

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Metro-Goldwyn-Mayer Lion Corporation		07/28/2004	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	MGM MIRAGE
Street Address:	3600 Las Vegas Blvd. South
City:	Las Vegas
State/Country:	NEVADA
Postal Code:	89109
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 28

Property Type	Number	Word Mark
Serial Number:	76381950	PLAYMGM GRAND.COM MGM GRAND
Serial Number:	76382319	MGM GRAND THE CITY OF ENTERTAINMENT LAS VEGAS PLAYERS CLUB
Serial Number:	76382320	MGM GRAND DETROIT CASINO PLAYERS CLUB
Serial Number:	76447770	PLAYMGMGRAND.COM MGM GRAND
Serial Number:	76541641	METRO AT MGM GRAND
Serial Number:	76543908	MGM GRAND
Serial Number:	76543909	MGM GRAND
Registration Number:	1043787	
Registration Number:	1060488	MGM GRAND
Registration Number:	1060489	MGM
Registration Number:	1882732	
Registration Number:	1906197	MGM GRAND
Registration Number:	1906198	MGM GRAND
Registration Number:	2072069	MGM GRAND LAS VEGAS

OP \$715.00 76381950

Registration Number:	2510431	
Registration Number:	2510432	
Registration Number:	2510442	MGM GRAND
Registration Number:	2515287	MGM GRAND
Registration Number:	2534227	MGM
Registration Number:	2540402	MGM GRAND
Registration Number:	2549820	MGM GRAND
Registration Number:	2549821	
Registration Number:	2558569	MGM GRAND
Registration Number:	2571241	MGM GRAND
Registration Number:	2575962	MGM GRAND
Registration Number:	2575963	
Registration Number:	2607193	MGM GRAND
Registration Number:	2642096	MGM GRAND

CORRESPONDENCE DATA

Fax Number: (702)792-9010
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 702-792-3773
Email: pto@quirkandratos.com
Correspondent Name: Quirk & Tratos
Address Line 1: 3773 Howard Hughes Parkway
Address Line 2: Suite 500N
Address Line 4: Las Vegas, NEVADA 89109

ATTORNEY DOCKET NUMBER:	0100 LION - MGM MIRAGE
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NAME OF SUBMITTER:	Jason D. Firth, Esq.
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Total Attachments: 16
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UNITED STATES

ASSIGNMENT OF TRADEMARKS

WHEREAS, Metro-Goldwyn-Mayer Lion Corporation, a corporation organized and existing under the laws of Delaware, with an office at 10250 Constellation Boulevard, Los Angeles, California 90067 (hereinafter "ASSIGNOR"), has acquired or adopted, and used (i) the trademarks and owns (ii) the United States applications for registration and/or registrations thereof identified in Exhibit 1 attached hereto and by this reference incorporated into and made a part hereof (hereinafter "the Marks"), together with the goodwill of the business appurtenant to said Marks; and

WHEREAS, ASSIGNOR is assigning the Marks and the applications for registration and registrations thereof as part of the entire business to which the Marks pertain as required by 15 U.S.C. § 1060; and

WHEREAS, MGM MIRAGE, a corporation organized and existing under the laws of Delaware, with an office at 3600 Las Vegas Blvd. South, Las Vegas, Nevada 89109 (hereinafter "ASSIGNEE") is desirous of acquiring said Marks; and

WHEREAS, in order to effectuate ASSIGNOR'S assignment of its entire rights, title and interest in and to the Marks and the goodwill appurtenant thereto, to ASSIGNEE, ASSIGNOR is executing this instrument of Assignment.

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, ASSIGNOR does hereby sell, assign, convey and transfer unto ASSIGNEE, its successors, assigns and legal representatives, its full and entire rights, title and interests in and to the Marks identified in said Exhibit 1, and the attendant goodwill symbolized by the Marks, the same to vest completely in ASSIGNEE, including, without limitation, the ownership of all causes of action for, and claims for damages by reason of, the infringement of any of the Marks by other parties, which causes of action and claims arose prior to the date of execution hereof.

