

FORM LM-2 LABOR ORGANIZATION ANNUAL REPORT

MUST BE USED BY LABOR ORGANIZATIONS WITH \$200,000 OR MORE IN TOTAL ANNUAL RECEIPTS AND LABOR ORGANIZATIONS IN TRUSTEESHIP

This report is mandatory under P.L. 86-257, as amended. Failure to comply may result in criminal prosecution, fines, or civil penalties as provided by 29 U.S.C. 439 or 440.

READ THE INSTRUCTIONS CAREFULLY BEFORE PREPARING THIS REPORT.

<p>For Official Use Only</p> <div style="border: 1px solid black; border-radius: 50%; padding: 5px; text-align: center;"> <p>US DOL ESA REC'D MAY 31 2005 OLMS DIV</p> </div> <p>E</p>	<p>1. FILE NUMBER</p> <p style="font-size: 1.2em; text-align: center;">0 6 5 - 5 3 3</p>	<p>2. PERIOD COVERED</p> <table style="width:100%; border-collapse: collapse;"> <tr> <td style="text-align: center;">MO</td> <td style="text-align: center;">DAY</td> <td style="text-align: center;">YEAR</td> </tr> <tr> <td style="border: 1px solid black; text-align: center;">0 3</td> <td style="border: 1px solid black; text-align: center;">0 1</td> <td style="border: 1px solid black; text-align: center;">2 0 0 4</td> </tr> <tr> <td style="text-align: center;">Through</td> <td style="border: 1px solid black; text-align: center;">0 2</td> <td style="border: 1px solid black; text-align: center;">2 8 2 0 0 5</td> </tr> </table>	MO	DAY	YEAR	0 3	0 1	2 0 0 4	Through	0 2	2 8 2 0 0 5	<p>3. (a) AMENDED — If this is an amended report correcting a previously filed report, check here: <input type="checkbox"/></p> <p>(b) TERMINAL — If your organization ceased to exist and this is its terminal report, see Section XII of the instructions and check here: <input type="checkbox"/></p> <p>(c) SUBSIDIARY — If this is a report for a subsidiary organization of your union as defined in Section X of the instructions, check here: <input type="checkbox"/></p>
MO	DAY	YEAR										
0 3	0 1	2 0 0 4										
Through	0 2	2 8 2 0 0 5										

<p>4. AFFILIATION OR ORGANIZATION NAME</p> <p style="font-size: 1.2em;">NAT'L FOOTBALL LEAGUE PLAYERS ASSN.</p> <p>5. DESIGNATION (Local, Lodge, etc.)</p> <p>6. DESIGNATION NUMBER</p> <p>7. UNIT NAME (if any)</p> <p>9. Are your organization's records kept at its mailing address? Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> (If "No," provide address in Item 75.)</p>	<p>8. MAILING ADDRESS</p> <p>First Name E U G E N E</p> <p>Last Name U P S H A W , J R .</p> <p>P.O. Box - Building and Room Number (if any) 6 T H F L O O R</p> <p>Number and Street 2 0 2 1 L S T R E E T , N W</p> <p>City W A S H N I G T O N</p> <p>State ZIP Code + 4 D C 2 0 0 3 6 - </p>
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75. ADDITIONAL INFORMATION	
Item Number	

Each of the undersigned, duly authorized officers of the above labor organization, declares, under the applicable penalties of law, that all of the information submitted in this report (including the information contained in any accompanying documents) has been examined by the signatory and is, to the best of the undersigned's knowledge and belief, true, correct, and complete. (See Section VI on penalties in the instructions.)

<p>76. SIGNED: </p> <p style="text-align: center;">PRESIDENT</p> <p style="text-align: center;">(If other title, see instructions.)</p> <p style="text-align: center;">Date: <u>5-26-05 (202)</u> Telephone Number: <u>463-2200</u></p>	<p>77. SIGNED: </p> <p style="text-align: center;">TREASURER</p> <p style="text-align: center;">(If other title, see instructions.)</p> <p style="text-align: center;">Date: <u>5/27/05</u> Telephone Number: <u>508 463-2200</u></p>	
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During the Reporting Period Did Your Organization:

- | | | |
|--|-------------------------------------|-------------------------------------|
| | Yes | No |
| 10. Have a "subsidiary organization" as defined in Section X of the instructions?..... | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| 11. Create or participate in the administration of a trust or other fund or organization, as defined in the instructions, which provides benefits for members or their beneficiaries? | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| 12. Have a political action committee (PAC) fund? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 13. Acquire or dispose of any goods or property in any manner other than by purchase or sale? | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| 14. Have an audit or review of its books and records by an outside accountant or by a parent body auditor/representative? | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| 15. Discover any loss or shortage of funds or other property? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| <i>(Answer "Yes" even if there has been repayment or recovery.)</i> | | |
| 16. Have any officer who was paid \$10,000 or more by your organization and also received \$10,000 or more as an officer or employee of another labor organization or of an employee benefit plan? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 17. Liquidate or reduce any liabilities without disbursement of cash? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |

(If the answer to any of the above questions is "Yes," provide details in Item 75 as explained in the instructions for each item.)

18. How many members did your organization have at the end of the reporting period? 2 0 8 0
19. What is the date of your organization's next regular election of officers? MO: 0 9 YEAR: 2 0 0 5
20. What is the maximum amount recoverable under your organization's fidelity bond for a loss caused by any officer or employee of your organization? \$ 5 0 0 0 0 0 0

21. What are your organization's rates of dues and fees? *(Enter a minimum and maximum if more than one rate applies for any line.)*

Rates of Dues and Fees	
(a) Regular Dues/Fees	\$ 10,000/\$1,000 per _____ <i>(Month, Year, etc.)</i>
(b) Initiation Fees	\$ N/A
(c) Transfer Fees	\$ N/A
(d) Work Permits	\$ N/A per N/A <i>(Month, Year, etc.)</i>

22. During the reporting period, did your organization have any changes in its constitution and bylaws (other than rates of dues and fees) or in practices/procedures listed in the instructions?
- (If the constitution and bylaws or practices/procedures have changed, see the instructions.)*
- Yes No
23. Were any of your organization's assets pledged as security or encumbered in any other way at the end of the reporting period?
-
24. Did your organization have any contingent liabilities at the end of the reporting period?
-

(If the answer to Item 23 or 24 is "Yes," provide details in Item 75.)

STATEMENT A - ASSETS AND LIABILITIES

FILE NUMBER: **0 6 5 - 5 3 3**

Complete Schedules 1 Through 15 Before Completing Statement A

Enter Amounts in Dollars Only -- Do Not Enter Cents

	ASSETS		From	Start of Reporting	End of Reporting
	Item	SCH #	Period (A)	Period (B)	
ASSETS	25. Cash.....		5 4 8 4 0 2 4 9	7 0 4 2 0 7 6 1	
	26. Accounts Receivable.....		7 7 9 2 1 1 9	9 4 4 6 0 8 8	
	27. Loans Receivable.....	1	2 5 6 2	2 8 5 4 0	
	28. U.S. Treasury Securities.....		1 2 6 6 0 6 9	1 4 5 3 8 7 5	
	29. Investments.....	2	6 5 6 5 2 4 4 1	6 9 7 3 1 7 1 4	
	30. Fixed Assets.....	5	1 1 7 0 4 9 9 0	1 0 9 4 6 1 9 3	
	31. Other Assets.....	3	1 3 3 4 4 7 4 6	1 4 6 0 8 8 2 4	
	32. TOTAL ASSETS.....		1 5 4 6 0 3 1 7 6	1 7 6 6 3 5 9 9 5	
LIABILITIES	33. Accounts Payable.....		2 6 4 1 0 3 3	2 4 2 2 3 6 8	
	34. Loans Payable.....	8	0	0	
	35. Mortgages Payable.....		0	0	
	36. Other Liabilities.....	4	3 0 9 3 5 8 8 0	3 3 4 8 1 6 7 7	
	37. TOTAL LIABILITIES.....		3 3 5 7 6 9 1 3	3 5 9 0 4 0 4 5	
	38. NET ASSETS (Item 32 less Item 37).....		1 2 1 0 2 6 2 6 3	1 4 0 7 3 1 9 5 0	

STATEMENT B - RECEIPTS AND DISBURSEMENTS

FILE NUMBER: **0 6 5 - 5 3 3**

Complete Schedules 1 Through 15 Before Completing Statement B

Enter Amounts in Dollars Only -- Do Not Enter Cents

CASH RECEIPTS	From SCH #	AMOUNT	CASH DISBURSEMENTS	From SCH #	AMOUNT
Item			Item		
39. Dues.....		1 9 1 6 5 0 0 6	56. To Officers.....	9	5 9 4 7 9 2 4
40. Per Capita Tax.....		0	57. To Employees.....	10	5 5 6 8 2 9 4
41. Fees.....		2 1 2 3 0 6 4	58. Per Capita Tax.....		2 7 6 6 9
42. Fines.....		0	59. Fees, Fines, Assessments, etc.		0
43. Assessments.....		0	60. Office & Administrative Expense....	13	6 5 0 9 3 0 4
44. Work Permits.....		0	61. Educational & Publicity Expense...		1 2 3 6 7 1 7
45. Sale of Supplies.....		1 0 0	62. Professional Fees.....		5 0 9 4 6 0 7
46. Interest.....		1 9 4 8 7 6 3	63. Benefits.....	11	3 6 4 1 2 3 0
47. Dividends.....		0	64. Contributions, Gifts & Grants.....	12	6 9 4 2 4 3
48. Rents.....		4 2 7 5 8 6	65. Supplies for Resale.....		0
49. Sale of Investments & Fixed Assets.....	6	5 3 1 0 5 2 5 3	66. Direct Taxes.....		3 3 1 4 4 1 6
50. Loans Obtained.....	8	0	67. Withholding Taxes.....		3 0 2 1 2 3 9
51. Repayments of Loans Made.....	1	1 6 6 0 5	68. Purchase of Investments & Fixed Assets.....	7	5 7 2 8 4 5 6 3
52. On Behalf of Affiliates for Transmittal to Them.....		0	69. Loans Made.....	1	4 2 5 8 3
53. From Members for Disbursement on Their Behalf.....		0	70. Repayment of Loans Obtained.....	8	0
54. Other Receipts.....	14	9 0 8 2 5 1 8 4	71. To Affiliates of Funds Collected on Their Behalf.....		0
			72. On Behalf of Individual Members...		0
			73. Other Disbursements.....	15	5 9 6 4 8 2 6 0
55. TOTAL RECEIPTS.....		1 6 7 6 1 1 5 6 1	74. TOTAL DISBURSEMENTS		1 5 2 0 3 1 0 4 9

