use, **and**
- 2 I am not subject to backup withholding because: (a) I am exempt from backup withholding, or (b) I have not been notified by the Internal Revenue Service (IRS) that I am subject to backup withholding as a result of a failure to report all interest or dividends, or (c) the IRS has notified me that I am no longer subject to backup withholding.

Note: If you have been notified by the IRS that you are subject to backup withholding, you must cross out item 2 above.

The IRS does not require your consent to any provision of this document other than this Form W-9 certification to avoid backup withholding.

CLAIMANT SIGNATURE

(Sign your name here)

_____/_____/_____
Date

Former Names (if any)

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