ASSIGNOR hereby agrees that ASSIGNEE shall have the right to record this instrument of assignment in the United States Patent and Trademark Office, so as to establish ASSIGNEE as owner of record of the Marks.

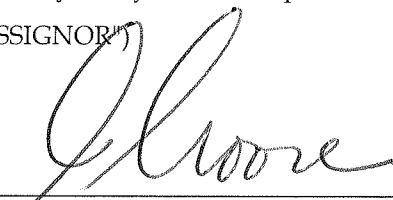
ASSIGNOR further agrees, at the request of ASSIGNEE, to (i) execute and have executed any and all other documents of any kind whatsoever, and to provide whatever information may be required, to carry out the terms and intent of this Assignment; and (ii) fully cooperate with ASSIGNEE, as reasonably required, to enable ASSIGNEE to duly record this instrument of assignment with the United States Patent and Trademark Office, so that ASSIGNEE's ownership of the Marks is duly made of record.

IN WITNESS WHEREOF, ASSIGNOR has caused this instrument to be executed on the date indicated below.

Metro-Goldwyn-Mayer Lion Corp.

("ASSIGNOR")

Date: July 28, 2004, 2004

By: 

Printed Name: Michael Moore, Esq.

Title: Vice President Legal Division

STATE OF CALIFORNIA)

) ss

COUNTY OF LOS ANGELES)

On July 28, 2004 before me, Debi Coleman-Dabbs personally appeared Michael Moore, Esq., personally known to me proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed this instrument.

WITNESS my hand and official seal

Debi Coleman-Dabbs

Notary Public

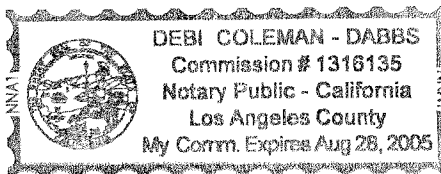


EXHIBIT 1

File Name	Trademark	Country	Application No.	Filing Date	Publication Date
0101.00150	PLAYMGMGRAND.COM MGM GRAND	US	76/381,950	13-Mar-02	12-Nov-02
MGM-02-07.TM					
Classes: 41	Goods: casino services				
Owner: Metro-Goldwyn-Mayer Lion Corp.					
Attorney: JDF	Remarks: Cl. 41; extension #3 request filed electronic on 05/28/04				
					Notice of Allowance: 04-Feb-03 Date of First Use : Registration No. : Registration Date : Next Renewal :
0101.00149	MGM GRAND THE CITY OF ENTERTAINMENT..(see remarks)	US	76/382,319	13-Mar-02	12-Nov-02
MGM-02-02.TM					
Classes: 41	Goods: casino services				
Owner: Metro-Goldwyn-Mayer Lion Corp.					
Attorney: MGT	Remarks: mark: MGM GRAND THE CITY OF ENTERTAINMENT LAS VEGAS PLAYERS CLUB (and design)				
	notice of approval of extension request #2 received dated 02/28/04				
					Notice of Allowance: 04-Feb-03 Date of First Use : Registration No. : Registration Date : Next Renewal :

File Name **Trademark** **Country** **Application No.** **Filing Date** **Publication Date**

0101.00152 MGM GRAND DETROIT CASINO PLAYERS CLUB (and design) US 76/382,320 13-Mar-02 12-Nov-02

MGM-02-09.TM **Goods:** casino services **Status:** Ext2 filed

Classes: 41 **Notice of Allowance:** 04-Feb-03
Owner: Metro-Goldwyn-Mayer Lion Corp.
Attorney: MGT **Remarks:** notice of approval of extension request #2 received dated 02/28/04
Date of First Use :
Registration No. :
Registration Date :
Next Renewal :

0101.00151 PLAYMGMGRAND.COM MGM GRAND (and design) US 76/447,770 09-Sep-02 29-Jul-03

MGM-02-08.TM **Goods:** casino services **Status:** Ext1 filed
Classes: 41 **Notice of Allowance:** 21-Oct-03

Owner: Metro-Goldwyn-Mayer Lion Corp.
Attorney: MGT **Remarks:** Cl. 41; notice of approval of extension request #1 received dated 04/28/04
Date of First Use :
Registration No. :
Registration Date :
Next Renewal :

File Name **Trademark** **Country** **Application No.** **Filing Date** **Publication Date**

0101.00523 METRO AT MGM GRAND US 76/541,641 21-Aug-03 06-Apr-04

Classes: 43 **Goods:** hotel services **Status:** Published

Owner: Metro-Goldwyn-Mayer Lion Corp.