Enter Amounts in Dollars Only -- Do Not Enter Cents

SCHEDULE 1 – LOANS RECEIVABLE

List below loans to officers, employees, or members which at any time during the reporting period exceeded \$250 and list all loans to business enterprises regardless of amount. (A)	Loans Outstanding at Start of Period (B)	Loans Made During Period (C)	Repayments Received During Period		Loans Outstanding at End of Period (E)
			Cash (D)(1)	Other Than Cash (D)(2)	
1. Name: NFL Coaches Assn. Purpose: Financial Assistance Security: None Terms: On demand	2 5 6 2	4 2 5 8 3	1 6 6 0 5	0	2 8 5 4 0
2.					
3.					
4. Totals from additional pages (if any)					
5. Totals of loans not listed above	0	0	0	0	0
6. Totals of Lines 1 through 5	2 5 6 2	4 2 5 8 3	1 6 6 0 5	0	2 8 5 4 0
The totals from Line 6 are entered in..... Item 27 Item 69 Item 51 Item 75 Item 27 Column (A) with Explanation Column (B)					

SCHEDULE 2 - INVESTMENTS

(OTHER THAN U.S. TREASURY SECURITIES)

FILE NUMBER: 065 - 533

SCHEDULE 3 - OTHER ASSETS

Description (A)	Amount (B)
Marketable Securities	
1. Total Cost	5 1 2 3 0 7 1 3
2. Total Book Value	5 0 9 7 6 6 1 4
3. List each marketable security which has a book value over \$1,000 and exceeds 20% of Line 2.	
(a) None	0
(b)	
(c)	
(d)	
Other Investments	
4. Total Cost	1 6 3 8 6 3 6 4
5. Total Book Value	1 8 7 5 5 1 0 0
6. List each other investment which has a book value over \$1,000 and exceeds 20% of Line 5. Also list each subsidiary for which separate reports are attached.	
(a) Accumulus Fund, Ltd.	7 5 3 9 7 5 3
(b) Vantage Hedge Fund, LP	6 2 9 8 9 6 5
(c)	
(d)	
(e) Total from additional pages (if any)	
7. Total of Lines 2 and 5	6 9 7 3 1 7 1 4
The total from Line 7 is entered in Item 29, Column (B)	

Description (A)	Book Value (B)
1. Prepaid meeting expenses	1 3 4 9 7 5 4
2. Intangible Asset- QBC	3 9 5 0 0 0 0
3. Prepaid Insurance	2 8 5 7 0 2
4. Prepaid Interest	1 3 4 0 9
5. Other Prepaid expenses	1 4 4 0 3 6
6. Total from additional pages (if any)	8 8 6 5 9 2 3
7. Total of Lines 1 through 6	1 4 6 0 8 8 2 4
The total from Line 7 is entered in..... Item 31, Column (B)	

SCHEDULE 4 - OTHER LIABILITIES

Description (A)	Amount at End of Period (B)
1. Royalties due Players	2 1 2 4 1 3 0 6
2. Accrued Rebate payable	1 7 4 4 5 5 6
3. Deferred Compensation	9 3 0 5 0 7 7
4. Security and other deposits	6 1 2 0 5
5. Accrued Pension liability	1 1 2 9 5 3 3
6. Total from additional pages (if any)	
7. Total of Lines 1 through 6	3 3 4 8 1 6 7 7
The total from Line 7 is entered in Item 36, Column (D)	

SCHEDULE 5 - FIXED ASSETS

FILE NUMBER: **0 6 5 - 5 3 3**

Description (A)	Cost or Other Basis (B)	Total Depreciation or Amount Expensed (C)	Book Value (D)	Fair Market Value (E)
1. Land (give location): 2021 L Street, NW, Wash DC	4 6 6 1 0 9 3		4 6 6 1 0 9 3	4 6 6 1 0 9 3
2. Totals from additional pages (if any)				
3. Buildings (give location): 2021 L Street, NW, Wash DC	7 3 7 6 5 3 6	2 9 2 7 5 9 1	4 4 4 8 9 4 5	4 4 4 8 9 4 5
4. Totals from additional pages (if any)				
5. Automobiles and Other Vehicles	0	0	0	0
6. Office Furniture and Equipment	1 7 3 5 9 6 8	1 0 8 7 9 3 5	6 4 8 0 3 3	6 4 8 0 3 3
7. Other Fixed Assets	3 6 7 7 0 9 4	2 4 8 8 9 7 2	1 1 8 8 1 2 2	1 1 8 8 1 2 2
8. Totals of Lines 1 through 7	1 7 4 5 0 6 9 1	6 5 0 4 4 9 8	1 0 9 4 6 1 9 3	1 0 9 4 6 1 9 3
The total from Line 8, Column (D) is entered in..... Item 30, Column (B)				

SCHEDULE 6 - SALE OF INVESTMENTS AND FIXED ASSETS

Description (if land or buildings, give location) (A)	Cost (B)	Book Value (C)	Gross Sales Price (D)	Amount Received (E)
1. US Government Securities	1 5 7 0 7 0 6 8	1 5 7 0 7 0 6 8	1 5 7 0 2 6 9 3	1 5 7 0 2 6 9 3
2. US Treasury Securities	5 3 6 9 2 5 5	5 3 6 9 2 5 5	5 3 5 6 8 2 5	5 3 5 6 8 2 5
3. Corporate Bonds	1 6 4 2 2 6 9 9	1 6 4 2 2 6 9 9	1 6 1 1 8 3 1 8	1 6 1 1 8 3 1 8
4. Mutual Funds	1 7 5 3 6 0 3	1 7 5 3 6 0 3	8 9 1 4 9 3	8 9 1 4 9 3
5. Totals from additional pages (if any)	1 5 1 7 4 2 6 5	1 5 1 7 4 2 6 5	1 5 0 3 5 9 2 4	1 5 0 3 5 9 2 4
6. Totals of Lines 1 through 5	5 4 4 2 6 8 9 0	5 4 4 2 6 8 9 0	5 3 1 0 5 2 5 3	5 3 1 0 5 2 5 3
	7. Less Reinvestments			0
	8. Net Sales			5 3 1 0 5 2 5 3
The total from Line 8 is entered in				Item 49

SCHEDULE 7 – PURCHASE OF INVESTMENTS AND FIXED ASSETS

FILE NUMBER: **0 6 5 - 5 3 3**

Description (if land or buildings, give location) (A)	Cost (B)	Book Value (C)	Cash Paid (D)
1. Building and leasehold improvements	1 6 8 1 2 9	1 6 8 1 2 9	1 6 8 1 2 9
2. Furniture and Fixtures	9 2 4 1 5	9 2 4 1 5	9 2 4 1 5
3. Computer Equipment	2 3 2 7 4 9	2 3 2 7 4 9	2 3 2 7 4 9
4. US Treasury Securities	5 6 2 7 6 8 0	5 6 2 7 6 8 0	5 6 2 7 6 8 0
5. Totals from additional pages (if any)	5 1 1 6 3 5 9 0	5 1 1 6 3 5 9 0	5 1 1 6 3 5 9 0
6. Totals of Lines 1 through 5	5 7 2 8 4 5 6 3	5 7 2 8 4 5 6 3	5 7 2 8 4 5 6 3
7. Less Reinvestments			0
8. Net Purchases			5 7 2 8 4 5 6 3
The total from Line 8 is entered in Item 68			

SCHEDULE 8 -- LOANS PAYABLE

Source of Loans Payable at Any Time During the Reporting Period (A)	Loans Owed at Start of Period (B)	Loans Obtained During Period (C)	Repayment Made During Period		Loans Owed at End of Period (E)
			Cash (D)(1)	Other Than Cash (D)(2)	
1. None	0	0	0	0	0
2.					
3.					
4.					
5. Totals from additional pages (if any)					
6. Totals of Lines 1 through 5	0	0	0	0	0
The total from Line 6 is entered in Item 34 Item 50 Item 70 Item 75 Item 34					
Column (C) with Explanation Column (D)					

SCHEDULE 9 - ALL OFFICERS AND DISBURSEMENTS TO OFFICERS

FILE NUMBER: **0 6 5 - 5 3 3**

(A) Name <small>(List all persons who held office during the reporting period even if they received no salary or other disbursements.)</small>		Gross Salary (before taxes and other deductions) (D)	Allowances (E)	Disbursements for Official Business (F)	Other Disbursements (G)	Total (H)
(B) Title <small>(Enter title of officer, such as PRESIDENT or TREASURER.)</small>	Status (C)*					
1. UPSHAW EUGENE EXECUTIVE DIREC	C	2 3 0 6 5 8 5	6 6 0 0	1 0 4 5 8 2	0	2 4 1 7 7 6 7
2. ALLEN PATRICI EXECUTIVE VICE	C	2 9 8 7 7 7	4 8 0 0	2 2 9 4 0	0	3 2 6 5 1 7
3. AKERS DAVID PLAYER REPRESN	C	0	0	7 4 0	3 4 4 4 1	3 5 1 8 1
4. ALEXANDER BRENT PLAYER REPRESN	P	0	0	7 4 0	2 6 0 0	3 3 4 0
5. ANDERSON BENNIE PLAYER REPRESN	N	0	0	1 6 6	6 6 2 9	6 7 9 5
6. ARMSTRONG TRACE PRESIDENT	P	0	0	8 2 0	1 6 9 6 7	1 7 7 8 7
7. BARBER ATIIM PLAYER REPRESN	P	0	0	0	9 7 2 8 7	9 7 2 8 7
8. Totals from additional pages (if any)		0	0	5 0 4 5 8	0 3 6 6 0 4	4 0 8 7 0 6 2
9. Totals of Lines 1 through 8		2 6 0 5 3 6 2	1 1 4 0 0	1 8 0 4 4 6	1 9 4 5 2 8	6 9 9 1 7 3 6
				10. Less Deductions	1 0 4 3 8 1 2	
The total from Line 11 is entered in Item 56				11. Net Disbursements	5 9 4 7 9 2 4	
*Code for Status (C): past officer - P; continuing officer - C; new officer during the reporting period - N.				(If any officer was not elected at a regular election in accordance with your organization's constitution and bylaws, explain in Item 75.)		

