

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

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SAMUEL BARTLEY STEELE, :
BART STEELE PUBLISHING, and :
STEELE RECORDZ, :

Plaintiffs, : Civil Action
v. : No. 08-11727-NMG
:
TURNER BROADCASTING SYSTEM, INC., :
MAJOR LEAGUE PROPERTIES, INC., :
TIME WARNER, INC., ISLAND DEF JAM :
RECORDS, FOX BROADCASTING :
COMPANY, JOHN BONGIOVI, :
INDIVIDUALLY AND D/B/A BON JOVI :
PUBLISHING, RICHARD SAMBORA, :
INDIVIDUALLY AND D/B/A AGGRESSIVE :
MUSIC, WILLIAM FALCON, :
INDIVIDUALLY AND D/B/A PRETTY :
BLUE SONGS, UNIVERSAL-POLYGRAM :
INTERNATIONAL PUBLISHING, INC., :
SONY/ATV TUNES LLC, KOBALT MUSIC :
GROUP, A&E TELEVISION NETWORKS, :
AEG LIVE LLC, VECTOR 2 LLC, BOSTON :
RED SOX, INC., THE BIGGER PICTURE :
CINEMA CO., and MARK SHIMMEL :
MUSIC, :

Defendants. :
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**TRANSMITTAL DECLARATION OF
CHRISTOPHER G. CLARK IN SUPPORT OF MAJOR LEAGUE
BASEBALL PROPERTIES, INC.'S OPPOSITION TO PLAINTIFFS' RULE 55(A)
MOTION FOR ENTRY OF DEFAULT AGAINST MLB ADVANCED MEDIA, L.P.**

I, CHRISTOPHER G. CLARK, pursuant to 28 U.S.C. § 1746, declare and state as follows:

1. I am a member of the bar of the Commonwealth of Massachusetts and an attorney with the law firm of Skadden, Arps, Slate, Meagher & Flom LLP, counsel for Defendant Major League Baseball Properties, Inc. ("MLB Properties").

2. I submit this declaration to transmit to the Court true and correct copies of the following documents:

Exhibit A: Corporation—Certificate of Assumed Name dated January 17, 1979, Major League Baseball Promotion Corporation assuming the name Major League Baseball Productions; and

Exhibit B: Certificate of Amendment of the Certificate of Incorporation of Major League Baseball Promotion Corporation dated December 23, 1987.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on June 30, 2010 in Boston, Massachusetts.

/s/ Christopher G. Clark
Christopher G. Clark

CERTIFICATE OF SERVICE

I, Christopher G. Clark, hereby certify that this document filed through the ECF system will be sent electronically to the registered participants as identified on the Notice of Electronic Filing and paper copies will be sent to those indicated as non-registered participants on June 30, 2010.

Dated: June 30, 2010

/s/ Christopher G. Clark
Christopher G. Clark

EXHIBIT A

STATE OF NEW YORK

DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of the Department of State, at the City of Albany, on June 23, 2010.

A handwritten signature in black ink, appearing to read "Daniel E. Shapiro".

Daniel E. Shapiro
First Deputy Secretary of State

CT

New York State

DEPARTMENT OF STATE

21011 -> CORPORATIONS AND STATE RECORDS DIVISION
162 Washington Avenue
Albany, NY 12231

CT

CORPORATION— CERTIFICATE OF ASSUMED NAME
(Pursuant to Section 130 General Business Law)

FEES: THE FILING FEE PAYABLE TO THE SECRETARY OF STATE IS \$25.00 PLUS A FEE FOR EACH COUNTY LISTED IN WHICH BUSINESS WILL BE TRANSACTED UNDER ASSUMED NAME. SUCH ADDITIONAL FEES ARE \$25.00 FOR EACH COUNTY IN NEW YORK CITY AND \$3.00 FOR EVERY OTHER COUNTY.

1. Corporation Name Major League Baseball Promotion Corporation
2. Law corporation formed under: Business Not-for-Profit Education Insurance
 Other (specify) _____
3. Assumed Name Major League Baseball Productions
4. Principal place of business in New York State* 1212 Avenue of the Americas
No. and Street
New York, New York 10020 New York
City State Zip Code County

* If none, check box and insert principal out-of-state address above.

5. Counties in which business will be conducted under assumed name.

- All counties
- If not all, circle which counties below

Albany	Chenango	Essex	Jefferson	<u>New York City</u>	Oneida	Putnam	Schuyler	Ulster
Allegany	Clinton	Franklin	Lewis	Bronx	Onondaga	Rensselaer	Seneca	Warren
Broome	Columbia	Fulton	Livingston	Kings	Ontario	Rockland	Steuben	Washington
Cattaraugus	Cortland	Genesee	Madison	<u>New York</u>	Orange	St. Lawrence	Suffolk	Wayne
Cayuga	Delaware	Greene	Monroe	Queens	Orleans	Saratoga	Sullivan	Westchester
Chautauqua	Dutchess	Hamilton	Montgomery	Richmond	Oswego	Schenectady	Tioga	Wyoming
Chemung	Erie	Herkimer	Nassau	Niagara	Otsego	Schoharie	Tompkins	Yates

6. The addresses of each location within New York State where business is or will be conducted under assumed name--list on reverse side. If no business locations in NYS, check box

Corporation Officer Signature Louis L. Hoynes, Jr.
Type Name and Office Louis L. Hoynes, Jr. - Secretary/Treasurer

ACKNOWLEDGMENT (Must be Completed)

State of New York
County of New York

SS:

On the 17th day of January in the year 1979 before me personally came Louis L. Hoynes, Jr. to me known, who being by me duly sworn, did depose and say that he/she is the Secretary of Major League Baseball Promotion Corp., the corporation described in the foregoing certificate, and acknowledged that he/she executed the same by order of the Board of Directors of such corporation.

