

SCHEDULE 11 - ALL OFFICERS AND DISBURSEMENTS TO OFFICERS

FILE NUMBER: 065-533

	(A) Name	(B) Title	(C) Status	(D) Gross Salary Disbursements (before any deductions)	(E) Allowances Disbursed	(F) Disbursements for Official Business	(G) Other Disbursements not reported in (D) thru (F)	(H) TOTAL
A	EUGENE	UPSHAW						
B	EXECUTIVE DIRECTOR			\$4,264,577	\$6,600	\$128,338	\$5,726	\$4,405,241
C	C							

During the year ended February 28, 2007, the NFLPA and Players Inc entered into a new employment contracts with the Executive Director and Chairman, respectively, that employs him for the period of January 1, 2006 through December 31, 2010. The employment agreements stipulate bonuses of \$3,600,000 and \$2,400,000 from the NFLPA to the Executive Director and from Players Inc to the Grantor Trust, respectively, described below during the year ended February 28, 2007. The bonus amount paid during the year ended February 28, 2007 from the NFLPA is included in Schedule 11, Column (D). The employment contract with Players Inc established 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 5 and the liability is included in deferred compensation on Schedule 10, Other Liabilities.

Source: NFLPA FORM LM-2 LABOR ORGANIZATION ANNUAL REPORT 3/1/2006 – 2/28/2007