

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	TERMINATION AND RELEASE

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
BEAR STEARNS CORPORATE LENDING INC., AS COLLATERAL AGENT		10/03/2005	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	PENN NATIONAL GARMING INC
Street Address:	825 BERKSHIRE BLVD
Internal Address:	SUITE 200
City:	WYOMISSING
State/Country:	PENNSYLVANIA
Postal Code:	19610
Entity Type:	CORPORATION: PENNSYLVANIA

Name:	PENNSYLVANIA NATIONAL TURF CLUB, INC.
Street Address:	P.O. BOX 32
City:	GRANTVILLE
State/Country:	PENNSYLVANIA
Postal Code:	17028
Entity Type:	CORPORATION: PENNSYLVANIA

Name:	HOLLYWOOD CASINO CORPORATION
Street Address:	825 BERKSHIRE BLVD.
Internal Address:	SUITE 200
City:	WYOMISSING
State/Country:	PENNSYLVANIA
Postal Code:	19610
Entity Type:	CORPORATION: DELAWARE

Name:	BSL, INC
Street Address:	711 CASINO MAGIC DRIVE

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Internal Address:	BAY STREET
City:	LOUIS
State/Country:	MISSISSIPPI
Postal Code:	39520
Entity Type:	CORPORATION: MISSISSIPPI

Name:	BTN, INC
Street Address:	676 BAYVIEW AVENUE,
City:	BILOXI
State/Country:	MISSISSIPPI
Postal Code:	39533
Entity Type:	CORPORATION: MISSISSIPPI

PROPERTY NUMBERS Total: 56

Property Type	Number	Word Mark
Registration Number:	2574633	TELEBET
Registration Number:	2579039	SILVER SCREEN GAMING
Registration Number:	2634200	PLAYERS' CHOICE
Registration Number:	2677757	BIENVILLE'S BAY BUFFET
Registration Number:	2677756	BIENVILLE'S BAY BUFFET
Registration Number:	2677758	WHEN YOU'RE READY TO PLAY
Registration Number:	2885761	CHARLES TOWN RACES & SLOTS
Registration Number:	1104969	THE WORLD SERIES OF HANDICAPPING
Registration Number:	1904686	HOLLYWOOD MARQUEE
Registration Number:	1904687	HOLLYWOOD SCREEN TEST
Registration Number:	1928914	HOLLYWOOD SCREEN TEST
Registration Number:	1949319	HOLLYWOOD CASINO
Registration Number:	1974466	FAIRBANKS
Registration Number:	1990629	HOLLYWOOD MARQUEE
Registration Number:	2043723	ADVENTURE SLOTS
Registration Number:	2050964	ADVENTURE SLOTS
Registration Number:	2101971	ADVENTURE SLOTS
Registration Number:	2256306	HOLLYWOOD CASINO
Registration Number:	2256307	HOLLYWOOD CASINO
Registration Number:	2256308	HOLLYWOOD CASINO
Registration Number:	2268074	HOLLYWOOD CASINO

