

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER

CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Interlott Technologies, Inc.		12/01/2003	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	GTECH Corporation
Street Address:	55 Technology Way
City:	West Greenwich
State/Country:	RHODE ISLAND
Postal Code:	02817
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1		
Property Type	Number	Word Mark
Registration Number:	2466233	PLAYPOINT

CORRESPONDENCE DATA

Fax Number: (401)455-0701
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 401-455-0700
 Email: smcgurk@duffysweeney.com
 Correspondent Name: Craig M. Scott, Esq.
 Address Line 1: One Turks Head Place
 Address Line 2: Suite 1200
 Address Line 4: Providence, RHODE ISLAND 02903

ATTORNEY DOCKET NUMBER:	GTECH/PLAYPOINT
NAME OF SUBMITTER:	Craig M. Scott, Esq.

Total Attachments: 3
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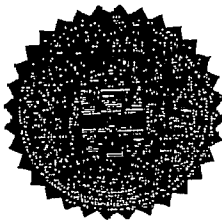
The First State

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:

"INTERLOTT TECHNOLOGIES, INC.", A DELAWARE CORPORATION, WITH AND INTO "GTECH CORPORATION" UNDER THE NAME OF "GTECH CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SECOND DAY OF DECEMBER, A.D. 2003, AT 8 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE TWENTY-EIGHTH DAY OF DECEMBER, A.D. 2003, AT 12:01 O'CLOCK A.M.

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



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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2859733

DATE: 01-08-04

TRADEMARK
REEL: 002930 FRAME: 0251

**CERTIFICATE OF OWNERSHIP AND MERGER
OF
INTERLOTT TECHNOLOGIES, INC.
(a Delaware corporation)
INTO
GTECH CORPORATION
(a Delaware corporation)**

It is hereby certified that:

1. GTECH Corporation (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 Interlott Technologies, Inc., which is also a business corporation of the State of Delaware.
3. On December 1, 2003, the Board of Directors of the Corporation adopted the following resolutions to merge Interlott Technologies, Inc. into the Corporation:

RESOLVED: That the Corporation be, and hereby is, authorized to enter into an Agreement and Plan of Liquidation by Statutory Merger (the "Plan of Merger"), which has been submitted previously to the Board of Directors, with Interlott Technologies, Inc., a Delaware corporation and a wholly-owned subsidiary of the Corporation, with such changes in text, form and terms as the officers herein authorized to execute the same shall deem necessary, desirable or proper (the execution and delivery of said Plan of Merger being conclusive evidence of the necessity, desirability or propriety thereof); and it is

RESOLVED: That Interlott Technologies, Inc. be merged into this Corporation, and that all of the estate, property, rights, privileges, powers and franchises of Interlott Technologies, 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 Interlott Technologies, Inc. in its name; and it is

RESOLVED: That this Corporation shall assume all of the obligations of Interlott Technologies, Inc.; and it is

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; and it is

RESOLVED: That any officer of the Corporation be, and hereby is, authorized to execute and deliver any and all other documents and to take any and all other action as such officer shall deem appropriate to effectuate the purposes of these resolutions; and any and all documents and agreements heretofore executed and acts heretofore done to effectuate the purposes of these resolutions are hereby in all respects ratified, confirmed and approved as the acts or acts of the Corporation; and it is further

RESOLVED: That the effective time and date of the Certificate of Ownership and Merger setting forth a copy of these resolutions, and the time and date when the merger therein provided for, shall become effective shall be as of 12:01 A.M. on December 28, 2003.

Executed on December 1, 2003

GTECH CORPORATION

By: 

Name: W. Bruce Turner

Title: President & Chief Executive Officer