Attorney: JDF **Remarks:** Cl. 43; notice of publication received dated 03/17/04, publication date 04/06/04

Notice of Allowance:
Date of First Use :
Registration No. :
Registration Date :
Next Renewal :

0101.00504 MGM GRAND US 76/543,908 29-Aug-03 06-Apr-04

Classes: **Goods:** arena services, namely providing facilities for sports, concerts, conventions and exhibition; bar services; cafes; caterinas; catering; child care; cocktail lounge buffets; cocktail lounges; hotel services for preferred customers; hotels; providing banquet and social function facilities for special occasions; providing convention facilities; providing facilities for exhibitions; resorts hotels; restaurant services; restaurants; and snack bars

Owner: Metro-Goldwyn-Mayer Lion Corp.

Attorney: JDF **Remarks:** Cl. 43; notice of publication received dated 03/17/04, publication date 04/06/04

Notice of Allowance:
Date of First Use : 01-Dec-73
Registration No. :
Registration Date :
Next Renewal :

File Name **Trademark** **Country** **Application No.** **Filing Date** **Publication Date**

0101.00503 MGM GRAND US 76/543,909 29-Aug-03 06-Apr-04

Classes: 44 **Goods:** health spa services, namely, cosmetic body care services **Status:** Published

Owner: Metro-Goldwyn-Mayer Lion Corp. **Notice of Allowance:**
Date of First Use : 01-Dec-73

Attorney: JDF **Remarks:** Cl. 44; notice of publication received dated 03/17/04, publication date 04/06/04 **Registration No. :**
Registration Date :
Next Renewal :

0101.00144 MISC. DESIGN (Lion Head III design) US 73/060,980 21-Aug-75

Classes: 41, 42 **Goods:** 41: entertainment services in the nature of providing live shows, movies and sporting events **Status:** Registered
42: hotel and restaurant services

Owner: Metro-Goldwyn-Mayer Lion Corp. **Notice of Allowance:**
Date of First Use : 01-Dec-73

Attorney: FCA **Remarks:** **Registration No. :** 1,043,787
Registration Date : 13-Jul-76
Next Renewal : 11-Jul-06

File Name Trademark **Country** Application No. **Filing Date** **Publication Date**

0101.00148 MGM GRAND US 73/060,108 11-Aug-75
 MGM-01-114.TM
Goods: 41: entertainment services-namely, the presentation of vocal, musical and choreographic shows, motion pictures
Status: Registered
Classes: 42: hotel and restaurant services
 41,42

Owner: Metro-Goldwyn-Mayer Lion Corp.
Attorney: MGT
Remarks:
Notice of Allowance:
Date of First Use : 01-Dec-73
Registration No. : 1,060,488
Registration Date : 01-Mar-77
Next Renewal : 01-Mar-07

0101.00147 MGM US 73/060,109 11-Aug-75
 MGM-01-96.TM
Goods: 41: entertainment services-namely, the presentation of vocal, musical and choreographic shows, motion pictures
Status: Registered
Classes: 42: hotel and restaurant services
 41,42

Owner: Metro-Goldwyn-Mayer Lion Corp.
Attorney: MGT
Remarks:
Notice of Allowance:
Date of First Use : 01-Dec-73
Registration No. : 1,060,489
Registration Date : 01-Mar-77
Next Renewal : 01-Mar-07

File Name Trademark **Country** Application No. **Filing Date** **Publication Date**

0100.00029 MISC. DESIGN (side view configuration) US 74/357,118 09-Feb-93 06-Jul-93

MGM/MR-01-23.TM **Goods:** entertainment services; namely, operations of theme park, operation of casinos **Status:** Registered

