

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

DOC # 2003014641425

DATE 12/10/2003
 TIME 10:20:01
 TYPE UC1
 CARDLYNN CAUDILL
 OKLAHOMA County Clerk
 RECORDED AND FILED

A. NAME & PHONE OF CONTACT AT FILER (optional)
S. Trevor Kelly, President (405)302-2000

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

SPIRITBANK
 1800 S BALTIMORE
 TULSA OK 74119

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (1a or 1b) - do not abbreviate or combine names

1a. ORGANIZATION'S NAME
The Oklahoma Baseball Club, LLC

OR 1b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

1c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
8516 NW Expressway Oklahoma City OK 73162 USA

1d. SEE INSTRUCTIONS ADD'L INFO RE ORGANIZATION DEBTOR 1e. TYPE OF ORGANIZATION 1f. JURISDICTION OF ORGANIZATION 1g. ORGANIZATIONAL ID #, if any
Limited Liability Co. Oklahoma NONE

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (2a or 2b) - do not abbreviate or combine names

2a. ORGANIZATION'S NAME

OR 2b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

2c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
 DEC 10 2003

2d. SEE INSTRUCTIONS ADD'L INFO RE ORGANIZATION DEBTOR 2f. JURISDICTION OF ORGANIZATION 2g. ORGANIZATIONAL ID #, if any
 RECEIVED NONE

3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGNOR S/P) - insert only one secured party name (3a or 3b)

3a. ORGANIZATION'S NAME

OR 3b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

3c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
11217 N May Ave Oklahoma City OK 73120
 NOV 27 2003
 RECEIVED

4. This FINANCING STATEMENT covers the following collateral:

a. All contract rights, intangibles, revenues and proceeds due to The Oklahoma Baseball Club, LLC from The Oklahoma City Athletic Club Limited Partnership, Oklahoma City Concession Services Limited Partnership and the Oklahoma City Athletic Club, Inc., including but not limited to any proceeds from the sale of any interests in those entities, now owned or hereafter acquired. The franchise is specifically excluded from this pledge.

b. Borrowers hereby assign all rights in and to the lease of the ballpark (known as the Bricktown Ballpark) and ancillary facilities thereto, all revenues and proceeds due to The Oklahoma Baseball Club, LLC from The Oklahoma City Athletic Club Limited Partnership, Oklahoma City Concession Services Limited Partnership and the Oklahoma City Athletic Club, Inc., including but not limited to any proceeds from the sale of any interests in those entities or any other sale in the ordinary course of business, now owned or hereafter acquired.

c. Any security interest in contract rights or intangibles is subject to Rule 54 of Major League Baseball and the Pacific Coast League's Constitution and Bylaws as set forth in this Security Agreement.

5. ALTERNATIVE DESIGNATION (if applicable): LESSEE/LESSOR CONSIGNEE/CONSIGNOR BAILEE/BAILOR SELLER/BUYER AG. LIEN NON-UCC FILING

6. This FINANCING STATEMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS. Attach Addendum (if applicable) 7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) (optional) (ADDITIONAL FEE) All Debtors Debtor 1 Debtor 2

8. OPTIONAL FILER REFERENCE DATA

7110718