

Form PTO-1594 (Rev. 06/04)
OMB Collection 0851-0027 (exp. 6/30/2005)

U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)/Execution Date(s):
 Mercantile-Safe Deposit And Trust Company

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

Citizenship (see guidelines) _____

Execution Date(s) December 8, 2004

Additional names of conveying parties attached? Yes No

2. Name and address of receiving party(ies) Yes
 Additional names, addresses, or citizenship attached? No

Name: Dover Motorsports, Inc.

Internal Address: _____

Street Address: 1131 N. DuPont Highway

City: Dover

State: Delaware

Country: USA Zip: 19903

Association Citizenship _____
 General Partnership Citizenship _____
 Limited Partnership Citizenship _____
 Corporation Citizenship Delaware
 Other _____ Citizenship _____

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)

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other Partial Release

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s) _____

B. Trademark Registration No.(s)
2647542 2749020 2752616 2808309

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

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

Name: Laura Bell, Legal Asst.

Internal Address: _____
Gebhardt & Smith LLP

Street Address: World Trade Center, 9th Floor

City: Baltimore

State: MD Zip: 21202

Phone Number: (410) 385-5081

Fax Number: (410) 951-2178

Email Address: lbell@gebsmith.com

6. Total number of applications and registrations involved: 4

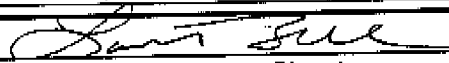
7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 115

Authorized to be charged by credit card
 Authorized to be charged to deposit account
 Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers 9767
 Expiration Date 04/06

b. Deposit Account Number _____
 Authorized User Name _____

9. Signature:  12/14/2004 Date

Signature

Laura Bell Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 4

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1460, Alexandria, VA 22313-1450

OP \$116.00 2647542

12/14/2004
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PARTIAL RELEASE

THIS PARTIAL RELEASE is made as of the 8 day of December, 2004, by MERCANTILE-SAFE DEPOSIT AND TRUST COMPANY, as agent ("LENDER") in favor of DOVER MOTORSPORTS, INC. ("ASSIGNOR").

RECITALS

Pursuant to the terms of a Trademark Security Agreement dated February 14, 2004 by ASSIGNOR in favor of the LENDER and recorded on March 8, 2004 with the United States Patent & Trademark Office in Reel 002918, Frame 0291 ("TRADEMARK AGREEMENT") ASSIGNOR granted to the LENDER a security interest in various trademarks more particularly described therein, the goodwill of ASSIGNOR associated with such trademarks and certain other assets of ASSIGNOR described in the TRADEMARK AGREEMENT.

The LENDER has agreed to release all of its right, title, and interest in and to the trademarks having registration numbers 2647542, 2749020, 2752616 and 2808309, and more particularly described on Exhibit A attached hereto and made a part hereof (collectively, "RELEASED TRADEMARKS") and the goodwill associated therewith.

NOW, THEREFORE, in consideration of the premises, and other good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, the LENDER agrees as follows:

1. **RELEASE** The LENDER hereby releases its security interests and liens in and to the RELEASED TRADEMARKS and the goodwill associated therewith however, the TRADEMARK AGREEMENT remains in full force and effect and the security interest in the other trademarks (other than the RELEASED TRADEMARKS) granted in the TRADEMARK AGREEMENT (and the goodwill associated with such trademarks) remains in full force and effect.

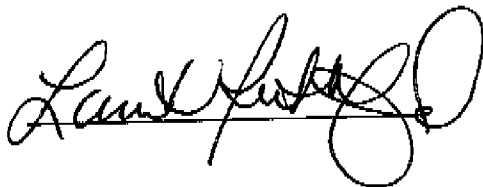
2. **BINDING NATURE** This Release shall be binding upon the LENDER and its successors and assigns, and shall inure to the benefit of ASSIGNOR and their successors and assigns.


IN WITNESS WHEREOF, this Release has been executed as of the date first above written.

WITNESS/ATTEST:

LENDER:

MERCANTILE-SAFE DEPOSIT AND TRUST COMPANY, as agent



By:  (SEAL)
C. Douglas Sawyer, III,
Vice President

ACKNOWLEDGMENT

STATE OF MARYLAND, CITY OF BALTIMORE, TO WIT:

I HEREBY CERTIFY that on this 8th day of December, 2004, before me, the undersigned Notary Public of the State of Maryland, personally appeared C. Douglas Sawyer, III, and acknowledged himself to be a vice president of MERCANTILE-SAFE DEPOSIT AND TRUST COMPANY and who further acknowledged that he, as such vice president being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of MERCANTILE-SAFE DEPOSIT AND TRUST COMPANY by himself as vice president.

IN WITNESS MY Hand and Notarial Seal.

Jennifer A Marshall (SEAL)
NOTARY PUBLIC

My Commission Expires:

9/9/2006

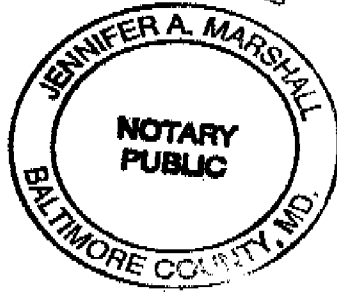


EXHIBIT A
Schedule of Released Trademarks

<u>Trademark/Service Mark</u>	<u>Serial Number</u>	<u>Registration No.</u>
Grand Prix of Denver (SM)	76/326,159	2,647,542
Grand Prix of St. Petersburg (SM)	76/356,551	2,749,020
Grand Prix of Denver Logo (SM)	76/458,949	2,752,616
"2-D" Concrete Monster Logo (SM)	76/496,617	2,808,309