



04-16-2003

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RECORDATION
TRADEMARKS ONLYU.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark OfficeForm PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)

Tab settings ⇌ ⇌ ⇌ ▼ ▼ ▼ ▼ ▼ ▼

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

1. Name of conveying party(ies):

PNC Bank, National Association

4-11-03

- ☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☐ Corporation-State
☒ Other National Banking Association

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

3. Nature of conveyance:

- ☐ Assignment ☐ Merger
☐ Security Agreement ☐ Change of Name
☒ Other Release of Security Interest

Execution Date: April 9, 2003

2. Name and address of receiving party(ies)

Name: Churchill Downs California

Internal _____ Company

Address: _____

Street Address: 1050 South Prairie AvenueCity: Inglewood State: CA Zip: 90301

- ☐ Individual(s) citizenship _____
☐ Association _____
☐ General Partnership _____
☐ Limited Partnership _____
☒ Corporation-State Kentucky
☐ 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 A. CLSAdditional number(s) attached ☒ Yes ☐ No

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

Name: Cynthia L. StewartInternal Address: 32nd floorStreet Address: 400 West Market StreetCity: Louisville State: KY Zip: 40202-33636. Total number of applications and registrations involved: 17. Total fee (37 CFR 3.41).....\$ 40.00

- ☒ Enclosed
☐ Authorized to be charged to deposit account

8. Deposit account number: _____

DO NOT USE THIS SPACE

9. Signature.

Cynthia L. Stewart

Name of Person Signing

Cynthia L. Stewart

Signature

April 9, 2003

Date

04/15/2003 DBYRNE 00000138 1850076

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

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40.00-0 documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231TRADEMARK
REEL: 002712 FRAME: 0973

Exhibit A
to Notice of Termination of Security Interests in Trademarks

HOLLYWOOD PARK

REGISTRATION # 1,850,076

10190817.1
4/9/2003

**NOTICE OF TERMINATION OF
SECURITY INTERESTS IN TRADEMARKS**

WHEREAS, EACH OF CHURCHILL DOWNS CALIFORNIA COMPANY, CHURCHILL DOWNS FALL OPERATING COMPANY AND CHURCHILL DOWNS CALIFORNIA FOOD SERVICES COMPANY has granted and conveyed unto **PNC BANK, NATIONAL ASSOCIATION**, a national banking association, in its capacity as Agent (in such capacity, the “Agent”) under the Credit Agreement dated as of April 23, 1999, among Churchill Downs Incorporated, a Kentucky corporation (the “Borrower”), certain financial institutions identified therein (the “Lenders”) and Agent, as the same has been amended and modified (as so amended and modified, the “Credit Agreement”) (the Lenders being herein collectively referred to as the “Secured Parties”), a security interest in and to the trademarks set forth on Exhibit A (the “Marks”), all as more fully stated in that certain Patent, Trademark, and Copyright Security Agreement dated as of September 10, 1999 (the “Security Agreement”);

WHEREAS, an assignment of the security interest in the Marks was recorded in the United States Patent and Trademark Office beginning at Reel 001971, Frame 0001 and amended by a recording in the United States Patent and Trademark Office beginning at Reel 001977, Frame 0946; and

WHEREAS, the Secured Parties no longer claim any security interest in the Marks or their registrations.

Parties, does hereby confirm the termination of and terminate the Secured Parties' security interest in the Marks listed on Exhibit A and the registrations therefor, and in the goodwill of the business symbolized by such Marks and registrations.

Richard M. Ellis, Senior Vice President

The foregoing instrument was acknowledged before me this 9th day of April, 2003, by Richard M. Ellis, as Senior Vice President of PNC Bank, National Association, a national banking association, in its capacity as Agent, on behalf of the national banking association.

My commission expires:

6/26/2004

Patricia E. Huff
NOTARY PUBLIC

Exhibit A
to Notice of Termination of Security Interests in Trademarks

HOLLYWOOD PARK

REGISTRATION # 1,850,076

10190817.1
4/9/2003