

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|---------------------------------|--|-----------------------|-----------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Video King Gaming Systems, Inc. | | 01/28/2005 | CORPORATION: COLORADO |

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| RECEIVING PARTY DATA | |
| Name: | VKGS LLC |
| Street Address: | 3211 Nebraska Avenue |
| City: | Council Bluffs |
| State/Country: | IOWA |
| Postal Code: | 57501 |
| Entity Type: | Limited Liability Company: DELAWARE |

PROPERTY NUMBERS Total: 8

| Property Type | Number | Word Mark |
|----------------------|----------|-------------------------------|
| Registration Number: | 1289175 | THE AUTOTRONIC |
| Serial Number: | 78524232 | VIDEO KING HORSE POWER RACING |
| Serial Number: | 78476929 | HORSE POWER RACING |
| Serial Number: | 78413913 | SUPER CHAMP |
| Serial Number: | 78413909 | POWERMUTUAL |
| Serial Number: | 78413905 | BUCCANEER BONANZA |
| Serial Number: | 78413900 | HURRICANE BONANZA |
| Serial Number: | 78413895 | HURRICANE BINGO |

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| CORRESPONDENCE DATA | |
| Fax Number: | (312)863-7496 |
| <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> | |
| Phone: | 3128637194 |
| Email: | sonya.szot@goldbergkohn.com |
| Correspondent Name: | Sonya Szot |
| Address Line 1: | 55 E. Montroe Street |

OP \$215.00 1289175

Address Line 4: Chicago, ILLINOIS 60603

NAME OF SUBMITTER: Sonya Szot

Signature: /Sonya Szot/

Date: 03/03/2005

Total Attachments: 3
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VKGS ASSIGNMENT OF TRADEMARKS

WHEREAS, Video King Gaming Systems, Inc., a Colorado corporation ("VKGS"), is the owner of all right, title and interest in the trademarks identified in Attachment A (the "Trademarks") and the registrations and applications for such Trademarks shown in Attachment A; and

WHEREAS, VKGS LLC, a Delaware limited liability company (the "Company"), has on this date acquired from VKGS certain assets and property used in the PBK Business (as such term is defined in the Contribution Agreement, dated as of January __, 2005, among the Company, VKGS and Western Bingo & Supplies, Inc.) to which the Trademarks relate and desires to acquire all right, title and interest in the Trademarks, the registrations of the Trademarks shown in Attachment A and the goodwill of the business associated therewith and symbolized thereby.

WHEREAS, the Company is a successor to the business of VKGS to which the U.S. trademark applications referenced in Attachment A pertain, which business is ongoing and existing.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which is hereby acknowledged, and intending to be legally bound, VKGS hereby assigns and transfers to the Company all of its right, title and interest in and to the Trademarks, together with the trademark registrations and applications shown in Attachment A, and all goodwill of the business associated therewith and the registration thereof, free and clear of any encumbrances.

(Signature Page Follows)

CONFIDENTIAL

ATTACHMENT A

U.S. FEDERAL TRADEMARK/SERVICE MARK REGISTRATIONS:

| Trademark | Status | Registration No. | Registration Date |
|----------------|------------|------------------|-------------------|
| THE AUTOTRONIC | Registered | 1,289,175 | 08/07/1984 |

U.S. FEDERAL TRADEMARK/SERVICE MARK APPLICATIONS:

| Trademark | Status | Serial No. | Filing Date |
|-------------------------------|---------|------------|-------------|
| VIDEO KING HORSE POWER RACING | Pending | 78/524,232 | 11/30/2004 |
| HORSE POWER RACING | Pending | 78/476,929 | 09/01/2004 |
| SUPER CHAMP | Pending | 78/413,913 | 05/06/2004 |
| POWERMUTUAL | Pending | 78/413,909 | 05/06/2004 |
| BUCCANEER BONANZA | Pending | 78/413,905 | 05/06/2004 |
| HURRICANE BONANZA | Pending | 78/413,900 | 05/06/2004 |
| HURRICANE BINGO | Pending | 78/413,895 | 05/06/2004 |

STATE TRADEMARK/SERVICE MARK REGISTRATIONS:

None.

CANADIAN TRADEMARK/SERVICE MARK REGISTRATIONS:

| Trademark | Status | Registration No. | Registration Date |
|------------------|------------|------------------|-------------------|
| POWER BINGO KING | Registered | TMA 588,332 | 08/27/2003 |

CANADIAN TRADEMARK/SERVICE MARK APPLICATIONS:

| Trademark | Status | Serial No. | Filing Date |
|-------------------------------|---------|------------|-------------|
| VIDEO KING HORSE POWER RACING | Pending | 1,240,290 | 12/02/2004 |
| HORSE POWER RACING | Pending | 1,229,810 | 09/02/2004 |
| SUPER CHAMP | Pending | 1,232,421 | 09/28/2004 |
| POWERMUTUAL | Pending | 1,232,420 | 09/28/2004 |
| HURRICANE BONANZA | Pending | 1,232,419 | 09/28/2004 |
| HURRICANE BINGO | Pending | 1,232,418 | 09/28/2004 |
| BUCCANEER BONANZA | Pending | 1,232,417 | 09/28/2004 |

COMMON LAW TRADEMARKS

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| [UNKNOWN] |
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