Registration Number:	1851729	PLANET WARRIORS
Registration Number:	1902030	HOLLYWOOD EPIC BUFFET
Registration Number:	1903176	HOLLYWOOD EPIC BUFFET
Registration Number:	1903858	HOLLYWOOD CASINO
Registration Number:	2258752	NOTIONS & POTIONS
Registration Number:	2140898	THE AMAZING RANDOLPH'S
Registration Number:	2140834	ABRACADABRA'S
Registration Number:	2121569	THE BRIDGES
Registration Number:	1978158	CASINO MAGIC GETAWAYS
Registration Number:	1840960	A CUT ABOVE
Registration Number:	2117148	MAGIC MONEY
Registration Number:	1782242	CASINO MAGIC
Registration Number:	2325720	BOOMTOWN
Registration Number:	2213026	IT'S HOW YOU PUT IT TOGETHER
Registration Number:	2120681	THE WILD WEST AT ITS BEST
Registration Number:	1924855	AMERICA'S FAVORITE
Registration Number:	1866988	BOOMTOWN
Registration Number:	2374090	
Serial Number:	76172517	SUNDANCE CAFE
Serial Number:	76392631	TUSCANY STEAKS & SEAFOOD
Serial Number:	76392630	TUSCANY STEAKS & SEAFOOD
Serial Number:	76392626	JOURDAN RIVER GRILLE
Serial Number:	76392628	JACKPOT JAVA
Serial Number:	76395627	CUMBERLAND HEIGHTS
Serial Number:	76395981	
Serial Number:	76395980	
Serial Number:	76434260	PRIZEFACTA
Serial Number:	76434262	PRIZEFACTA
Serial Number:	76489523	SILVER SCREEN CASINO
Serial Number:	74687479	HOLLYWOOD CASINO STUDIO STORE
Serial Number:	75063112	HOLLYWOOD STUDIO WORLD
Serial Number:	76391596	HOLLYWOOD'S MARQUEE PREMIER
Serial Number:	76521039	SPA AT THE BAY
Serial Number:	76521040	S SPA AT THE BAY
Serial Number:	76521038	VIDEO POKER PARLOUR

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CORRESPONDENCE DATA

Fax Number: (202)728-0744
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 202-721-6405
Email: ingrid.arbuckle@thomson.com
Correspondent Name: Corporate Services Corporation
Address Line 1: 1133 AVENUE OF THE AMERICAS
Address Line 4: NEW YORK, NEW YORK 10036

ATTORNEY DOCKET NUMBER:	637337-5 CM 05500.097
NAME OF SUBMITTER:	INGRID ARBUCKLE
Signature:	/INGRID ARBUCKLE/
Date:	10/07/2005

Total Attachments: 14

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TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS

This **TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS** ("Termination") is executed and delivered as of the 3rd day of October, 2005 by Bear Stearns Corporate Lending Inc., as Collateral Agent ("Lender"), to Penn National Gaming, Inc., a Pennsylvania corporation ("Penn National"), Pennsylvania National Turf Club, Inc., a Pennsylvania corporation ("PNTC"), Hollywood Casino Corporation, a Delaware corporation ("Hollywood Casino"), BSL, Inc., a Mississippi corporation ("BSL"), BTN, Inc., a Mississippi corporation (together with Penn National, PNTC, Hollywood Casino and BSL, the "Credit Parties").

BACKGROUND

A. On March 3, 2003, the Credit Parties executed and delivered to Lender a certain First Security Agreement ("Security Agreement").

B. Pursuant to the Security Agreement, each of the Credit Parties granted to Lender a security interest in certain trademarks or trademark licenses as set forth on the Schedules attached hereto (the "Security Interest").

C. The Security Interest was recorded in the United States Patent and Trademark Office ("USPTO") as set forth on the Schedules attached hereto.

NOW, THEREFORE, with the foregoing Background incorporated by reference and intending to be legally bound hereby, the parties agree as follows:

1. Lender terminates and releases all of its rights, titles and interests in the trademarks set forth on the Schedules attached hereto.
2. Each Credit Party, or its designee, may record this Termination in the USPTO and in any other trademark offices as may necessary to carry out the intentions of this Termination.

IN WITNESS WHEREOF, Lender has executed and delivered this Termination as of the day and year first above written.

BEAR STEARNS CORPORATE LENDING INC.
as Collateral Agent

By: 

Name:

Title:

VICTOR BULZACCHELLI
VICE PRESIDENT

SCHEDULES OF TRADEMARKS AND TRADEMARK LICENSES

[See attached.]