SCHEDULE 10 - DISBURSEMENTS TO EMPLOYEES

FILE NUMBER: 0 6 5 - 5 3 3

(A) Name <small>(List all employees who received more than \$10,000 in total disbursements from your organization and any affiliates.)</small>	Gross Salary (before taxes and other deductions) (D)	Allowances (E)	Disbursements for Official Business (F)	Other Disbursements (G)	Total (H)
(B) Position <small>(Enter employee's job title.)</small>					
(C) Name of Affiliated Organization <small>(If applicable)</small>					
ADOLPH PAMELA 1. ASSISTANT VICE P NONE	9 8 9 9 2	4 8 0 0	8 6 4 6	0	1 1 2 4 3 8
AIREL DOUGLAS 2. ADMIN ASST NONE	3 3 4 7 2	0	5 7 0 6	0	3 9 1 7 8
ALLEN DOUGLAS 3. ASST EXEC DIR NONE	4 2 5 4 6 9	6 0 0 0	1 6 3 4 2	0	4 4 7 8 1 1
BALLEN KEN 4. DIRECTOR NONE	5 0 7 2 4	0	1 5 8 3	0	5 2 3 0 7
BEAVERS CORINNE 5. ADMIN ASST NONE	4 0 8 5 4	0	4 6 9 2	0	4 5 5 4 6
6. Totals from additional pages (if any)	6 6 5 3 2 2 1	7 6 8 5 0	6 0 6 5 3 9	0	7 3 3 6 6 1 0
7. Totals for all employees who, during the reporting period, received \$10,000 or less in total disbursements from your organization and any affiliates	1 8 2 0 7	0	6 8 2 7	0	2 5 0 3 4
8. Totals of Lines 1 through 7	7 3 2 0 9 3 9	8 7 6 5 0	6 5 0 3 3 5	0	8 0 5 8 9 2 4
			9. Less Deductions	2 4 9 0 6 3 0	
The total from Line 10 is entered in Item 57			10. Net Disbursements	5 5 6 8 2 9 4	

SCHEDULE 11 - BENEFITS

FILE NUMBER: 0 6 5 - 5 3 3

Description (A)	To Whom Paid (B)	Amount (C)
1. Pension	Trust	1 0 0 0 0 0 0
2. Health, Welare, Disability & Child Care	Voluntary Benefit Fund	1 4 9 1 5 2 6
3. Pension	Trust	1 1 4 9 7 0 4
4.		
5. Total from additional pages (if any)		
6. Total of Lines 1 through 5		3 6 4 1 2 3 0
The total from Line 6 is entered in Item 63		

SCHEDULE 12 - CONTRIBUTIONS, GIFTS & GRANTS

SCHEDULE 13 - OFFICE & ADMINISTRATIVE EXPENSE

Description (A)	Amount (B)
1. Professional Athletes Found.	5 0 0 0 0 0
2. Charitable	1 9 4 2 4 3
3.	
4.	
5.	
6.	
7. Total from additional pages (if any)	
8. Total of Lines 1 through 7	6 9 4 2 4 3
The total from Line 8 is entered in Item 64	

Description (A)	Amount (B)
1. Office Expense	3 7 2 8 9 7
2. Air Travel- Players/Others	4 7 7 8 5 2
3. Air Travel - Staff	7 2 5 6 3 2
4. Investment exp.	2 3 0 5 7 4
5. Meals/ Lodg Plyr (non-alloc.)	7 8 0 6 6 1
6. Meals/Lodg.Staff (non-alloc)	4 9 9 6 6 2
7. Total from additional pages (if any)	3 4 2 2 0 2 6
8. Total of Lines 1 through 7	6 5 0 9 3 0 4
The total from Line 8 is entered in Item 60	

SCHEDULE 14 - OTHER RECEIPTS

Description (A)	Amount (B)
1. Sponsorship income	1 9 8 8 9 3 3
2. Licensing fees	5 2 8 2 7 4 0 3
3. Premium royalties	1 4 7 8 2 5 3 4
4. Player appear/Autographs	1 5 8 4 9 8 5 4
5. Settlement revenue- NFL Prop	5 0 0 0 0 0 0
6. Sale of merchandise	4 1 5 9
7. Reimburse (RookiePrem/other)	3 7 2 3 0 1
8.	
9.	
10.	
11.	
12.	
13.	
14.	
15.	
16. Total from additional pages (if any)	
17. Total of Lines 1 through 16	9 0 8 2 5 1 8 4

The total from Line 17 is entered in Item 54

SCHEDULE 15 - OTHER DISBURSEMENTS

Description (A)	Amount (B)
1. Dues rebates remitted to Players	8 1 8 2 7 6 4
2. Player royalty and appearances	4 6 5 8 3 9 5 0
3. Other payroll deductions	5 1 3 2 0 2
4. Quarterback Club purchase	2 3 5 0 0 0 0
5. Security	4 3 3 4
6. Logo accessories	3 6 1 7 7 3
7. Tickets to Sporting Events	1 1 7 2 3 3
8. Players Inc Marketing Events	1 5 3 5 0 0 4
9.	
10.	
11.	
12.	
13.	
14.	
15.	
16. Total from additional pages (if any)	
17. Total of Lines 1 through 16	5 9 6 4 8 2 6 0

The total from Line 17 is entered in Item 73

ORGANIZATION NAME:
NAT'L FOOTBALL LEAGUE PLAYERS ASSN.

FILE NUMBER: **0 6 5 - 5 3 3**

ENDING DATE OF PERIOD COVERED:
02/28/2005

SCHEDULE 3 – OTHER ASSETS (continued)

Description (A)	Book Value (B)
Deferred Comp.- 457 Plan	1 0 7 5 9 5 3
Inventory merchandise	1 9 0 8 4 9
Deferred leasing fees	2 0 5 9 0 2
Trade name	7 9 5 5 8
Deferred income tax asset	4 0 6 9 3 9 6
Security deposit	1 4 6 3 5 7
Organizational fees	4 1 9 7 8
Deferred leasing commissions	1 3 3 6 1 8
Intangible pension asset	1 4 7 2 0 5 1
Other deferred costs	5 9 2 2 1 4 3
Accum. Amort. of Deferred costs	- 4 4 7 1 8 8 2

ORGANIZATION NAME:
NAT'L FOOTBALL LEAGUE PLAYERS ASSN.

FILE NUMBER: **0 6 5 - 5 3 3**

ENDING DATE OF PERIOD COVERED:
02/28/2005

SCHEDULE 7- PURCHASE OF INVESTMENTS AND FIXED ASSETS (continued)

Description (if land or buildings, give location) (A)	Cost (B)	Book Value (C)	Cash Paid (D)
Government Securities	1 8 4 8 7 7 2 0	1 8 4 8 7 7 2 0	1 8 4 8 7 7 2 0
Corporate Bonds	1 7 9 3 3 2 6 7	1 7 9 3 3 2 6 7	1 7 9 3 3 2 6 7
Mutual funds	4 3 8 7 6 2	4 3 8 7 6 2	4 3 8 7 6 2
Exchange traded funds	8 9 3 3 3 9 4	8 9 3 3 3 9 4	8 9 3 3 3 9 4
Equities	1 3 0 3 9 0 1	1 3 0 3 9 0 1	1 3 0 3 9 0 1
Limited Partnerships	9 6 0 0 0 0	9 6 0 0 0 0	9 6 0 0 0 0
Municipal bonds	1 4 8 2 0 0 7	1 4 8 2 0 0 7	1 4 8 2 0 0 7
Grantor trust - Money market funds	1 5 8 0 4 4 8	1 5 8 0 4 4 8	1 5 8 0 4 4 8
457 Plan investments	3 0 4 0 5	3 0 4 0 5	3 0 4 0 5
Comingled Funds/other	1 3 6 8 6	1 3 6 8 6	1 3 6 8 6

ORGANIZATION NAME:
NAT'L FOOTBALL LEAGUE PLAYERS ASSN.
 ENDING DATE OF PERIOD COVERED:
02/28/2005

FILE NUMBER: **0 6 5 - 5 3 3**

SCHEDULE 9 – ALL OFFICERS AND DISBURSEMENTS TO OFFICERS (continued)

(A) Name <i>(List all persons who held office during the reporting period even if they received no salary or other disbursements.)</i>		Gross Salary (before taxes and other deductions) (D)	Allowances (E)	Disbursements for Official Business (F)	Other Disbursements (G)	Total (H)
(B) Title <i>(Enter title of officer, such as PRESIDENT or TREASURER.)</i>	Status (C)*					
BARKER BRYAN PLAYER REPRESN	P	0	0	7 4 0	7 1 0 0	7 8 4 0
BARTRUM MIKE PLAYER REPRESN	N	0	0	0	1 1 6 2 7	1 1 6 2 7
BELSER JASON VICE PRESIDENT	P	0	0	1 2 6 2	1 3 6 7 1	1 4 9 3 3
BENTLEY LECHAR PLAYER REPRESN	N	0	0	0	9 1 4 9	9 1 4 9
BEVERLY ERIC PLAYER REPRESN	P	0	0	0	5 0 0 0	5 0 0 0
BIRK MATT PLAYER REPRESN	P	0	0	0	1 2 6 4 9	1 2 6 4 9
BRADY KYLE PLAYER REPRESN	C	0	0	7 4 0	2 4 9 8 4	2 5 7 2 4
BREES DREW PLAYER REPRESN	N	0	0	2 6 0	1 0 3 2 3 3	1 0 3 4 9 3

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SCHEDULE 9 – ALL OFFICERS AND DISBURSEMENTS TO OFFICERS (continued)

(A) Name <small>(List all persons who held office during the reporting period even if they received no salary or other disbursements.)</small>		Status (C)*	Gross Salary (before taxes and other deductions) (D)	Allowances (E)	Disbursements for Official Business (F)	Other Disbursements (G)	Total (H)
(B) Title <small>(Enter title of officer, such as PRESIDENT or TREASURER.)</small>							
BROOKS AARON	PLAYER REPRESENTATIVE	C	0	0	0	7 5 5 6 5	7 5 5 6 5
BROWN ALEX	PLAYER REPRESENTATIVE	P	0	0	0	6 8 4 2	6 8 4 2
BROWN CHAD	PLAYER REPRESENTATIVE	C	0	0	7 4 0	1 4 4 5 5	1 5 1 9 5
BROWN KRIS	PLAYER REPRESENTATIVE	C	0	0	7 4 0	1 4 2 6 5	1 5 0 0 5
BROWN MIKE	PLAYER REPRESENTATIVE	C	0	0	0	7 6 2 2	7 6 2 2
BROWN RAY	VICE PRESIDENT	C	0	0	8 2 0	1 5 1 2 6	1 5 9 4 6
BROWN RUBEN	PLAYER REPRESENTATIVE	N	0	0	0	1 1 7 6 4	1 1 7 6 4
BROWN TIM	VICE PRESIDENT	C	0	0	7 4 0	3 6 6 4 8	3 7 3 8 8

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SCHEDULE 9 – ALL OFFICERS AND DISBURSEMENTS TO OFFICERS (continued)

