

10-29-1999

FORM PTO 1594

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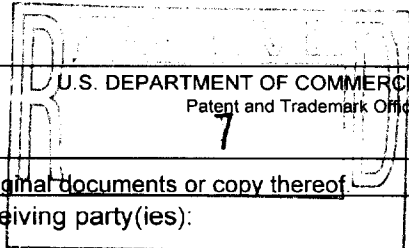


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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

101186450

MRD
10-22-99



To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
AUTOTOTE SYSTEMS, INC.

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

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

2. Name and address of receiving party(ies):
Name: **AUTOTOTE CORPORATION**
Internal Address: _____
Street Address: **750 Lexington Avenue, 25th Floor**
City: **New York** State: **New York** ZIP: **10022**

Individual(s) citizenship
 Association _____
 General Partnership _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State of Delaware
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

Additional names(s) & address(es) attached? Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: **October 4, 1999**

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

A. Trademark Application No(s): _____

B. Trademark Registration No(s). **1,276,741**

Additional numbers attached? Yes No

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

Name: **Barry R. Lipsitz**
Internal Address: _____
Street Address: **755 Main Street**
Building No. 8
City: **Monroe** State: **CT** ZIP: **06468**

6. Total number of applications and registrations involved: **1**

7. Total fee (37 CFR 3.41).....\$ **40.00**

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
The Commissioner is hereby authorized to charge any deficiency in the payment of the required fee(s) or credit any overpayment to Deposit Account No. 50-0625.

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.

Barry R. Lipsitz **October 25, 1999**

Name of Person Signing Signature Date

10/29/1999 MTHA11 00000063 1276741 Total number of pages including cover sheet, attachments and document: **3**

01 FC:481 Mail documents to be recorded with required cover sheet information to: Commissioner of Patents & Trademarks, Box Assignments Washington, D.C. 20231

TRADEMARK
REEL: 001982 FRAME: 0082

ASSIGNMENT

WHEREAS, AUTOTOTE SYSTEMS, INC., a corporation organized under the laws of the State of Delaware, United States of America, and having a principal place of business at 100 Bellevue Road, Newark, Delaware 19714, United States of America, is the owner of the entire right, title and interest in and to trademark registration 1,276,741 registered on May 8, 1984 for the trademark AUTOTOTE (hereinafter referred to as the "Trademark Rights"); and

WHEREAS, AUTOTOTE CORPORATION, a corporation organized under the laws of the State of Delaware, United States of America, and having a principal place of business at 750 Lexington Avenue, 25th Floor, New York, New York 10022, United States of America, is desirous of acquiring AUTOTOTE SYSTEMS INC.'s entire right, title and interest in and to said Trademark Rights;

NOW, THEREFORE, To All Whom It May Concern, be it known that for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, AUTOTOTE SYSTEMS, INC. has sold and by these presents does hereby sell, assign, transfer and convey unto the said AUTOTOTE CORPORATION, its successors, assigns and legal representatives, the entire right, title and interest in and to said Trademark Rights, together with the goodwill of the business symbolized by said Trademark Rights and all rights of action against past infringement thereof, the same to be held and enjoyed by said AUTOTOTE CORPORATION, its successors, assigns or other legal representatives, as fully and entirely as the same would have been held and enjoyed by said AUTOTOTE SYSTEMS, INC. if this Assignment and sale had not been made.

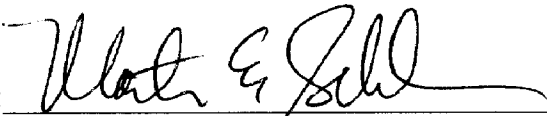
AUTOTOTE SYSTEMS, INC. undertakes to execute or procure the execution of any and all future Assignments, or other instruments which may be necessary to perfect and evidence AUTOTOTE CORPORATION's ownership of the property and rights herein assigned.

TRADEMARK

REEL: 001982 FRAME: 0083

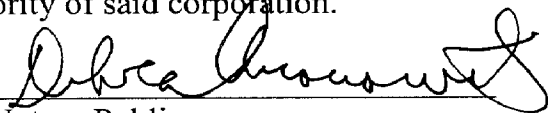
IN WITNESS WHEREOF, AUTOTOTE SYSTEMS, INC., intending to be legally bound, has caused these presents to be executed and sealed, this 4th day of October, 1999.

AUTOTOTE SYSTEMS, INC.

By: 
Martin E. Schloss
Vice President

State of New York)
County of New York) ss:
)

On this 4th day of October, 1999 before me personally appeared Martin E. Schloss, who being sworn did depose and say that he is the Vice President of AUTOTOTE SYSTEMS, INC., the corporation described in the foregoing instrument, and that he executed the foregoing instrument by authority of said corporation.


Notary Public
My commission expires:

DEBRA M. ARONOWITZ
Notary Public, State of New York
No. 02AR6025668
Qualified in New York County
Commission Expires June 01, 2001