Classes: 41 **Notice of Allowance:** 18-Dec-93

Owner: Metro-Goldwyn-Mayer Lion Corp. **Date of First Use :** 1,882,732

Attorney: MGT **Remarks:** notice of recordation assignment received, reel/frame 2254/0265, recordation date 03/09/01; Section 8&15 accepted and acknowledged on 4/13/02 **Registration Date :** 07-Mar-95

Next Renewal : 07-Mar-05

0101.00139 MGM GRAND (and Lion Head design in square-L) US 74/345,964 06-Jan-93 30-Nov-93

MGM-01-45.TM **Goods:** 35: providing convention facilities **Status:** Registered

Classes: 41: entertainment services, namely operation of theme parks; operation of casinos 42: hotel services, restaurant services

35, 41, 42 **Notice of Allowance:** 22-Feb-94

Owner: Metro-Goldwyn-Mayer Lion Corp. **Date of First Use :** 21-Feb-95

Attorney: MGT **Remarks:** section 8 and 15 accepted and acknowledged on 08/11/01 **Registration No. :** 1,906,197

Registration Date : 18-Jul-95

Next Renewal : 18-Jul-05

File Name Trademark **Country** Application No. **Filing Date** **Publication Date**

0101.00138 MGM GRAND (and Lion Head design in square-C) US 74/345,965 06-Jan-93 30-Nov-93
 MGM-01-44.TM

Classes: 35: providing convention facilities **Status:** Registered

41: entertainment services, namely operation of theme parks; operation of casinos
 42: hotel services, restaurant services

Owner: Metro-Goldwyn-Mayer Lion Corp. **Notice of Allowance:** 22-Feb-94
Date of First Use : 21-Feb-95

Attorney: MGT **Remarks:** section 8 and 15 accepted and acknowledged on 08/14/01 **Registration No. :** 1,906,198
Registration Date : 18-Jul-95

Next Renewal : 18-Jul-05

0101.00482 MGM GRAND LAS VEGAS US 74/450,323 19-Oct-93 04-Aug-95
 MGM-01-32.TM

Classes: 14: souvenir items, namely pendants, rings being jewelry, watches, bracelets of precious metal, cuff links, tie tacs, ornamental pins, and cigarette lighters of precious metal **Status:** Registered

21: shot glasses, cordial glasses, wine glasses, old fashioned glasses, on the rocks glasses, tulip glasses, tankards, mugs, tumblers, decanters, glass figurines, soap dishes, toothbrush holders, non-metal piggy banks, salt and pepper shakers, and beer mugs

25: tee shirts, jackets, tank tops, rompers, sweatshirts, and caps

14,21,25 **Owner:** Metro-Goldwyn-Mayer Lion Corp. **Notice of Allowance:** 28-Nov-95
Date of First Use : 14-Dec-94

Attorney: JDF **Remarks:** post registration office action postcard received dated 01/02/04 **Registration No. :** 2,072,069
Registration Date : 17-Jun-97

Next Renewal : 17-Jun-07

File Name **Trademark** **Country** **Application No.** **Filing Date** **Publication Date**

0101.00121 MISC. DESIGN (Walking Lion design) US 76/234,347 02-Apr-01 28-Aug-01

Classes: MGM-98-269.TM **Goods:** casino, golf course, sporting events and entertainment services, namely, live performances featuring musicians music and singers, prerecorded music and video, dancers, magicians, actors, acrobats and comedians **Status:** Registered

Owner: Metro-Goldwyn-Mayer Lion Corp.

Attorney: MGT **Remarks:** request certified copy of registration postcard received dated 04/07/03 **Notice of Allowance:** **Date of First Use :** 01-Nov-94 **Registration No. :** 2,510,431 **Registration Date :** 20-Nov-01 **Next Renewal :** 20-Nov-11

0101.00122 MISC. DESIGN (Walking Lion design) US 76/234,348 02-Apr-01 28-Aug-01

Classes: 42 **Goods:** resort hotel, restaurant, bar, lounge and spa **Status:** Registered

Owner: Metro-Goldwyn-Mayer Lion Corp.

