

09-01-1999



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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks **101115187**

and original document or copy thereof.

1. Name of Party(ies) conveying an interest:

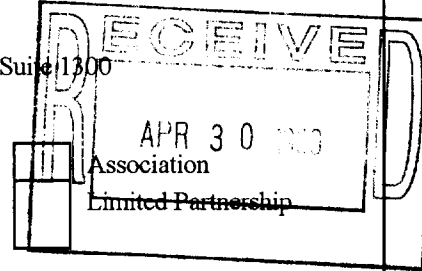
2. Name and Address of Party(ies) receiving an interest:

Madison Square Garden, L.P.
2 Pennsylvania Avenue
New York, New York 10121

PACE Motor Sports, Inc.
2000 West Loop South, Suite 1300
Houston, Texas 77027

- Individual(s)
- General Partnership
- Corporation
- Other
- Association
- Limited Partnership - Delaware

- Individual
- General Partnership
- Corporation - Texas
- Other
- Citizenship



4-30-99

3. Interest Conveyed:

If not domiciled in the United States, a domestic representative designation is attached:

- Assignment
- Security Agreement
- Other - Corrective Assignment for Reel 1515, Frame 0793 recorded on October 21, 1996
- Change of Name
- Merger

- Yes
- No

Effective Date: January 26, 1996

4. Application number(s) or registration number(s). Additional sheet attached? Yes No

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

See attached.

5. Name and address of party to whom correspondence concerning document should be mailed:

6. Number of applications and registrations involved:

Name: Anna Conyers Kuhn, Esq.
Baker & Botts, L.L.P.

7. Amount of fee enclosed or authorized to be charged:
\$165.00

Street Address: 2001 Ross Avenue

8. Deposit account number (Attach duplicate copy of this form if paying by deposit account):

City: Dallas
State: Texas Zip: 75201

DO NOT USE THIS SPACE

**165E
NO SPEC
Fee**

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Anna Conyers Kuhn
Name of Person Signing

Anna Conyers Kuhn
Signature

4-30-99
Date

Total number of pages including cover sheet 11

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information:

05/10/1999 DMGUYEN 00000337 1717712

Commissioner of Patent and Trademarks

Box Assignments

Washington, D.C. 20231

01 FC:481

40.00 DP

02 FC:482

125.00 DP

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project, (0651-0011), Washington, D.C. 20503.

TRADEMARK
REEL: 001924 FRAME: 0364

Trademark Registration Nos.

1,717,712

1,718,292

1,720,198

1,722,616

1,819,992

1,866,483

481/40 482/375

FORM FTO-1994
1-31-92

10-24-1996

COVER SHEET
ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

OCT 1996



ATTORNEY DOCKET NO. 967211-41

RECEIVED

To the Honorable Commission

Record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Madison Square Garden, L.P. ACK 4-30-99

- Individual(s)
- General Partnership
- ~~Corporation-State~~
- Other

- Association
- Limited Partnership - Delaware ACK 4-30-99

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):

Name: Pace Motor Sports, Inc.

Internal Address:

Street Address: 515 Post Oak Blvd., Suite 300

City Houston State Texas ZIP 77027

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Texas
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (Designation must be a separate document from Assignment).
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Purchase Agreement Date: January 26, 1996

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

See attached schedule A

B. Trademark registration No.(s)

See attached Schedule A

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Edward Jorgenson

Internal Address: Gardere & Wynne, L.L.P.

Street Address: 1601 Elm Street, Suite 3000

City Dallas State Texas ZIP 75201

6. Total number of applications and registrations involved: 16

7. Total fee (37 CFR 3.41) \$ 415.00

- Enclosed
- Authorized to be charged to deposit account.