(A) Name <small>(List all persons who held office during the reporting period even if they received no salary or other disbursements.)</small>		Gross Salary (before taxes and other deductions) (D)	Allowances (E)	Disbursements for Official Business (F)	Other Disbursements (G)	Total (H)
(B) Title <small>(Enter title of officer, such as PRESIDENT or TREASURER.)</small>	Status (C)*					
BRUENER MARK		0	0	1 2 9 8	1 4 2 4 4	1 5 5 4 2
VICE PRESIDENT	C					
BUCHANAN RAY		0	0	7 4 0	1 3 3 3 0	1 4 0 7 0
PLAYER REPRESENTATIVE	C					
CAMPBELL MARK		0	0	2 2 1	1 3 1 3 3	1 3 3 5 4
PLAYER REPRESENTATIVE	N					
CARTER KEVIN		0	0	7 4 0	1 4 8 1 5	1 5 5 5 5
PLAYER REPRESENTATIVE	C					
CHAVOUS COREY		0	0	2 2 1	8 4 5 7	8 6 7 8
PLAYER REPRESENTATIVE	N					
CLEELAND CAMERO		0	0	0	1 1 6 3 2	1 1 6 3 2
PLAYER REPRESENTATIVE	N					
COAKLEY DEXTER		0	0	2 2 1	1 2 7 4 2	1 2 9 6 3
PLAYER REPRESENTATIVE	N					
CONWELL ERNIE		0	0	8 2 0	1 3 9 3 8	1 4 7 5 8
VICE PRESIDENT	C					

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SCHEDULE 9 – ALL OFFICERS AND DISBURSEMENTS TO OFFICERS (continued)

(A) Name <small>(List all persons who held office during the reporting period even if they received no salary or other disbursements.)</small>	Gross Salary (before taxes and other deductions) (D)	Allowances (E)	Disbursements for Official Business (F)	Other Disbursements (G)	Total (H)	
(B) Title <small>(Enter title of officer, such as PRESIDENT or TREASURER.)</small>	Status (C)*					
CULPEPPER DAUNTE PLAYER REPRESEN	P	0	0	0	6 8 8 8 9	6 8 8 8 9
DARIUS DONOVI PLAYER REPRESEN	C	0	0	9 0 2	1 5 5 7 6	1 6 4 7 8
DAVIS DON PLAYER REPRESEN	P	0	0	0	1 1 6 2 5	1 1 6 2 5
DAVIS ROB PLAYER REPRESEN	C	0	0	6 6 0	1 2 3 9 1	1 3 0 5 1
DAWKINS BRIAN PLAYER REPRESEN	C	0	0	7 4 0	1 6 2 0 9 8	1 6 2 8 3 8
EDWARDS DONNIE PLAYER REPRESEN	C	0	0	7 4 0	1 8 8 4 5	1 9 5 8 5
ELLIS GREG PLAYER REPRESEN	C	0	0	0	1 1 6 5 7	1 1 6 5 7
FANECA ALAN PLAYER REPRESEN	N	0	0	0	1 8 6 9 6	1 8 6 9 6

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FILE NUMBER: **065 - 533**

SCHEDULE 9 – ALL OFFICERS AND DISBURSEMENTS TO OFFICERS (continued)

(A) Name <small>(List all persons who held office during the reporting period even if they received no salary or other disbursements.)</small>		Status (C)*	Gross Salary (before taxes and other deductions) (D)	Allowances (E)	Disbursements for Official Business (F)	Other Disbursements (G)	Total (H)
(B) Title <small>(Enter title of officer, such as PRESIDENT or TREASURER.)</small>							
FEELY JAY PLAYER REPRESN		C	0	0	7 4 0	1 2 2 4 8	1 2 9 8 8
FLANAGAN MIKE PLAYER REPRESN		P	0	0	7 4 0	1 3 1 8 0	1 3 9 2 0
FONTENOT JERRY PLAYER REPRESN		P	0	0	7 4 0	1 3 5 8 6	1 4 3 2 6
GAMMON KENDAL PLAYER REPRESN		C	0	0	7 4 0	1 1 6 2 5	1 2 3 6 5
GEORGE EDDIE VICE PRESIDENT		C	0	0	6 6 0	1 2 3 5 7 9	1 2 4 2 3 9
GLENN AARON PLAYER REPRESN		C	0	0	7 4 0	2 1 2 1 2	2 1 9 5 2
GLOVER LA'ROI PLAYER REPRESN		C	0	0	7 4 0	6 8 3 2 9	6 9 0 6 9
GRAGG SCOTT PLAYER REPRESN		P	0	0	7 4 0	1 3 2 2 0	1 3 9 6 0

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SCHEDULE 9 – ALL OFFICERS AND DISBURSEMENTS TO OFFICERS (continued)

(A) Name <small>(List all persons who held office during the reporting period even if they received no salary or other disbursements.)</small>		Status (C)*	Gross Salary (before taxes and other deductions) (D)	Allowances (E)	Disbursements for Official Business (F)	Other Disbursements (G)	Total (H)
(B) Title <small>(Enter title of officer, such as PRESIDENT or TREASURER.)</small>							
GRAY	CHRIS	P	0	0	7 4 0	1 3 7 3 7	1 4 4 7 7
PLAYER REPRESENTATIVE							
GREEN	AHMAN	N	0	0	2 2 1	2 3 8 1 4 8	2 3 8 3 6 9
PLAYER REPRESENTATIVE							
GRIFFITH	ROBERT	N	0	0	5 8 0	1 2 5 1 2	1 3 0 9 2
VICE PRESIDENT							
HALL	JAMES	N	0	0	2 2 1	6 7 1 1	6 9 3 2
PLAYER REPRESENTATIVE							
HALL	TRAVIS	N	0	0	0	1 1 6 2 7	1 1 6 2 7
PLAYER REPRESENTATIVE							
HARDY	KEVIN	N	0	0	7 4 0	2 4 3 1 8	2 5 0 5 8
PLAYER REPRESENTATIVE							
HARRIS	AL	N	0	0	0	1 2 2 3 8	1 2 2 3 8
PLAYER REPRESENTATIVE							
HENDERSON	WILLIA	P	0	0	7 4 0	2 1 7 3 6	2 2 4 7 6
PLAYER REPRESENTATIVE							

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SCHEDULE 9 – ALL OFFICERS AND DISBURSEMENTS TO OFFICERS (continued)

(A) Name <i>(List all persons who held office during the reporting period even if they received no salary or other disbursements.)</i>		Gross Salary (before taxes and other deductions) (D)	Allowances (E)	Disbursements for Official Business (F)	Other Disbursements (G)	Total (H)
(B) Title <i>(Enter title of officer, such as PRESIDENT or TREASURER.)</i>	Status (C)*					
HOLLAND PLAYER REPRESN	DARIUS N	0	0	0	1 1 6 2 7	1 1 6 2 7
HOLT PLAYER REPRESN	TORRY C	0	0	9 6 1	1 0 4 7 3 5	1 0 5 6 9 6
HOUSER PLAYER REPRESN	KEVIN N	0	0	2 2 1	6 6 2 7	6 8 4 8
IZZO PLAYER REPRESN	LARRY C	0	0	7 4 0	2 5 9 8 3	2 6 7 2 3
JACKSON PLAYER REPRESN	TYOKA N	0	0	2 2 1	1 1 6 3 1	1 1 8 5 2
JANSEN PLAYER REPRESN	JON N	0	0	0	1 2 1 8 5	1 2 1 8 5
JOHNSON PLAYER REPRESN	TED C	0	0	0	1 2 7 2 2	1 2 7 2 2
JONES PLAYER REPRESN	FREDDI P	0	0	0	1 1 6 3 3	1 1 6 3 3

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SCHEDULE 9 – ALL OFFICERS AND DISBURSEMENTS TO OFFICERS (continued)

(A) Name <i>(List all persons who held office during the reporting period even if they received no salary or other disbursements.)</i>		Status (C)*	Gross Salary (before taxes and other deductions) (D)	Allowances (E)	Disbursements for Official Business (F)	Other Disbursements (G)	Total (H)
(B) Title <i>(Enter title of officer, such as PRESIDENT or TREASURER.)</i>							
JONES MARVIN PLAYER REPRESN		C	0	0	7 4 0	2 0 9 5	2 8 3 5
KANELL DANNY PLAYER REPRESN		N	0	0	2 2 1	7 5 0 2	7 7 2 3
KASAY JOHN PLAYER REPRESN		P	0	0	7 4 0	1 6 2 3 9	1 6 9 7 9
KENDALL PETE PLAYER REPRESN		N	0	0	2 2 1	1 1 6 2 5	1 1 8 4 6
KENNEDY LINCOLN PLAYER REPRESN		P	0	0	0	8 9 6	8 9 6
KENNEDY TAMERLA PLAYER REPRESN		P	0	0	7 4 0	0	7 4 0
KING ANDRE PLAYER REPRESN		N	0	0	2 2 1	6 6 2 7	6 8 4 8
KING SHAUN PLAYER REPRESN		N	0	0	1 2 1	1 1 6 4 8	1 1 7 6 9

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SCHEDULE 9 - ALL OFFICERS AND DISBURSEMENTS TO OFFICERS (continued)

(A) Name <small>(List all persons who held office during the reporting period even if they received no salary or other disbursements.)</small>		Gross Salary (before taxes and other deductions) (D)	Allowances (E)	Disbursements for Official Business (F)	Other Disbursements (G)	Total (H)
(B) Title <small>(Enter title of officer, such as PRESIDENT or TREASURER.)</small>	Status (C)*					
KNIGHT BRYAN PLAYER REPRESENTATIVE	P	0	0	0	6 6 2 5	6 6 2 5
KNIGHT SAMMY PLAYER REPRESENTATIVE	N	0	0	0	1 2 2 2 7	1 2 2 2 7
KONRAD ROB PLAYER REPRESENTATIVE	C	0	0	0	1 1 6 4 9	1 1 6 4 9
KUEHL RYAN PLAYER REPRESENTATIVE	P	0	0	0	1 1 6 2 5	1 1 6 2 5
KYLE JASON PLAYER REPRESENTATIVE	C	0	0	7 4 0	1 3 7 5 4	1 4 4 9 4
LANG KENARD PLAYER REPRESENTATIVE	N	0	0	0	1 1 6 3 1	1 1 6 3 1
MASON DERRIC PLAYER REPRESENTATIVE	C	0	0	7 4 0	3 8 5 7 7	3 9 3 1 7
MAWAE KEVIN VICE PRESIDENT	C	0	0	8 2 0	1 5 9 7 2	1 6 7 9 2

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SCHEDULE 9 – ALL OFFICERS AND DISBURSEMENTS TO OFFICERS (continued)