Attorney: MGT **Remarks:** request certified copy of registration postcard received dated 04/07/03 **Notice of Allowance:** **Date of First Use :** 01-Nov-94 **Registration No. :** 2,510,432 **Registration Date :** 20-Nov-01 **Next Renewal :** 20-Nov-11

File Name Trademark **Country** Application No. **Filing Date** **Publication Date**

0101-00127 MGM GRAND (and Walking Lion design) US 76/236,375 06-Apr-01 28-Aug-01
 MGM-98-278.TM
Goods: casino, golf course, sporting events and entertainment services, namely, live performances featuring musicians music and singers, prerecorded music and video, dancers, magicians, actors, acrobats and comedians
Status: Registered
Classes: 41

Owner: Metro-Goldwyn-Mayer Lion Corp.
Attorney: MGT **Remarks:**
Notice of Allowance:
 Date of First Use : 01-Nov-94
 Registration No. : 2,510,442
 Registration Date : 20-Nov-01
 Next Renewal : 20-Nov-11

0101-00128 MGM GRAND (and Walking Lion design) US 76/241,986 17-Apr-01 11-Sep-01

MGM-98-279.TM
Goods: resort hotel, restaurant, bar, lounge and spa services
Status: Registered
Classes: 42
Owner: Metro-Goldwyn-Mayer Lion Corp.
Attorney: MGT **Remarks:**
Notice of Allowance:
 Date of First Use : 01-Nov-94
 Registration No. : 2,515,287
 Registration Date : 04-Dec-01
 Next Renewal : 04-Dec-11

0101.00146 MGM US 76/278,837 28-Jun-01 06-Nov-01

MGM-01-56.TM
Goods: casino services
Status: Registered
Classes: 41
Owner: Metro-Goldwyn-Mayer Lion Corp.
Attorney: MGT **Remarks:**
Notice of Allowance:
 Date of First Use : 01-Dec-73
 Registration No. : 2,534,227
 Registration Date : 29-Jan-02
 Next Renewal : 29-Jan-12

File Name Trademark **Country** Application No. **Filing Date** **Publication Date**

0101.00145 MGM GRAND US 76/276,774 25-Jun-01 27-Nov-01

MGM-01-55.TM **Goods:** casino services **Status:** Registered

Classes: 41 **Notice of Allowance:** 01-Dec-73

Owner: Metro-Goldwyn-Mayer Lion Corp. **Date of First Use :** 2,540,402

Attorney: MGT **Remarks:** request certified copy of registration postcard received dated 03/31/03 **Registration No. :** 19-Feb-02

Next Renewal : 19-Feb-12

0101.00123 MGM GRAND (and Walking Lion design) US 76/234,344 02-Apr-01 25-Dec-01

MGM-98-271.TM **Goods:** goods made from non-precious metal, namely, key chains, banks, boxes and jewelry **Status:** Registered

Classes: 6 **Notice of Allowance:** 01-Apr-99

Owner: Metro-Goldwyn-Mayer Lion Corp. **Date of First Use :** 2,549,820

Attorney: MGT **Remarks:** **Registration No. :** 19-Mar-02

Next Renewal : 19-Mar-12

File Name Trademark **Country** Application No. **Filing Date** **Publication Date**

0101-00120 MISC. DESIGN (Walking Lion design) US 76/234,345 02-Apr-01 25-Dec-01

Classes: 16
Goods: pens, pencils, playing cards, stationery, note cards, note pads, note books, appointment books, postcards, activity books, coloring books, pen and pencil holders, rubber stamps
Status: Registered

Owner: Metro-Goldwyn-Mayer Lion Corp.
Attorney: MGT
Remarks:

Notice of Allowance:
Date of First Use : 01-Sep-99
Registration No. : 2,549,821
Registration Date : 19-Mar-02
Next Renewal : 19-Mar-12

0101-00126 MGM GRAND (and Walking Lion design) US 76/234,346 02-Apr-01 15-Jan-02

Classes: 21
Goods: glassware, beverage ware, mugs, drinking steins, cups, plates, serving trays not of precious metal, cookie jars, water bottles sold empty, insulated beverage holders, vases, coasters (not of paper and not being table linen), bottle openers, cork screws, non-metal decorative boxes, hair brushes, hair combs, and non-metal piggy banks
Status: Registered

