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DECLARATION OF GENE UPSHAW

Gene Upshaw, hereby declares, under penalty of perjury, as follows:

1. I make this declaration in further support of the motion for sanctions of Defendant National Football League Players Incorporated d/b/a Players Inc ("Players Inc"). I am over twenty-one years of age, and I have personal knowledge of each of the facts stated herein. If called upon to testify, I could and would testify completely thereto.

2. I am the Chairman of Players Inc, the Defendant in the above captioned action.

3. According to the records of Players Inc there are over 13,000 retired NFL players alive today.

I declare under penalty of perjury under the laws of the Unites States of America that the foregoing is true and correct.

Dated: May 16, 2007



Gene Upshaw

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