(A) Name <i>(List all persons who held office during the reporting period even if they received no salary or other disbursements.)</i>		Gross Salary (before taxes and other deductions) (D)	Allowances (E)	Disbursements for Official Business (F)	Other Disbursements (G)	Total (H)
(B) Title <i>(Enter title of officer, such as PRESIDENT or TREASURER.)</i>	Status (C)*					
MCCARDELL KEENAN VICE PRESIDENT	C	0	0	7 4 0	3 2 4 8 0	3 3 2 2 0
MCFARLAND ANTHON PLAYER REPRESEN	N	0	0	2 2 1	1 4 2 4 1	1 4 4 6 2
MCGRAW JON PLAYER REPRESEN	C	0	0	0	6 6 3 9	6 6 3 9
MCKINNON RONALD PLAYER REPRESEN	C	0	0	7 4 0	1 6 1 5 7	1 6 8 9 7
MCKNIGHT JAMES PLAYER REPRESEN	P	0	0	7 4 0	2 2 0 7	2 9 4 7
MCNABB DONOVA PLAYER REPRESEN	N	0	0	0	9 0 1 0 0 2	9 0 1 0 0 2
MEESTER BRAD PLAYER REPRESEN	N	0	0	0	7	7
MICKENS RAY PLAYER REPRESEN	C	0	0	5 8 0	1 8 7 7 6	1 9 3 5 6

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SCHEDULE 9 – ALL OFFICERS AND DISBURSEMENTS TO OFFICERS (continued)

(A) Name <small>(List all persons who held office during the reporting period even if they received no salary or other disbursements.)</small>		Status (C)*	Gross Salary (before taxes and other deductions) (D)	Allowances (E)	Disbursements for Official Business (F)	Other Disbursements (G)	Total (H)
(B) Title <small>(Enter title of officer, such as PRESIDENT or TREASURER.)</small>							
MILLOY	LAWYER		0	0	7 4 0	2 0 5 6 7	2 1 3 0 7
PLAYER REPRESENTATIVE		N					
MINTER	MIKE		0	0	5 8 0	1 6 9 9 8	1 7 5 7 8
PLAYER REPRESENTATIVE		N					
MITCHELL	BRIAN		0	0	8 2 0	1 8 8 1 6	1 9 6 3 6
VICE PRESIDENT		C					
MOORE	DAVE		0	0	7 4 0	1 4 2 3 3	1 4 9 7 3
PLAYER REPRESENTATIVE		C					
OBEN	ROMAN		0	0	5 8 0	2 0 1 9 0	2 0 7 7 0
PLAYER REPRESENTATIVE		C					
O'HARA	SHAUN		0	0	7 4 0	6 6 3 2	7 3 7 2
PLAYER REPRESENTATIVE		C					
PALMER	CARSON		0	0	0	9 5 5 9 5	9 5 5 9 5
PLAYER REPRESENTATIVE		N					
PERRY	ED		0	0	0	1 1 6 2 5	1 1 6 2 5
PLAYER REPRESENTATIVE		N					

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SCHEDULE 9 – ALL OFFICERS AND DISBURSEMENTS TO OFFICERS (continued)

(A) Name <small>(List all persons who held office during the reporting period even if they received no salary or other disbursements.)</small>		Gross Salary (before taxes and other deductions) (D)	Allowances (E)	Disbursements for Official Business (F)	Other Disbursements (G)	Total (H)
(B) Title <small>(Enter title of officer, such as PRESIDENT or TREASURER.)</small>	Status (C)*					
PETERSON TODD PLAYER REPRESN	N	0	0	0	1 4 6 2 5	1 4 6 2 5
PLAYER SCOTT PLAYER REPRESN	C	0	0	0	1 1 6 2 5	1 1 6 2 5
PLUMMER AHMED PLAYER REPRESN	N	0	0	2 9 6	7 9 3 2	8 2 2 8
POLLARD MARCUS PLAYER REPRESN	C	0	0	7 4 0	1 4 5 9 3	1 5 3 3 3
PORCHER ROBERT VICE PRESIDENT	C	0	0	1 3 9 5	1 9 9 9 1	2 1 3 8 6
PORTER JERRY PLAYER REPRESN	N	0	0	3 3 5	4 5 7 5 4	4 6 0 8 9
PRICE PEERLE PLAYER REPRESN	P	0	0	0	1 8 3 0 6	1 8 3 0 6
PRYCE TREVOR PLAYER REPRESN	P	0	0	0	1 8 6 6 1	1 8 6 6 1

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SCHEDULE 9 – ALL OFFICERS AND DISBURSEMENTS TO OFFICERS (continued)

(A) Name <small>(List all persons who held office during the reporting period even if they received no salary or other disbursements.)</small>	Status (C)*	Gross Salary (before taxes and other deductions) (D)	Allowances (E)	Disbursements for Official Business (F)	Other Disbursements (G)	Total (H)
(B) Title <small>(Enter title of officer, such as PRESIDENT or TREASURER.)</small>	Status (C)*	Gross Salary (before taxes and other deductions) (D)	Allowances (E)	Disbursements for Official Business (F)	Other Disbursements (G)	Total (H)
RACKLEY DEREK PLAYER REPRESN	N	0	0	0	6 6 2 9	6 6 2 9
RICHARDSON TONY PLAYER REPRESN	C	0	0	5 8 0	2 5 8 6 7	2 6 4 4 7
RUSSELL BRIAN PLAYER REPRESN	N	0	0	0	7 3 3 9	7 3 3 9
SATURDAY JEFF PLAYER REPRESN	C	0	0	7 4 0	1 3 7 4 7	1 4 4 8 7
SCHLESINGER CORY PLAYER REPRESN	N	0	0	2 2 1	1 6 3 8 3	1 6 6 0 4
SCHNECK MIKE PLAYER REPRESN	N	0	0	0	1 1 6 2 5	1 1 6 2 5
SHIELDS WILL PLAYER REPRESN	P	0	0	7 4 0	1 4 7 7 0	1 5 5 1 0
SIMMS CHRIST PLAYER REPRESN	N	0	0	0	7 7 3 5	7 7 3 5

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SCHEDULE 9 – ALL OFFICERS AND DISBURSEMENTS TO OFFICERS (continued)

(A) Name <small>(List all persons who held office during the reporting period even if they received no salary or other disbursements.)</small>		Status (C)*	Gross Salary (before taxes and other deductions) (D)	Allowances (E)	Disbursements for Official Business (F)	Other Disbursements (G)	Total (H)
(B) Title <small>(Enter title of officer, such as PRESIDENT or TREASURER.)</small>							
SIRMON	PETER	N	0	0	2 2 1	6 6 2 9	6 8 5 0
PLAYER	REPRESN						
SMITH	ROD	C	0	0	6 6 0	4 0 2 6 6	4 0 9 2 6
PLAYER	REPRESN						
SOWELL	JERALD	N	0	0	2 2 1	1 1 6 3 9	1 1 8 6 0
PLAYER	REPRESN						
SPIKES	TAKEO	N	0	0	2 2 1	4 1 5 5 0	4 1 7 7 1
PLAYER	REPRESN						
STANLEY	CHAD	N	0	0	0	1 1 6 2 9	1 1 6 2 9
PLAYER	REPRESN						
STEWART	TONY	N	0	0	0	6 6 2 5	6 6 2 5
PLAYER	REPRESN						
STOVER	MATT	C	0	0	7 4 0	1 3 8 2 5	1 4 5 6 5
PLAYER	REPRESN						
STRAHAN	MICHAEL	C	0	0	0	1 7 9 4 0 1	1 7 9 4 0 1
PLAYER	REPRESN						

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SCHEDULE 9 – ALL OFFICERS AND DISBURSEMENTS TO OFFICERS (continued)

(A) Name <small>(List all persons who held office during the reporting period even if they received no salary or other disbursements.)</small>		Gross Salary (before taxes and other deductions) (D)	Allowances (E)	Disbursements for Official Business (F)	Other Disbursements (G)	Total (H)
(B) Title <small>(Enter title of officer, such as PRESIDENT or TREASURER.)</small>	Status (C)*					
STRONG MACK PLAYER REPRESENTATIVE	N	0	0	2 2 1	1 3 1 5 1	1 3 3 7 2
TAIT JOHN PLAYER REPRESENTATIVE	N	0	0	0	1 1 0 4 0	1 1 0 4 0
TAYLOR ROBERT PLAYER REPRESENTATIVE	N	0	0	0	1 4 9 3 9	1 4 9 3 9
THOMAS ADALIU PLAYER REPRESENTATIVE	C	0	0	7 4 0	1 2 5 9 1	1 3 3 3 1
THORNTON DAVID PLAYER REPRESENTATIVE	N	0	0	2 2 1	1 2 8 7 8	1 3 0 9 9
THRASH JAMES PLAYER REPRESENTATIVE	N	0	0	1 4 9	2 0 0 2 6	2 0 1 7 5
TUPA THOMAS PLAYER REPRESENTATIVE	P	0	0	7 4 0	1 3 5 4 2	1 4 2 8 2
TURLEY KYLE PLAYER REPRESENTATIVE	P	0	0	0	1 2 9 5 6	1 2 9 5 6

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SCHEDULE 9 – ALL OFFICERS AND DISBURSEMENTS TO OFFICERS (continued)

(A) Name <small>(List all persons who held office during the reporting period even if they received no salary or other disbursements.)</small>	Status	Gross Salary (before taxes and other deductions) (D)	Allowances (E)	Disbursements for Official Business (F)	Other Disbursements (G)	Total (H)
(B) Title <small>(Enter title of officer, such as PRESIDENT or TREASURER.)</small>	(C)*					
VINCENT TROY PRESIDENT	N	0	0	5 8 0	2 0 7 6 1	2 1 3 4 1
VON OELHOFFE KIMO PLAYER REPRESEN	N	0	0	0	1 1 8 8 4	1 1 8 8 4
VRABEL MIKE PLAYER REPRESEN	C	0	0	7 4 0	2 1 2 9 2	2 2 0 3 2
WALKER GARY PLAYER REPRESEN	P	0	0	7 4 0	1 5 3 1 9	1 6 0 5 9
WARD HINES PLAYER REPRESEN	P	0	0	0	1 2 5 9 3 5	1 2 5 9 3 5
WASHINGTON DEWAYN PLAYER REPRESEN	N	0	0	2 2 1	1 5 3 7 7	1 5 5 9 8
WATERS BRIAN PLAYER REPRESEN	N	0	0	0	6 6 3 6	6 6 3 6
WEAVER ANTHON PLAYER REPRESEN	N	0	0	1 6 6	7 0 0 3	7 1 6 9

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SCHEDULE 9 – ALL OFFICERS AND DISBURSEMENTS TO OFFICERS (continued)

