

05-17-2002

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102094249

To The Honorable Commissione

Please record the attached original document or copy thereof.

1. Name of conveying party(ies):

5-10-02

Dover Downs Entertainment, Inc. (Delaware Corporation)

2. Name and address of receiving party(ies)

Name: DOVER MOTORSPORTS, INC.

Internal Address:

Street Address: 2200 Concord Pike 15th Floor

City: Wilmington State: DE Zip: 19803

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

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

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

3. Nature of conveyance:

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

Execution Date: March 28, 2002

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

A) Trademark Application No(s) See Attached Exhibit A

B) Trademark Registration No. See Attached Exhibit A

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 23 1 @ \$40 and 22 @ \$25 7. Total fee (37 CFR 3.41) \$590.00

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.

Manny D. Pokotilow Name of Person Signing

Signature

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

Mail documents to be recorded with required cover sheet information to: Commissioner of Patents and Trademarks; Box Assignments; Washington DC 20001

TRADEMARK

REEL: 002507 FRAME: 0838

FINANCE SECTION 2002 MAY 10 AM 10:50 OFFICE OF PATENT RECORDS 76220418 030075 40.00 CH 000355 55800 CH May 1, 2002 Date FC:401 FC:402

EXHIBIT A

Re: Dover Downs Entertainment, Inc.

Sub: Change of Name

Applications and Registrations Affected by the Change of Name

1. DENVER GRAND PRIX; Application Serial No. 76/220,411
2. DENVER GRAND PRIX; Application Serial No. 76/219,719
3. DOVER; Application Serial No. 76/328,477
4. DOVER DOWNS; Registration No. 1,708,300
5. DOVER DOWNS; Registration No. 2,127,222
6. DOVER DOWNS INTERNATIONAL SPEEDWAY; Registration No. 2,182,088
7. GATEWAY INTERNATIONAL RACEWAY; Registration No. 2,320,925
8. GATEWAY INTERNATIONAL RACEWAY; Registration No. 2,309,110
9. GRAND PRIX OF DENVER; Application Serial No. 76/326,159
10. GRAND PRIX OF ST. PETERSBURG; Application Serial No. 76/356,551;
11. MEMPHIS MOTORSPORTS PARK; Registration No. 2,313,905
12. MEMPHIS MOTORSPORTS PARK; Registration No. 2,331,615
13. MISCELLANEOUS DESIGN; Registration No. 2,132,333
14. MISCELLANEOUS DESIGN; Application Serial No. 76/348,592
15. MONSTER MILE; Registration No. 2,105,583
16. MONSTER MILE; Registration No. 1,705,113
17. NASHVILLE SPEEDWAY; Registration No. 2,401,342
18. NASHVILLE SUPERSPEEDWAY; Application Serial No. 75/942,819
19. OFFICIAL SPRING BRAKE; Registration No. 2,555,251

20. OFFICIAL SPRING BRAKE; Application Serial No. 76/111,147
21. SPRING BRAKE; Application Serial No. 76/111,527
22. ST. PETERSBURG GRAND PRIX; Application Serial No. 76/319,815
23. TAKE A KID TOT HE RACES; Registration No. 2,515,206

# Delaware

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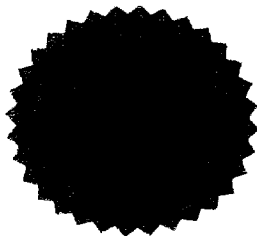
## *The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"DOVER MOTORSPORTS, INC.", A DELAWARE CORPORATION,

WITH AND INTO "DOVER DOWNS ENTERTAINMENT, INC." UNDER THE NAME OF "DOVER MOTORSPORTS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF MARCH, A.D. 2002, AT 9 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

2424041 8100M

020202945

AUTHENTICATION: 1693308

DATE: 03-28-02

TRADEMARK

REEL: 002507 FRAME: 0841

**CERTIFICATE OF OWNERSHIP AND MERGER**

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 09:00 AM 03/28/2002  
020202945 - 2424041

**OF**

**DOVER MOTORSPORTS, INC.**  
**(a Delaware corporation)**

**INTO**

**DOVER DOWNS ENTERTAINMENT, INC.**  
**(a Delaware corporation)**

It is hereby certified that:

1. Dover Downs Entertainment, Inc. [hereinafter sometimes referred to as the "Corporation"] is a business corporation of the State of Delaware.
2. The Corporation is the owner of all of the outstanding shares of the stock of Dover Motorsports, Inc., which is also a business corporation of the State of Delaware.
3. On January 15, 2002, the Board of Directors of the Corporation adopted the following resolutions to merge Dover Motorsports, Inc. into the Corporation:

RESOLVED that Dover Motorsports, Inc. be merged into this Corporation, and that all of the estate, property, rights, privileges, powers and franchises of Dover Motorsports, Inc. be vested in and held and enjoyed by this Corporation as fully and entirely and without change or diminution as the same were before held and enjoyed by Dover Motorsports, Inc. in its name.

FURTHER RESOLVED that this Corporation shall assume all of the obligations of Dover Motorsports, Inc.

FURTHER RESOLVED that this Corporation shall cause to be executed and filed and/or recorded the documents prescribed by the laws of the State of Delaware and by the laws of any other appropriate jurisdiction and will cause to be performed all necessary acts within the State of Delaware and within any other appropriate jurisdiction.

FURTHER RESOLVED that this Corporation shall change its corporate name to Dover Motorsports, Inc.

FURTHER RESOLVED that the effective time of the Certificate of Ownership and Merger setting forth a copy of these resolutions, and the time when the merger therein provided for shall become effective, shall be upon filing of the Certificate of Ownership and Merger.

4. Article First of the Corporation's Restated Certificate of Incorporation is amended to read as follows:

"FIRST: The name of the Corporation is Dover Motorsports, Inc."

Executed on March 28, 2002.

Dover Downs Entertainment, Inc.

By: 

Klaus M. Belohoubek

Vice President-General Counsel and Secretary

SOP Project/Merger of DDEI and DMI

**RECORDED: 05/10/2002**

**TRADEMARK**  
**REEL: 002507 FRAME: 0842**