

01-11-2001

1-24-01

Atty. Docket: 2704.SF100-2 TR/ RDATION



To the Honorable Commissioner of 101578779 tached original documents or copy thereof.

1. Name of conveying party(ies):

SPEEDWAY HOLDINGS, LLC
(Delaware Limited Liability Company)
5401 E. Independence Boulevard
Charlotte, NC 28212

- Individual(s)
- General Partnership
- Corporation
- Other Limited Liability Company

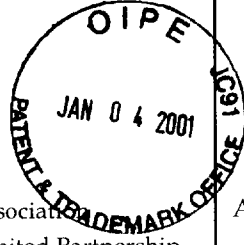
Additional name(s) of conveying party(ies) attached?
 Yes No

2. Names and addresses of receiving party(ies):

LAS VEGAS MOTOR SPEEDWAY, LLC
(Delaware Limited Liability Company)
7000 Las Vegas Blvd. North
Las Vegas, NV 89115

Additional name(s) & address(es) attached?

Yes No



3. Nature of conveyance:

ASSIGNMENT BY SPEEDWAY HOLDINGS, LLC TO LAS VEGAS MOTOR SPEEDWAY, LLC, EFFECTIVE DECEMBER 31, 2000 AT 11:58 P.M.

Execution Date: DECEMBER 29, 2000

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

A. Trademark Application No.(s)

- POUR A NEW ENGINE INTO YOUR CAR (Ser. No. 75-767,664)
- IT SOAKS INTO METAL (Ser. No. 75-767,648)
- ZMAX (Ser. No. 75-496,938)
- TMS (Ser. No. 75-361,671)
- WBL (Ser. No. 75-177,509)

B. Trademark Registration No.(s)

- TMS (Reg. No. 2,363,334)
- SEARS POINT RACEWAY and Design (Reg. No. 2,282,495)
- SEARS POINT RACEWAY (Reg. No. 2,282,494)
- FINISH LINE EVENTS (Reg. No. 2,228,446)
- AUTOFAIR and Design (Reg. No. 2,210,137)
- AUTOFAIR (Reg. No. 2,197,130)
- SEARS POINT INTERNATIONAL RACEWAY and Design (Reg. No. (1,806,467)

Additional numbers attached? Yes No

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

Name: Fitzpatrick, Cella, Harper & Scinto
30 Rockefeller Plaza, 38th Floor
New York, New York 10112-3801

Telephone No.: (212) 218-2100
Facsimile No.: (212) 218-2200

6. Number of applications and registrations involved: 12

7. Total fee (37 CFR 3.41): \$ 315.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number for any deficiency: 06-1205
(Attach duplicate copy 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.

Warren E. Olsen (Reg. No. 27,290)
Name of Person Signing

Signature

January 4, 2001
Date

January 4, 2001

Total number of pages including cover sheet, attachments, and documents: 3

**TRADEMARK ASSIGNMENT
(Holdings to LVMS LLC: Schedule I)**

WHEREAS, SPEEDWAY HOLDINGS, LLC ("Holdings"), a Delaware limited liability company, with a place of business at 5401 E. Independence Boulevard, Charlotte, North Carolina 28212, is the survivor of a merger with SPEEDWAY FUNDING CORPORATION, a Nevada corporation, that was effective on December 31, 2000 and said merger and name change have been filed for a PTO recordal with respect to those trademarks, and the associated federal registrations, listed on the attached Schedule I (collectively the "Marks"); and

WHEREAS, LAS VEGAS MOTOR SPEEDWAY, LLC, a Delaware limited liability company ("LVMS") with a place of business at 7000 Las Vegas Boulevard North, Las Vegas, NV 89115 is a successor to the business of Holdings to which each Mark pertains, each of the Marks has been used in commerce and LVMS desires to acquire all the business goodwill associated with the Marks;

NOW, THEREFORE, for and in consideration of a contribution to capital and other good and valuable consideration, the receipt and sufficiency is hereby acknowledged, Holdings hereby assigns, transfers and conveys to LVMS, all of the worldwide right, title and interest of Holdings in and to the Marks, including all registrations thereof; all business goodwill symbolized by each trademark; and the right to sue for any past infringement.

This Assignment is effective at 11:58 o'clock p.m. on December 31, 2000.

SPEEDWAY HOLDINGS, LLC

By: William R. Brooks, VP
William R. Brooks, Vice President

STATE OF NORTH CAROLINA
COUNTY OF Mecklenburg

I, Casey Ann Brandon, a Notary Public of said County and State, certify that William R. Brooks personally appeared before me this day and acknowledged that he is Vice President of Speedway Holdings, LLC, and acknowledged, on behalf of Speedway Holdings, LLC, the due execution of the foregoing instrument.

Witness my hand and official stamp or seal this the 29 day of 12, 2000.

Casey Ann Brandon
Notary Public

My Commission expires: 5-14-03

[NOTARY SEAL]

SCHEDULE I

TRADEMARKS

<u>Mark</u>	<u>Reg. Number / Application No.</u>	<u>Reg. Date</u>
AUTOFAIR	2,197,130	10/20/98
AUTOFAIR and DESIGN	2,210,137	12/15/98
FINISH LINE EVENTS	2,228,446	3/2/99
IT SOAKS INTO METAL	Published / 75-767,648	
POUR A NEW ENGINE INTO YOUR CAR	Published / 75-767,664)	
SEARS POINT ...	1,806,467	11/23/93
SEARS POINT RACEWAY	2,282,494	10/5/99
SEARS POINT RACEWAY and Design	2,282,495	10/5/99
TMS	Allowed / 75-361671)	
TMS	2,363,334	6/27/00
WBL	Allowed / 75-177,509)	
ZMAX	Allowed / 75-496938)	

CLT:508063.1