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D1086/00000

To The Honorable Commissioner

d the attached original document or copy thereof.

1. Name of conveying party(ies):

Dover Downs, Inc.
(Delaware Corporation)

7-13-01

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

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

3. Nature of conveyance:

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

Execution Date: September 5, 2001

2. Name and address of receiving party(ies)

Name: Dover Downs Entertainment, Inc.

Internal Address: _____

Street Address: 2200 Concord Pike
One Rollins Plaza

City: Wilmington State: DE Zip: 19803

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State 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 name(s) & address(es) attached? Yes No

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

A) Trademark Application No.(s)

B) Trademark Registration No.(s)

See Attached Exhibit 1

Additional numbers attached? Yes No

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

CAESAR, RIVISE, BERNSTEIN,
COHEN & POKOTILOW, LTD.

Attn: Manny D. Pokotilow, Esq.
12th Floor - 7 Penn Center
1635 Market Street; Phila, PA 19103-2212

6. Total number of applications and registrations involved..... 7

7. Total fee (37 CFR 3.41)..... \$ 190.00
1 @ \$40 and 6 @ \$25
 Authorized to Charge to Deposit Account No. 03-0075 (duplicate attached)

DO NOT USE THIS SPACE

8. 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.

Salvatore R. Guerriero

Signature

September 6, 2001
Date

Name of Person Signing 7433765

09/19/2001 AAHMF1 00000062 030075

Total number of pages including cover sheet, attachments and document: 5

01 FC:481 40.00 CH
02 FC:482 150.00 CH

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents and Trademarks; Box Assignments; Washington DC 20231

TRADEMARK
REEL: 002370 FRAME: 0029

EXHIBIT 1

Re : Assignment Between Dover Downs, Inc.
-And-
Dover Downs Entertainment, Inc.

U.S. REGISTRATIONS BEING ASSIGNED

| MARK | FILING DATE | A.S.N. | CERT. NO. | REG. DATE |
|------------------------------------|-------------|------------|-----------|-----------|
| MISCELLANEOUS DESIGN | 12/7/92 | 74/337,652 | 1,861,859 | 11/8/94 |
| DOVER DOWNS | 5/20/91 | 74/168,102 | 1,708,300 | 8/18/92 |
| DOVER DOWNS | 1/6/97 | 75/221,532 | 2,127,222 | 1/6/98 |
| DOVER DOWNS INTERNATIONAL SPEEDWAY | 4/29/97 | 75/283,660 | 2,182,088 | 8/18/98 |
| MISCELLANEOUS DESIGN | 1/6/97 | 75/221,519 | 2,132,333 | 1/27/98 |
| MONSTER MILE | 5/20/91 | 74/168,103 | 1,705,113 | 8/4/92 |
| MONSTER MILE | 1/6/97 | 75/221,475 | 2,105,583 | 10/14/97 |

ASSIGNMENT OF TRADEMARKS

WHEREAS, **DOVER DOWNS INC.**, a Delaware corporation having a place of business at One Rollins Plaza, 2200 Concord Pike, Wilmington, Delaware 19803 (hereinafter "ASSIGNOR") has adopted and has been using the marks shown on the attached Exhibit 1, and is the proprietor of said marks, prints, signs and labels on which said marks have appeared.

WHEREAS, for good and valuable consideration assignor assigned and transferred to **DOVER DOWNS ENTERTAINMENT, INC.**, a Delaware corporation having a place of business at One Rollins Plaza; 2200 Concord Pike; Wilmington, Delaware 19803, (hereinafter "ASSIGNEE") all of the right, title and interest of said ASSIGNOR in and to the marks attached as Exhibit 1, prints, signs and labels on which said marks have appeared, all registrations and applications for the registrations of said marks and the goodwill of the business associated with and symbolized marks, prints, signs and labels; and

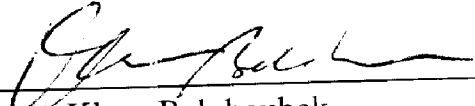
WHEREAS, it is the desire of ASSIGNOR and ASSIGNEE to record the assignment of said marks shown in Exhibit 1 and the transfer to ASSIGNEE of said marks.

NOW THEREFORE, IN CONSIDERATION of the sum of \$1.00 and other good and valuable consideration paid by ASSIGNEE to ASSIGNOR, the receipt of which is hereby acknowledged by ASSIGNOR, and in further consideration of the fact that it is the desire of ASSIGNOR to be legally bound hereby, said ASSIGNOR does hereby sell, assign and transfer unto ASSIGNEE its marks shown in Exhibit 1, all prints, signs and labels on which said marks have appeared; and any applications or trademark registrations of said marks, the prints, signs and labels and the goodwill of the business associated with and symbolized by said marks, prints, signs and labels on which the marks have appeared.

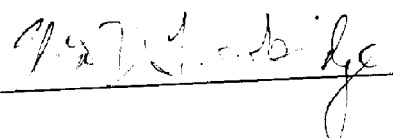
Included in this assignment is the entire right, title and interest in and to the marks listed in Exhibit 1 together with the goodwill of the business associated with and symbolized by the marks. Also, included in this assignment are any and all rights which ASSIGNOR has against persons who have infringed upon the marks, prints, signs and labels. These rights include the right to sue and recover for all damages and profits arising out of past infringement of the marks, prints, signs and labels.

IN WITNESS WHEREOF, **DOVER DOWNS, INC.** has caused this Assignment to be signed by its **Vice President, Secretary and General Counsel, Klaus Belohoubek** hereunto duly authorized, and has caused its corporate seal to be hereunto affixed and duly attested this 5th, day of September, 2001.

DOVER DOWNS, INC.

By 
Name : Klaus Belohoubek
Title: Vice President and General Counsel

ATTEST:



(Corporate Seal)

State of Delaware

:

: SS

County of New Castle

:

On this 5th day of September, 2001, before me personally appeared

Klaus Belohoubek, to me known, who after being duly sworn, did depose and say that at the time of the Assignment is the **Vice President and General Counsel** of **DOVER DOWNS, INC.**, a Delaware corporation, the corporation described herein, and which executed the above instrument; that he knows the seal of said corporation; that the seal affixed to said instrument is such corporate seal; that it was so affixed by order of the Board of Directors of DOVER DOWNS, INC.. and that he signed his name thereto by like order.

Synda Ann Lee (SEAL)
Notary Public

MY COMMISSION EXPIRES: January 21, 2004