Owner: Metro-Goldwyn-Mayer Lion Corp.
Attorney: MGT
Remarks:

Notice of Allowance:
Date of First Use : 01-Apr-00
Registration No. : 2,558,569
Registration Date : 09-Apr-02
Next Renewal : 09-Apr-12

File Name Trademark **Country** Application No. **Filing Date** **Publication Date**

0101.00125 MGM GRAND (and Walking Lion design) US 76/234,342 02-Apr-01 26-Feb-02

Classes: 18
Goods: tote bags, duffel bags, back packs, beach bags, fanny packs, hand bags, wallets, billfolds, business card cases, toiletry cases sold empty, garment bags for travel, and umbrellas
Status: Registered

Owner: Metro-Goldwyn-Mayer Lion Corp.
Attorney: MGT
Remarks:
Notice of Allowance:
Date of First Use : 01-Mar-97
Registration No. : 2,571,241
Registration Date : 21-May-02
Next Renewal : 21-May-12

0101.00141 MGM GRAND (and Walking Lion design) US 76/271,414 12-Jun-01 12-Mar-02

Classes: 3
Goods: body lotion, hand cream, facial moisturizer, facial cleansers, facial toners, facial masques, bath and shower gels, massage oils, bath oils, bath salts, skin soaps, aroma therapy oils, body powder, suntan lotions containing sun screens, suntan lotions, hair shampoo, hair conditioner, hair styling preparations, hair spray
Status: Registered

Owner: Metro-Goldwyn-Mayer Lion Corp.
Attorney: MGT
Remarks:
Notice of Allowance:
Date of First Use : 01-Sep-98
Registration No. : 2,575,962
Registration Date : 04-Jun-02
Next Renewal : 04-Jun-12

File Name **Trademark** **Country** **Application No.** **Filing Date** **Publication Date**

0101.00140 MISC. DESIGN (Walking Lion design) US 76/271,415 12-Jun-01 12-Mar-02

MGM-01-49.TM

Classes: **Goods:** body lotion, hand cream, facial moisturizer, facial cleansers, facial toners, facial masques, bath and shower gels, massage oils, bath oils, bath salts, skin soaps, aroma therapy oils, body powder, suntan lotions containing sun screens, suntan lotions, hair shampoo, hair conditioner, hair styling preparations, hair spray

3

Owner: Metro-Goldwyn-Mayer Lion Corp.

Attorney: MGT **Remarks:**

Notice of Allowance:

Date of First Use : 01-Sep-98

Registration No. : 2,575,963

Registration Date : 04-Jun-02

Next Renewal : 04-Jun-12

0101-00124 MGM GRAND (and Walking Lion design) US 76/234,343 02-Apr-01 21-May-02

MGM-98-272.TM

Classes: 14 **Goods:** jewelry, watches, and clocks

Owner: Metro-Goldwyn-Mayer Lion Corp.

Attorney: MGT **Remarks:**

Notice of Allowance:

Date of First Use : 01-Jan-00

Registration No. : 2,607,193

Registration Date : 13-Aug-02

Next Renewal : 13-Aug-12

File Name **Trademark** **Country** **Application No.** **Filing Date** **Publication Date**

0101.00356 MGM GRAND (and Walking Lion design) US 76/255,560 11-May-01 06-Aug-02

MGM-98-276.TM **Goods:** wearing apparel, namely, polo-shirts, t-shirts, tank tops, shirts, jackets, jogging suits, sweat shirts, sweat pants, jeans, pants, robes, sleepwear, rompers, scarves, socks, slippers, hats and caps **Status:** Registered

Classes: 25

Owner: Metro-Goldwyn-Mayer Lion Corp.

Attorney: MGT **Remarks:** filing receipt received

Notice of Allowance:
Date of First Use : 01-Nov-95
Registration No. : 2,642,096
Registration Date : 29-Oct-02
Next Renewal : 29-Oct-12

TRADEMARK

REEL: 002907 FRAME: 0682

RECORDED: 08/03/2004