8. Deposit account number:

(Attach a photocopy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Edward Jorgenson
Name of Person Signing

Signature

October 17, 1996
Date

Total number of pages, including cover sheet, attachments, and document: 4

OMB No. 0651-0011 (exp. 4/94)

Form 116048/GW04:241048

160 DM 10/23/96 1415312

2 481

40.00 CR

160 DM 10/23/96 1415312

2 482

375.00 CR

REEL 1515 FR. TRADEMARK

REEL: 001924 FRAME: 0366

SCHEDULE A

1. *Registered Trademarks and Service Marks*

<u>Mark</u>	<u>Reg. No.*</u>	<u>Class</u>
BATTLE OF THE MONSTER TRUCKS	1,415,312	41
GO-GO and design	1,295,027	41
GO-GO and design	1,258,892	41
GO-GO and design	1,258,893	41
GO-GO TNT, INC. and design	1,258,894	41
MOTOROCK	1,681,828	41
SRO MOTORSPORTS	1,868,667	9
SRO/PACE PROMOTIONS	1,677,094	41
SUPER TRAX	1,728,293	41
TREAD HEAD and design	1,819,992	25
UNITED STATES HOT ROD ASSOCIATION and design	1,720,198	16
UNITED STATES HOT ROD ASSOCIATION and design	1,866,483	23
UNITED STATES HOT ROD ASSOCIATION and design	1,718,292	25
UNITED STATES HOT ROD ASSOCIATION and design	1,722,616	41
UNITED STATES HOT ROD ASSOCIATION and design	1,717,712	9

*All are United States Registrations

2. *Registrations Pending*

SRO PROMOTIONS App. No. 74/439,018

TRADEMARK ASSIGNMENT

REC 4-30-99

limited partnership

This Assignment is made on the 12th day of March, 1996 between MADISON SQUARE GARDEN, L.P. ("Assignor"), a Delaware ~~corporation~~ with an address at 2 Pennsylvania Avenue, New York, New York 10121 and PACE MOTOR SPORTS, INC. ("Assignee"), with an address at 515 Post Oak Blvd., Suite 300, Houston, Texas 77027;

WHEREAS, pursuant to terms of an Asset Purchase Agreement ("Purchase Agreement") dated January 26, 1996 by and between the Assignor and the Assignee, the Assignor agreed to transfer all of its rights, title and interest in and to each of the service marks, trademarks and trade names (and all of the goodwill associated therewith) listed on Schedule A hereto;

NOW THEREFORE, in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, Assignor does hereby assign, sell and transfer to Assignee, its successors and assigns, all its right, title and interest in and to each of the service marks, trademarks and trade names (and all of the goodwill associated therewith) listed on Schedule A hereto, and the right to recover for past infringements.

This Assignment may be executed by telecopy and in any number of counterparts and each of such counterparts shall for all purposes be deemed to be an original.

IN WITNESS WHEREOF the parties have executed this Assignment as of March 12, 1996.

MADISON SQUARE GARDEN, L.P.

By: MSG Eden Corporation.
its general partner

By: Kenneth W. Munez
Name: Kenneth W. Munez
Title: Executive Vice President

PACE MOTOR SPORTS, INC.

By: [Signature]
Name: ROBERT S. ZLOTNIK
Title: TREASURER

THE STATE OF NEW YORK §
§
COUNTY OF New York §

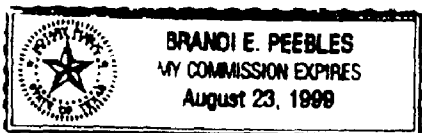
On this 11th day of March, 1996, personally appeared Kenneth J. Alvarez, to me known and known to me to be the Executive Vice President of MSG Eden Corporation, the General Partner of Madison Square Garden, L.P., the Assignor named above, and acknowledged that he executed the foregoing Assignment on behalf of said Assignor and pursuant to authority duly received.

ANNE MARIE DUNLEAVY
Notary Public, State of New York
No. 24-4776296
Qualified in Kings County 96
Commission Expires Sept. 30, 19

Anne Marie Dunleavy
Notary Public in and for
The State of NEW YORK

THE STATE OF TEXAS §
§
COUNTY OF HARRIS §

On this 3rd day of October ~~March~~, 1996, personally appeared October Robert S. Zlotnik to me known and known to me to be the Treasurer of PACE Motor Sports, Inc., the Assignee named above, and acknowledged that he executed the foregoing Assignment on behalf of said Assignee and pursuant to authority duly received.



Brandi E. Peebles
Notary Public in and for
The State of T E X A S

BLACY:PACE\MSG-TRD2.ASG