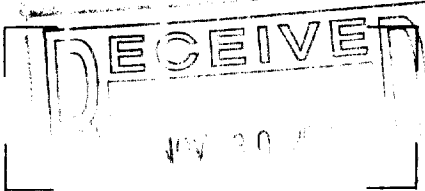


FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027



U.S. Department of Commerce
Patent and Trademark Office

12-18-2000



101553760

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
Effective Date
Month Day Year

- Merger
- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name Sam-Will, Inc.

11062000

Formerly _____

1569630

- Individual General Partnership Limited Partnership Corporation Association
- Other _____

Citizenship/State of Incorporation/Organization Nevada

Receiving Party

Mark if additional names of receiving parties attached

Name Boyd Gaming Corporation

DBA/AKA/TA _____

Composed of _____

Address (line 1) 2950 Industrial Road

Address (line 2) _____

Address (line 3) Las Vegas

NV

89109

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership
- Corporation Association
- Other _____

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Citizenship/State of Incorporation/Organization Nevada

12/15/2000 GTM11 00000293 1569630

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Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 002196 FRAME: 0365

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property)

Trademark Application Number(s)

Registration Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="1569630"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:
Deposit Account

Enclosed

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

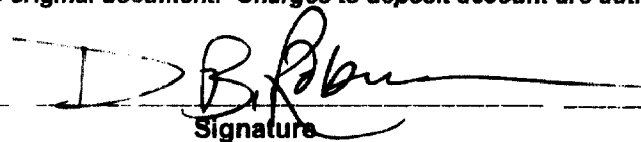
No

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. Charges to deposit account are authorized, as indicated herein.

Dana B. Robinson

Name of Person Signing



Signature

11/20/00

Date Signed

COUNTY OF CLARK)
) ss:
STATE OF NEVADA)

TRADEMARK ASSIGNMENT

WHEREAS, SAM-WILL, INC., a Nevada corporation, is the owner of the following federal and Nevada state trademark registrations:

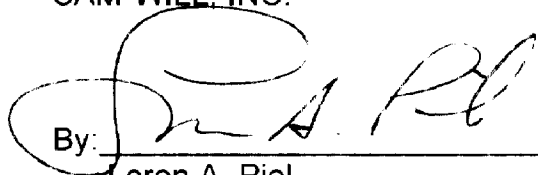
<u>Trademark</u>	<u>Registration No.</u>	<u>Class</u>
FREMONT	1,569,630	16, 28, 41 and 42
FREMONT HOTEL & CASINO	21,966	100

and WHEREAS, SAM-WILL, INC. is the owner of those same trademarks,

and BOYD GAMING CORPORATION, a Nevada corporation, is, through its subsidiary CALIFORNIA HOTEL AND CASINO, a Nevada corporation, the parent company and owner of SAM-WILL, INC.,

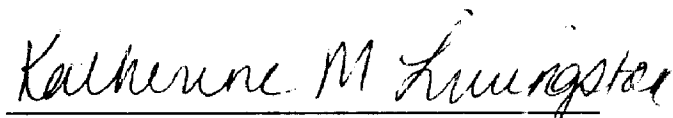
NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, SAM-WILL, INC. hereby transfers and assigns to BOYD GAMING CORPORATION all of its right, title, and interest in said trademarks and trademark registrations, along with the business goodwill represented by those trademarks and trademark registrations.

SAM-WILL, INC.

By: 
Loren A. Piel
Assistant Secretary

Date: 11-6-00

Sworn before me this 6th day of November, 2000.


Notary in and for said state and county