(A) Name <i>(List all persons who held office during the reporting period even if they received no salary or other disbursements.)</i>		Gross Salary (before taxes and other deductions) (D)	Allowances (E)	Disbursements for Official Business (F)	Other Disbursements (G)	Total (H)
(B) Title <i>(Enter title of officer, such as PRESIDENT or TREASURER.)</i>	Status (C)*					
WELBOURN JOHN PLAYER REPRESN	P	0	0	7 4 0	1 5 9 2	2 3 3 2
WILEY CHUCK PLAYER REPRESN	P	0	0	0	1 1 3 3 1	1 1 3 3 1
WILEY MARCEL PLAYER REPRESN	P	0	0	0	1 3 1 2 9	1 3 1 2 9
WILLIAMS ROLAND PLAYER REPRESN	N	0	0	3 3 5	2 1 6 2 5	2 1 9 6 0
WOODSON CHARLE PLAYER REPRESN	P	0	0	0	4 8 9 6 4	4 8 9 6 4
WYNN RENALD PLAYER REPRESN	C	0	0	6 6 0	1 3 1 5 3	1 3 8 1 3
YOUNG BRYANT PLAYER REPRESN	P	0	0	0	4 2 5 6 0	4 2 5 6 0

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SCHEDULE 10 - DISBURSEMENTS TO EMPLOYEES (continued)

(A) Name <i>(List all employees who received more than \$10,000 in total disbursements from your organization and any affiliates.)</i>	Gross Salary (before taxes and other deductions) (D)	Allowances (E)	Disbursements for Official Business (F)	Other Disbursements (G)	Total (H)
(B) Position <i>(Enter employee's job title.)</i>					
(C) Name of Affiliated Organization <i>(if applicable)</i>					
BECKER DELINDA ASST DIR, RET P NONE	9 3 1 4 2	0	7 3 1 4	0	1 0 0 4 5 6
BELSER JASON REGIONAL DIRECTO NONE	7 8 1 2 3	0	1 4 3 5 1	0	9 2 4 7 4
BERTHELSEN RICHARD GENERAL COUNSEL NONE	5 4 2 8 1 6	4 8 0 0	4 0 1 2 2	0	5 8 7 7 3 8
BOSTYAN REBECCA ADMIN ASST NONE	2 2 9 4 9	0	2 0 1 8	0	2 4 9 6 7
BUSH KAREN LICENSING MANAGE NONE	5 2 7 4 6	0	3 5 6 7	0	5 6 3 1 3

ORGANIZATION NAME:
NAT'L FOOTBALL LEAGUE PLAYERS ASSN.
 ENDING DATE OF PERIOD COVERED:
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FILE NUMBER: **065 - 533**

SCHEDULE 10 – DISBURSEMENTS TO EMPLOYEES (continued)

(A) Name <small>(List all employees who received more than \$10,000 in total disbursements from your organization and any affiliates.)</small>	Gross Salary (before taxes and other deductions) (D)	Allowances (E)	Disbursements for Official Business (F)	Other Disbursements (G)	Total (H)
(B) Position <small>(Enter employee's job title.)</small>					
(C) Name of Affiliated Organization <small>(If applicable)</small>					
BYNUM OLIVIA DATA ENTRY/BOOKK NONE	5 6 1 3 2	0	0	0	5 6 1 3 2
CAPPS SIBYL DATA ENTRY CLERK NONE	3 8 4 4 4	0	1 5 8 0	0	4 0 0 2 4
CARROLL LAUREN RECEPTIONIST NONE	2 1 4 9 6	0	8 3 3	0	2 2 3 2 9
COLLINS ANDRE DIRECTOR, RETIR NONE	7 1 8 5 4	2 8 0 0	6 7 2 3	0	8 1 3 7 7
COSOVER KERRY EXECUTIVE ASST/T NONE	5 2 5 0 8	0	7 8 4 8	0	6 0 3 5 6

ORGANIZATION NAME:
NAT'L FOOTBALL LEAGUE PLAYERS ASSN.
 ENDING DATE OF PERIOD COVERED:
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FILE NUMBER: **065 - 533**

SCHEDULE 10 - DISBURSEMENTS TO EMPLOYEES (continued)

(A) Name <small>(List all employees who received more than \$10,000 in total disbursements from your organization and any affiliates.)</small>	Gross Salary (before taxes and other deductions) (D)	Allowances (E)	Disbursements for Official Business (F)	Other Disbursements (G)	Total (H)
(B) Position <small>(Enter employee's job title.)</small>					
(C) Name of Affiliated Organization <small>(if applicable)</small>					
CRAVEN CARA PARALEGAL NONE	2 9 7 1 5	0	3 2 8 2	0	3 2 9 9 7
DEPASO THOMAS STAFF COUNSEL/RE NONE	2 8 9 5 8 5	4 8 0 0	2 4 1 1 1	0	3 1 8 4 9 6
DODSON C. ADEL RECEPTIONIST NONE	2 7 0 6 7	0	1 1 4 0	0	2 8 2 0 7
DOGGETTE ATHELIA ASSISTANT DIRECT NONE	5 6 7 2 1	0	1 1 5 8	0	5 7 8 7 9
DONNELLY MICHAEL ADMIN ASST NONE	1 5 3 3 7	0	2 3 8 4	0	1 7 7 2 1

ORGANIZATION NAME:
NAT'L FOOTBALL LEAGUE PLAYERS ASSN.
 ENDING DATE OF PERIOD COVERED:
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FILE NUMBER: **065 - 533**

SCHEDULE 10 – DISBURSEMENTS TO EMPLOYEES (continued)

(A) Name <small>(List all employees who received more than \$10,000 in total disbursements from your organization and any affiliates.)</small>	Gross Salary (before taxes and other deductions) (D)	Allowances (E)	Disbursements for Official Business (F)	Other Disbursements (G)	Total (H)
(B) Position <small>(Enter employee's job title.)</small>					
(C) Name of Affiliated Organization <small>(if applicable)</small>					
FORBES PARALEGAL NONE	1 4 3 7 1	0	1 1 3 4	0	1 5 5 0 5
FRANCIS DIRECTOR, COMMU NONE	1 0 1 3 3 5	4 2 0 0	1 2 1 6 7	0	1 1 7 7 0 2
GAGNON ADMIN ASST NONE	4 7 4 0 0	0	4 8 1 4	0	5 2 2 1 4
GAINES SENIOR REGIONAL NONE	2 3 5 0 4 6	4 8 0 0	5 3 1 8 7	0	2 9 3 0 3 3
GARNER DIRECTOR OF FINA NONE	2 0 3 3 1 6	4 8 0 0	4 7 9 0	0	2 1 2 9 0 6

ORGANIZATION NAME:
NAT'L FOOTBALL LEAGUE PLAYERS ASSN.

FILE NUMBER: **065 - 533**

ENDING DATE OF PERIOD COVERED:
02/28/2005

SCHEDULE 10 – DISBURSEMENTS TO EMPLOYEES (continued)

(A) Name <small>(List all employees who received more than \$10,000 in total disbursements from your organization and any affiliates.)</small>	Gross Salary (before taxes and other deductions) (D)	Allowances (E)	Disbursements for Official Business (F)	Other Disbursements (G)	Total (H)
(B) Position <small>(Enter employee's job title.)</small>					
(C) Name of Affiliated Organization <small>(if applicable)</small>					
GASHO ANNE ADMIN ASST NONE	3 0 1 6 7	0	4 0 2 5	0	3 4 1 9 2
GEORGE RON DIRECTOR, FINAN NONE	1 3 4 6 2	0	1 5 2 3	0	1 4 9 8 5
GODFREY CASEY ADMIN ASST NONE	1 3 7 3 1	0	1 2 7 5	0	1 5 0 0 6
GOODMAN STEPHEN CORPORATE MARKET NONE	6 0 6 4 5	0	5 9 2 5	0	6 6 5 7 0
GOODSTADT JOSHUA ASSISTANT VICE P NONE	6 3 0 5 3	0	1 6 9 4 9	0	8 0 0 0 2

ORGANIZATION NAME:
NAT'L FOOTBALL LEAGUE PLAYERS ASSN.

ENDING DATE OF PERIOD COVERED:
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FILE NUMBER: **065 - 533**

SCHEDULE 10 - DISBURSEMENTS TO EMPLOYEES (continued)

(A) Name <i>(List all employees who received more than \$10,000 in total disbursements from your organization and any affiliates.)</i>	Gross Salary (before taxes and other deductions) (D)	Allowances (E)	Disbursements for Official Business (F)	Other Disbursements (G)	Total (H)
(B) Position <i>(Enter employee's job title.)</i>					
(C) Name of Affiliated Organization <i>(If applicable)</i>					
GRAHAM JAMES REGIONAL DIRECTO NONE	1 2 8 6 2 3	4 2 0 0	3 8 6 2 0	0	1 7 1 4 4 3
GREEN MICHAEL SENIOR OFFICE AS NONE	3 7 9 5 6	0	1 2 0 0	0	3 9 1 5 6
HALTON BEVERLY PROGRAMS MANAGER NONE	3 4 2 9 8	0	1 2 9 2	0	3 5 5 9 0
HAMILTON AMBER ASSISTANT DIRECT NONE	1 5 5 4 1	0	4 0 0 0	0	1 9 5 4 1
HAMMONDS DANA ASST DIR, FIN A NONE	6 2 7 3 2	0	5 7 1 0	0	6 8 4 4 2

ORGANIZATION NAME:
NAT'L FOOTBALL LEAGUE PLAYERS ASSN.