Peter W. Schmidt
Peter W. Schmidt - Notary Public

Filer's Name Willie, Fanny Mulligan Date Filed _____
Filer's Address 153 East 53rd St New York, N.Y. 10022
No. and Street City State Zip Code

CT

6. Addresses or business locations:

1312 Avenue of the Americas

No. & Street
 New York New York

City State

10020 New York

Zip Code County

No. & Street

City State

Zip Code County

No. & Street

City State

Zip Code County

No. & Street

City State

Zip Code County

No. & Street

City State

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City State

Zip Code County

No. & Street

City **STATE OF NEW YORK**
DEPARTMENT OF STATE

Zip Code **FILED JAN 29 1979**
TAX \$ CK TOTAL 54
FILED FEE \$ 25
COUNTY 25
COPY 4

No. & Street

City State

Zip Code County

No. & Street **326186**

City State **Secretary of State**
[Signature]

Zip Code County

No. & Street

City State

Zip Code County

2-1011-2 USE CONTINUATION SHEET IF NECESSARY

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EXHIBIT B

STATE OF NEW YORK

DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of the Department of State, at the City of Albany, on June 23, 2010.

A handwritten signature in black ink, appearing to read "Daniel E. Shapiro".

Daniel E. Shapiro
First Deputy Secretary of State

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C1

CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
MAJOR LEAGUE BASEBALL PROMOTION CORPORATION
UNDER SECTION 805 OF THE BUSINESS CORPORATION LAW

The undersigned, being the President and the
Secretary of MAJOR LEAGUE BASEBALL PROMOTION CORPORATION,
do hereby certify and set forth:

(1) The name of the corporation is MAJOR LEAGUE
BASEBALL PROMOTION CORPORATION.

(2) The Certificate of Incorporation of MAJOR
LEAGUE BASEBALL PROMOTION CORPORATION was filed by the Department of
State on the 2nd day of December, 1966.

(3) Paragraph First of the Certificate of Incorporation
of MAJOR LEAGUE BASEBALL PROMOTION CORPORATION, which
sets forth the name of the corporation is hereby amended
to read:

~~MAJOR LEAGUE BASEBALL PROMOTION CORPORATION~~
The name of the corporation is MAJOR
LEAGUE BASEBALL PROPERTIES, INC.

(4) Paragraph Second of the Certificate of Incorporation
of MAJOR LEAGUE BASEBALL PROMOTION CORPORATION, which sets
forth the purposes of the corporation is hereby amended
to read:

SECOND: The objects and purposes for which the
Corporation is formed are to do any and all of
the things hereinafter set forth, to the same
extent as natural persons might or could do in
any part of the world, to wit:

a. To obtain from The National League of
Professional Baseball Clubs and its member clubs
and from The American League of Professional
Baseball Clubs and its member clubs the right
to use, on their behalf, and to authorize and
license others to use their names; emblems; logotypes;

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pictures of teams, personnel and facilities; uniform and other designs; insignia; symbols; devices; traditional colors; coats of arms; mascots; slogans; and other identifying symbols.

b. To use and to authorize and license others to use films and videotapes of major league professional baseball games and excerpts therefrom.


c. To publish or arrange for the publication of books, magazines, newspapers, newsletters, programs, pamphlets, statistics or other written materials.


d. To take any and all other actions to promote, advertise and publicize major league professional baseball.

e. To have, in furtherance of the corporate purposes, all of the powers conferred upon corporations organized under the Business Corporation Law subject to any limitations thereof in the laws of the State of New York.

(5) These amendments to the certificate of incorporation of MAJOR LEAGUE BASEBALL PROMOTION CORPORATION were authorized by a vote of the board of directors followed by the affirmative vote of the holders of a majority of all outstanding shares entitled to vote thereon at a meeting of the shareholders duly called and held on the 4th day of November, 1987, a quorum being present.

IN WITNESS WHEREOF, we have executed and subscribed this certificate and do affirm the foregoing as true under the penalties of perjury this 23rd day of December, 1987.


Charles B. Bear
President


Thomas J. Oatertag
Secretary

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JH 12/08

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E 5841146

Dec 28

AM '87

CERTIFICATE OF AMENDMENT

OF

CERTIFICATE OF INCORPORATION

OF

MAJOR LEAGUE BASEBALL PROMOTION CORPORATION

UNDER SECTION 805 OF THE
BUSINESS CORPORATION LAW

Willkie, Farr & Gallagher
One Citicorp Center
153 E. 53rd Street
New York, New York 10022

085783

BILLET

STATE OF NEW YORK
DEPARTMENT OF STATE
FILED DEC 29 1987
AMT. OF CHECK \$
FILING FEE \$
TAX \$
COUNTY FEE \$
COUNTY \$
COPY \$
CERT. \$
REFUND \$
SPEC HANDLE \$
BY *[Signature]*