

OMB APPROVAL	
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**FORM D**  
**NOTICE OF SALE OF SECURITIES  
PURSUANT TO REGULATION D,  
SECTION 4(6), AND/OR  
UNIFORM LIMITED OFFERING EXEMPTION**



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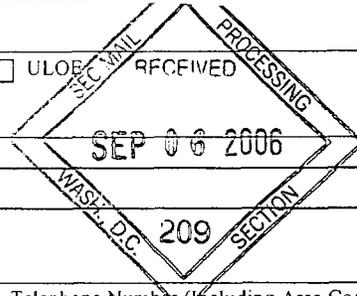
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Name of Offering (  check if this is an amendment and name has changed, and indicate change.)

Class D Membership Units

Filing Under (Check box(es) that apply):  Rule 504  Rule 505  Rule 506  Section 4(6)  ULOE

Type of Filing:  New Filing  Amendment



**A. BASIC IDENTIFICATION DATA**

1. Enter the information requested about the issuer

Name of Issuer (  check if this is an amendment and name has changed, and indicate change.)

National Sports Museum Management, LLC

Address of Executive Offices (Number and Street, City, State, Zip Code)  
80 Broad Street, 5th Floor, New York, New York 10004

Telephone Number (Including Area Code)  
(212) 837-7954

Address of Principal Business Operations (if different from Executive Offices) (Number and Street, City, State, Zip Code)

Telephone Number (Including Area Code)

Brief Description of Business

Organized to own and operate, through a subsidiary, a single sports-themed entertainment complex.

PROCESSED

Type of Business Organization

corporation  limited partnership, already formed  other (please specify): LLC

business trust  limited partnership, to be formed

SEP 11 2006

Actual or Estimated Date of Incorporation or Organization: 013 03  Actual  Estimated

Jurisdiction of Incorporation or Organization: (Enter two-letter U.S. Postal Service abbreviation for State:

CN for Canada; FN for other foreign jurisdiction)

NY

THOMSON FINANCIAL

**GENERAL INSTRUCTIONS**

**Federal:**

*Who Must File:* All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

*When To File:* A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

*Where To File:* U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

*Copies Required:* Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

*Information Required:* A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

*Filing Fee:* There is no federal filing fee.

**State:**

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

**ATTENTION**

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

**APPENDIX**

1 State	2 Intend to sell to non-accredited investors in State (Part B-Item 1)		3 Type of security and aggregate offering price offered in state (Part C-Item 1)	4 Type of investor and amount purchased in State (Part C-Item 2)				5 Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)	
	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
			36,000,000 Class D Units (\$36,000,000)						
AL									
AK									
AZ									
AR									
CA		<input checked="" type="checkbox"/>	Class D Units	3	\$300,000.00	0	\$0.00		<input checked="" type="checkbox"/>
CO									
CT		<input checked="" type="checkbox"/>	Class D Units	10	\$3,850,000.00	0	\$0.00		<input checked="" type="checkbox"/>
DE		<input checked="" type="checkbox"/>	Class D Units	1	\$25,000.00	0	\$0.00		<input checked="" type="checkbox"/>
DC									
FL		<input checked="" type="checkbox"/>	Class D Units	7	\$860,000.00	0	\$0.00		<input checked="" type="checkbox"/>
GA		<input checked="" type="checkbox"/>	Class D Units	1	\$100,000.00	0	\$0.00		<input checked="" type="checkbox"/>
HI									
ID									
IL									
IN									
IA									
KS									
KY									
LA									
ME									
MD									
MA		<input checked="" type="checkbox"/>	Class D Units	4	\$550,000.00	0	\$0.00		<input checked="" type="checkbox"/>
MI									
MN									
MS									

**APPENDIX**

1	2		3	4				5	
	Intend to sell to non-accredited investors in State (Part B-Item 1)			Type of security and aggregate offering price offered in state (Part C-Item 1)	Type of investor and amount purchased in State (Part C-Item 2)				Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)
State	Yes	No	36,000,000 Class D Units (\$36,000,000)	Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
MO									
MT									
NE									
NV		X	Class D Units	1	\$1,000,000.	0	\$0.00		X
NH									
NJ		X	Class D Units	23	\$8,150,000.	0	\$0.00		X
NM									
NY		X	Class D Units	75	\$18,155,000.	0	\$0.00		X
NC		X	Class D Units	7	\$2,250,000.	0	\$0.00		X
ND									
OH		X	Class D Units	3	\$610,000.	0	\$0.00		X
OK									
OR									
PA		X	Class D Units	2	\$150,000.	0	\$0.00		X
RI									
SC									
SD									
TN									
TX									
UT									
VT									
VA									
WA									
WV									
WI									

**APPENDIX**

1	2 Intend to sell to non-accredited investors in State (Part B-Item 1)		3 Type of security and aggregate offering price offered in state (Part C-Item 1)	4 Type of investor and amount purchased in State (Part C-Item 2)				5 Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)	
State	Yes	No	36,000,000 Class D Units (\$36,000,000)	Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
WY									
PR									