ENDING DATE OF PERIOD COVERED:
02/28/2005

FILE NUMBER: **065 - 533**

SCHEDULE 10 - DISBURSEMENTS TO EMPLOYEES (continued)

(A) Name <small>(List all employees who received more than \$10,000 in total disbursements from your organization and any affiliates.)</small>	Gross Salary (before taxes and other deductions) (D)	Allowances (E)	Disbursements for Official Business (F)	Other Disbursements (G)	Total (H)
(B) Position <small>(Enter employee's job title.)</small>					
(C) Name of Affiliated Organization <small>(if applicable)</small>					
HOLT MATTHEW ADMIN ASST NONE	2 9 4 6 6	0	3 8 1 2	0	3 3 2 7 8
ISAACS ODELIA ACCOUNTING MANAG NONE	9 1 8 9 2	0	0	0	9 1 8 9 2
JENKINS VERONIC GRAPHIC ARTS MAN NONE	5 9 9 5 4	0	4 3 2 4	0	6 4 2 7 8
JONES FELICE ASSISTANT VICE P NONE	6 9 6 7 4	0	1 2 1 0 6	0	8 1 7 8 0
KELLY ERIN HUMAN RESOURCES NONE	1 8 1 2 3	0	1 6 6 5	0	1 9 7 8 8

ORGANIZATION NAME:
NAT'L FOOTBALL LEAGUE PLAYERS ASSN.
 ENDING DATE OF PERIOD COVERED:
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FILE NUMBER: **065 - 533**

SCHEDULE 10 – DISBURSEMENTS TO EMPLOYEES (continued)

(A) Name <i>(List all employees who received more than \$10,000 in total disbursements from your organization and any affiliates.)</i>	Gross Salary (before taxes and other deductions) (D)	Allowances (E)	Disbursements for Official Business (F)	Other Disbursements (G)	Total (H)
(B) Position <i>(Enter employee's job title.)</i>					
(C) Name of Affiliated Organization <i>(if applicable)</i>					
KERR JOHN ASSISTANT TO EXE NONE	9 9 5 8 2	1 7 5 0	0	0	1 0 1 3 3 2
KLINE TODD CORPORATE MARKET NONE	3 0 4 3 1	0	4 8 8 0	0	3 5 3 1 1
KRESNEY NICOLE ADMIN ASST NONE	3 3 1 4 8	0	6 0 7 8	0	3 9 2 2 6
LAWSON LASHUN ASSISTANT VICE P NONE	7 7 5 2 7	0	8 7 5 3	0	8 6 2 8 0
LEVIN MARK DIRECTOR, SALAR NONE	1 2 6 1 4 2	4 2 0 0	6 6 0 0	0	1 3 6 9 4 2

ORGANIZATION NAME:
NAT'L FOOTBALL LEAGUE PLAYERS ASSN.
 ENDING DATE OF PERIOD COVERED:
02/28/2005

FILE NUMBER: **0 6 5 - 5 3 3**

SCHEDULE 10 – DISBURSEMENTS TO EMPLOYEES (continued)

(A) Name <i>(List all employees who received more than \$10,000 in total disbursements from your organization and any affiliates.)</i>	Gross Salary (before taxes and other deductions) (D)	Allowances (E)	Disbursements for Official Business (F)	Other Disbursements (G)	Total (H)
(B) Position <i>(Enter employee's job title.)</i>					
(C) Name of Affiliated Organization <i>(if applicable)</i>					
LINNEN OPERATIONS MANAG NONE	6 3 5 0 4	0	2 5 5 4	0	6 6 0 5 8
MACCARTY ADMIN ASST NONE	1 6 1 3 9	0	2 2 4 2	0	1 8 3 8 1
MAESTAS ADMIN ASST NONE	3 0 6 8 6	0	3 5 6 8	0	3 4 2 5 4
MALLOY ADMIN ASST NONE	2 5 3 1 6	0	2 8 7 1	0	2 8 1 8 7
MANOLAKAS ASSISTANT VICE P NONE	8 4 7 5 8	0	2 2 2 8 0	0	1 0 7 0 3 8

ORGANIZATION NAME:
NAT'L FOOTBALL LEAGUE PLAYERS ASSN.
 ENDING DATE OF PERIOD COVERED:
02/28/2005

FILE NUMBER: **065 - 533**

SCHEDULE 10 – DISBURSEMENTS TO EMPLOYEES (continued)

(A) Name <i>(List all employees who received more than \$10,000 in total disbursements from your organization and any affiliates.)</i>	Gross Salary (before taxes and other deductions) (D)	Allowances (E)	Disbursements for Official Business (F)	Other Disbursements (G)	Total (H)
(B) Position <i>(Enter employee's job title.)</i>					
(C) Name of Affiliated Organization <i>(if applicable)</i>					
MARSHALL ADMIN ASST NONE	3 2 3 5 3	0	2 4 4 1	0	3 4 7 9 4
MARTINEZ OFFICE ASST NONE	3 6 1 8 3	0	2 7 1 0	0	3 8 8 9 3
MCAFEE STAFF COUNSEL NONE	1 7 2 3 5 4	4 2 0 0	1 7 3 1 3	0	1 9 3 8 6 7
MEGGYESY REGIONAL DIRECTO NONE	1 9 2 0 1 8	4 8 0 0	2 3 5 4 9	0	2 2 0 3 6 7
MOORE MANAGER, PLAYER NONE	1 4 3 4 6	0	3 5 9 4	0	1 7 9 4 0

ORGANIZATION NAME:
NAT'L FOOTBALL LEAGUE PLAYERS ASSN.
 ENDING DATE OF PERIOD COVERED:
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FILE NUMBER: **065 - 533**

SCHEDULE 10 - DISBURSEMENTS TO EMPLOYEES (continued)

(A) Name <small>(List all employees who received more than \$10,000 in total disbursements from your organization and any affiliates.)</small>	Gross Salary (before taxes and other deductions) (D)	Allowances (E)	Disbursements for Official Business (F)	Other Disbursements (G)	Total (H)
(B) Position <small>(Enter employee's job title.)</small>					
(C) Name of Affiliated Organization <small>(if applicable)</small>					
MORAN CHRISTI VICE PRESIDENT, NONE	6 8 7 0 0	0	1 0 9 6 0	0	7 9 6 6 0
MORAN MARY DIRECTOR OF HUMA NONE	1 1 7 0 4 6	0	1 6 5 0	0	1 1 8 6 9 6
MURRAY KIMBERL AR CLERK NONE	4 0 7 4 3	0	2 1 0 0	0	4 2 8 4 3
NAHRA JOSEPH STAFF COUNSEL NONE	1 2 8 6 2 3	3 6 0 0	6 7 7 5	0	1 3 8 9 9 8
NEDLAND ERIN ADMIN ASST NONE	2 2 2 4 1	0	1 7 8 7	0	2 4 0 2 8

ORGANIZATION NAME:
NAT'L FOOTBALL LEAGUE PLAYERS ASSN.
 ENDING DATE OF PERIOD COVERED:
02/28/2005

FILE NUMBER: **065 - 533**

SCHEDULE 10 – DISBURSEMENTS TO EMPLOYEES (continued)

(A) Name <small>(List all employees who received more than \$10,000 in total disbursements from your organization and any affiliates.)</small>	Gross Salary (before taxes and other deductions) (D)	Allowances (E)	Disbursements for Official Business (F)	Other Disbursements (G)	Total (H)
(B) Position <small>(Enter employee's job title.)</small>					
(C) Name of Affiliated Organization <small>(if applicable)</small>					
ROBINSON STACEY DIRECTOR, PLAYE NONE	1 2 9 3 3 5	4 2 0 0	1 4 6 5 6	0	1 4 8 1 9 1
ROUSE JAMES DATABASE ADMINIS NONE	6 2 4 0 9	0	2 7 2 0	0	6 5 1 2 9
RYAN ANNE SENIOR MANAGER NONE	5 4 1 5 9	2 1 0 0	1 5 6 3	0	5 7 8 2 2
SACKS LUKE WEBSITE EDITOR NONE	4 7 9 3 1	0	2 7 2 6	0	5 0 6 5 7
SATCHELL LESLIE PLAYER DEVELOPME NONE	2 5 8 1 6	0	7 6 5 6	0	3 3 4 7 2

ORGANIZATION NAME:
NAT'L FOOTBALL LEAGUE PLAYERS ASSN.
 ENDING DATE OF PERIOD COVERED:
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FILE NUMBER: **065 - 533**

SCHEDULE 10 – DISBURSEMENTS TO EMPLOYEES (continued)

(A) Name <small>(List all employees who received more than \$10,000 in total disbursements from your organization and any affiliates.)</small>	Gross Salary (before taxes and other deductions) (D)	Allowances (E)	Disbursements for Official Business (F)	Other Disbursements (G)	Total (H)
(B) Position <small>(Enter employee's job title.)</small>					
(C) Name of Affiliated Organization <small>(if applicable)</small>					
SHEARER ADMIN ASST NONE JACLYNN	2 9 0 2 9	0	2 2 3 8	0	3 1 2 6 7
SHYU PARALEGAL NONE PATRICI	3 2 8 7 6	0	1 6 6 1	0	3 4 5 3 7
SKALL VICE PRESIDENT, NONE HOWARD	1 1 9 3 1 5	4 2 0 0	1 0 7 1 9	0	1 3 4 2 3 4
SMALL ADMIN ASST NONE VIRGINI	4 9 5 5 8	0	3 2 5 4	0	5 2 8 1 2
SMITH ASSISTANT DIRECT NONE CHRISTO	6 6 6 2 3	0	3 8 2 2	0	7 0 4 4 5

ORGANIZATION NAME:
NAT'L FOOTBALL LEAGUE PLAYERS ASSN.
 ENDING DATE OF PERIOD COVERED:
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FILE NUMBER: **0 6 5 - 5 3 3**

SCHEDULE 10 – DISBURSEMENTS TO EMPLOYEES (continued)

(A) Name <i>(List all employees who received more than \$10,000 in total disbursements from your organization and any affiliates.)</i>	Gross Salary (before taxes and other deductions) (D)	Allowances (E)	Disbursements for Official Business (F)	Other Disbursements (G)	Total (H)
(B) Position <i>(Enter employee's job title.)</i>					
(C) Name of Affiliated Organization <i>(if applicable)</i>					
SNYDER DIRECTOR NONE ANN MAR	9 0 2 0 0	0	1 1 2 3 4	0	1 0 1 4 3 4
STADD-LURIE ADMIN ASST NONE YONAT	2 6 3 7 0	0	2 2 7 3	0	2 8 6 4 3
SUBER SENIOR MANAGER, NONE DAVID	6 9 7 8 3	0	6 2 5 4	0	7 6 0 3 7
TUCKER ASSISTANT VP, C NONE ALLISON	7 0 1 9 0	0	1 6 9 0 4	0	8 7 0 9 4
WALKER SENIOR VICE PRES NONE WILLIAM	1 7 7 2 0 0	4 2 0 0	1 9 5 9 6	0	2 0 0 9 9 6

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FILE NUMBER: **065 - 533**

SCHEDULE 10 – DISBURSEMENTS TO EMPLOYEES (continued)

(A) Name <i>(List all employees who received more than \$10,000 in total disbursements from your organization and any affiliates.)</i>	Gross Salary (before taxes and other deductions) (D)	Allowances (E)	Disbursements for Official Business (F)	Other Disbursements (G)	Total (H)
(B) Position <i>(Enter employee's job title.)</i>					
(C) Name of Affiliated Organization <i>(if applicable)</i>					
WILLIAMS ADORA BENEFITS MANAGER NONE	4 4 1 6 9	0	2 0 0 0	0	4 6 1 6 9
WYMAN SETH PLAYER MARKETING NONE	5 4 8 9 6	0	5 5 0 6	0	6 0 4 0 2
YARAS-DAVIS MICHELL DIRECTOR, BENE NONE	2 0 1 8 9 2	4 2 0 0	9 3 4 2	0	2 1 5 4 3 4
ZIDES MICHAEL STAFF ACCOUNTANT NONE	4 4 8 1 6	0	2 7 7 0	0	4 7 5 8 6

ORGANIZATION NAME:
NAT'L FOOTBALL LEAGUE PLAYERS ASSN.

FILE NUMBER: **0 6 5 - 5 3 3**

ENDING DATE OF PERIOD COVERED:
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SCHEDULE 13 – OFFICE & ADMINISTRATIVE EXPENSE (continued)

Description (A)	Amount (B)
Other non-allocable travel	8 0 6 8
General liability insurance	5 8 6 7 2 1
Office Rent- West Coast	1 8 7 1 9 7
Office Supplies	3 6 9 6 2 4
Equipment rental	2 8 4 1 7 4
Postage and delivery	4 0 8 0 6 7
Repairs and maintenance	5 2 3 4 4
Temporary office supplies	2 6 7 1 9
Telecommunications/website	3 4 5 7 4 2
Plyr Reps mtg. trvl (non-allo.	8 2 1 3 3 1
Storage	6 0 4 3
Meeting costs (Players Inc)	3 2 5 9 9 6

ORGANIZATION NAME:
NAT'L FOOTBALL LEAGUE PLAYERS ASSN.

FILE NUMBER: **0 6 5 - 5 3 3**

ENDING DATE OF PERIOD COVERED:
02/28/2005

75. ADDITIONAL INFORMATION

Item Number	
10	<p data-bbox="310 289 1008 381">National Football League Players Incorporated (Players Inc) 2021 L Street, NW Washington DC 20036</p> <p data-bbox="310 381 1932 446">- Purpose - To market the Association's player group licensing rights; provide opportunities for paid player appearances; and to perform the sales, marketing, and administration of the Association's logo.</p> <p data-bbox="310 479 882 609">2021 L Street Building Corporation 2021 L Street, NW Washington DC 20036 Purpose - To own and operate the office building</p> <p data-bbox="310 641 1260 771">Players Challenge, Inc 2021 L Street, NW 20036 Washington DC 20036 Purpose - To purchase and hold an interest in the Quarterback Challenge Event.</p> <p data-bbox="310 803 1963 868">The report contains consolidated financial statement information of the Labor Organization and its subsidiaries in accordance with Report Method (1)</p>

ORGANIZATION NAME:
NAT'L FOOTBALL LEAGUE PLAYERS ASSN.

FILE NUMBER: **0 6 5 - 5 3 3**

ENDING DATE OF PERIOD COVERED:
02/28/2005

75. ADDITIONAL INFORMATION(continued)

Item Number	
11	<p>The following organizations are jointly administered and organized with participation of the Association.</p> <p>Bert Bell/Pete Rozelle NFL Player Retirement Plan # 51-0201403 200 St. Paul Place Suite 2420 Baltimore, MD 21202 To provide retirement benefits to members</p> <p>National Football League Players Second Career Savings Plan # 52-0185902 200 St. Paul Place Suite 2420 Baltimore, MD 21202 To provide retirement benefits to members</p> <p>White/NFLPA Settlement Fund - # 52-6612682 730 15th Street, NW Washington DC 20013 To distribute legal settlement proceeds to members</p> <p>NFL Players Annuity Plan - # 03-6068279 200 St. Paul Place, Suite 2420 Baltimore, MD 21202 To provide retirement benefits to members</p>

ORGANIZATION NAME:
NAT'L FOOTBALL LEAGUE PLAYERS ASSN.

FILE NUMBER: 065 - 533

ENDING DATE OF PERIOD COVERED:
02/28/2005

75. ADDITIONAL INFORMATION (continued)

Item Number																						
13	(A) Depreciation expense for the year ended February 28, 2005 was \$1,190,984.																					
	(B) Amortization of deferred costs and other assets are as follows:																					
	<table><tr><td>Deferred costs</td><td>\$ 493,136</td></tr><tr><td>Trade name</td><td>3,742</td></tr><tr><td>Intangible asset - QBC</td><td>790,000</td></tr></table>	Deferred costs	\$ 493,136	Trade name	3,742	Intangible asset - QBC	790,000															
Deferred costs	\$ 493,136																					
Trade name	3,742																					
Intangible asset - QBC	790,000																					
	(C) The Association disposed of fixed assets that maintained a cost of \$ 314,398 and accumulated depreciation of \$239,667 at the date of disposal.																					
	Reconciliation of fixed assets:																					
	<table><tr><td>Beginning balance</td><td>\$ 11,704,990</td></tr><tr><td>Add: Purchases</td><td>506,918</td></tr><tr><td>Less: Net loss on disposal</td><td>(74,731)</td></tr><tr><td>Less: Depreciation</td><td>(1,190,984)</td></tr><tr><td>Ending balance</td><td>\$ 10,946,193</td></tr></table>	Beginning balance	\$ 11,704,990	Add: Purchases	506,918	Less: Net loss on disposal	(74,731)	Less: Depreciation	(1,190,984)	Ending balance	\$ 10,946,193											
Beginning balance	\$ 11,704,990																					
Add: Purchases	506,918																					
Less: Net loss on disposal	(74,731)																					
Less: Depreciation	(1,190,984)																					
Ending balance	\$ 10,946,193																					
	(D) In accordance with SFAS No. 124, Accounting for certain investments Held by Not for profit Organizations , the Association accounts for certain investments at fair value. The net appreciation of investments for the year ended February 28, 2005 was \$ 594,687.																					
	Reconciliation of investments:																					
	<table><thead><tr><th></th><th>Other Sec.</th><th>US Treas. Sec.</th></tr></thead><tbody><tr><td>Beginning balance</td><td>\$ 65,652,441</td><td>\$ 1,266,069</td></tr><tr><td>Add: Purchases</td><td>51,149,965</td><td>5,627,680</td></tr><tr><td>Less: Sales proceeds</td><td>(47,748,428)</td><td>(5,356,825)</td></tr><tr><td>Net Appreciation(depre)</td><td>677,736</td><td>(83,049)</td></tr><tr><td></td><td><hr/></td><td><hr/></td></tr><tr><td></td><td>\$ 69,731,714</td><td>\$ 1,453,875</td></tr></tbody></table>		Other Sec.	US Treas. Sec.	Beginning balance	\$ 65,652,441	\$ 1,266,069	Add: Purchases	51,149,965	5,627,680	Less: Sales proceeds	(47,748,428)	(5,356,825)	Net Appreciation(depre)	677,736	(83,049)		<hr/>	<hr/>		\$ 69,731,714	\$ 1,453,875
	Other Sec.	US Treas. Sec.																				
Beginning balance	\$ 65,652,441	\$ 1,266,069																				
Add: Purchases	51,149,965	5,627,680																				
Less: Sales proceeds	(47,748,428)	(5,356,825)																				
Net Appreciation(depre)	677,736	(83,049)																				
	<hr/>	<hr/>																				
	\$ 69,731,714	\$ 1,453,875																				

ORGANIZATION NAME:
NAT'L FOOTBALL LEAGUE PLAYERS ASSN.

FILE NUMBER: **0 6 5 - 5 3 3**

ENDING DATE OF PERIOD COVERED:
02/28/2005

75. ADDITIONAL INFORMATION (continued)

Item Number	
14	Calibre CPA Group PLLC preformed an audit of the financial statements for the year ended February 28, 2005 in accordance with accounting principles generally accepted in the United States of America

ORGANIZATION NAME:
NAT'L FOOTBALL LEAGUE PLAYERS ASSN.

FILE NUMBER: 0 6 5 - 5 3 3

ENDING DATE OF PERIOD COVERED:
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75. ADDITIONAL INFORMATION *(continued)*

Item Number	
23	The Association has guaranteed a line of credit that the National Football League Coaches Association (NFLCA) has with a financial institution for \$ 200,000. The NFLCA has an outstanding balance on the line of credit at February 28, 2005 of \$ 149,000.

ORGANIZATION NAME:
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75. ADDITIONAL INFORMATION *(continued)*

Item Number	
24	<p>During the year ended February 28, 1999, the Internal Revenue Service began an examination of Players Inc. In the opinion of the Association's tax counsel , the outcome of the examination is currently in process and the ultimate outcome is underterminable.</p> <p>The Association is also party to several routine lawsuits. In the opinion of its General Counsel, the cumulative losses which may occur will have no material impact on the financial condition of the Association.</p>

ORGANIZATION NAME:
NAT'L FOOTBALL LEAGUE PLAYERS ASSN.

FILE NUMBER: 065 - 533

ENDING DATE OF PERIOD COVERED:
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75. ADDITIONAL INFORMATION (continued)

Item Number	
77	The Association does not have a Secretary-Treasurer. The Executive Director is the principal administrative officer and signs the form in lieu of the Secretary-Treasurer.

ORGANIZATION NAME:
NAT'L FOOTBALL LEAGUE PLAYERS ASSN.

FILE NUMBER: 065 - 533

ENDING DATE OF PERIOD COVERED:
02/28/2005

75. ADDITIONAL INFORMATION *(continued)*

Item Number	
56	During the year ended February 28, 2005, appearance and autograph fees along with licensing royalties and dues rebates were paid to several player representatives. Those fees are included in Column (G). In addition, costs of spousel travel for attendance at the Board of Player Representatives meeting, as authorized by a resolution of the Board of Player Reps., are also included in Column (G)

ORGANIZATION NAME:
NAT'L FOOTBALL LEAGUE PLAYERS ASSN.

ENDING DATE OF PERIOD COVERED:
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75. ADDITIONAL INFORMATION (continued)

Item Number	
30	The market value of fixed assets is not determinable

ORGANIZATION NAME:
NAT'L FOOTBALL LEAGUE PLAYERS ASSN.

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ENDING DATE OF PERIOD COVERED:
02/28/2005

75. ADDITIONAL INFORMATION *(continued)*

Item Number	
56	<p>During the year ended February 28, 2005, the NFLPA and Players Inc entered into a new employment contract with the Executive Director and Chairman, respectively, that employs him for the period January 1, 2005 through December 31, 2008.</p> <p>The employment agreements stipulate retention bonuses of \$ 1,260,000 and \$ 840,000 from the NFLPA to the Executive Director and from Player Inc to the Grantor Trust, described below, respectively during the year ended February 28, 2005. The bonus amount paid during the year ended February 28, 2005 from the NFLPA is included in Schedule 9, Column (D). The employment contract with Players Inc establishes a Grantor Trust which will be funded on an annual basis with the Players Inc salary and bonus amounts. The Grantor Trust assets are included in Investments on Schedule 2 and the liability is included in Deferred Compensation on Schedule 4 - Other Liabilities.</p>