SCHEDULE ONE

**Trademarks Used by BSL Inc. Pursuant to License Agreement
Between Casino Magic Corp. and BSL, Inc. dated August 8, 2000**

Casino Magic Corp.	NOTIONS & POTIONS	2,258,752	7/6/99	USA	Gift shop services (Class 35)
Casino Magic Corp.	THE AMAZING RANDOLPH'S	2,140,898	3/3/98	USA	Restaurant services (Class 42)
Casino Magic Corp.	ABRACADABRA'S	2,140,834	3/3/98	USA	Restaurant services (Class 42)
Casino Magic Corp.	THE BRIDGES	2,121,569	12/16/97	USA	Providing golf club services and facilities (Class 41)
Casino Magic Corp.	CASINO MAGIC GETAWAYS	1,978,158	6/14/96	USA	Public air charter services (Class 39)
Casino Magic Corp.	A CUT ABOVE	1,840,960	6/21/94	USA	Entertainment in the nature of Casinos (Class 41)
Casino Magic Corp.	MAGIC MONBY	2,117,148	12/2/97	USA	Entertainment in the nature of casino services for members through which members accrue purchase points redeemable for prizes (Class 41)
Casino Magic Corp.	CASINO MAGIC	1,782,242	7/13/93	USA	Entertainment in the nature of casinos (Class 41)

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SCHEDULE ONE

**Trademarks Used by BTN, Inc. Pursuant to License Agreement
Between Boomtown, Inc. and BTN, Inc. dated August 8, 2000**

Boomtown, Inc.	BOOMTOWN	2,325,720	3/7/00	USA	Entertainment services, namely post production editing work for radio, television and film programmers (Class 41)
Boomtown, Inc.	IT'S HOW YOU PUT IT TOGETHER	2,213,026	2/22/98	USA	Entertainment services, namely post production editing work for radio, television and film programmers (Class 41)
Boomtown, Inc.	THE WILD WEST AT IT'S BEST	2,120,681	12/16/97	USA	Transportation services, namely arranging excursions for others (Class 39); casino and amusement center services (Class 41); restaurant and bar services, hotel services and providing trailer park services (Class 42)
Boomtown, Inc.	AMERICA'S FAVORITE (Supplemental Register)	1,924,855	10/03/95	USA	Casino services (Class 41); hotel services and providing trailer park facilities (Class 42)
Boomtown, Inc.	BOOMTOWN	1,866,988	10/31/94	USA	Playing cards (Class 16); mugs and drinking glasses (Class 21); T-shirts, hats, jackets and sweatshirts (Class 25); gasoline service station services (Class 39); transportation services, namely arranging excursions for others (Class 39); casino and amusement center services (Class 41); restaurant and bar services, hotel services and providing for trailer park facilities (Class 42)

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Boomtown, Inc.	Design	2,374,090	8/8/00	USA	Playing cards (Class 16); mugs and drinking glasses (Class 21); T-shirts, hats, jackets and sweatshirts (Class 25); gasoline service station services (Class 39); transportation services, namely arranging excursions for others (Class 39); casino and amusement center services (Class 41); restaurant and bar services, hotel services and providing for trailer park facilities (Class 42)
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SCHEDULE ONE

Penn National Gaming, Inc.

OWNER	TRADEMARK	AMOUNT	DATE	COUNTRY	DESCRIPTION
Penn National Gaming, Inc.	TRLEBET (Supplemental Register)	2,574,633	5/28/02	USA	Wagering services, namely, acceptance and cashing of wagers by telephone. (Class 36)
Penn National Gaming, Inc.	SILVER SCREEN GAMING	2,579,039	6/11/02	USA	Provide casino style gaming facilities; entertainment in the nature of conducting horse races. (Class 41)
Penn National Gaming, Inc.	PLAYERS' CHOICE	2,634,200	10/15/02	USA	Wagering services for patrons of horse races and slot machines, namely an incentive and plays tracking system. (Class 36)
Penn National Gaming, Inc.	BIENVILLE'S BAY BUFFET	2,677,757	1/21/03	USA	Restaurant and bar services. (Class 43)
Penn National Gaming, Inc.	BIENVILLE'S BAY BUFFET & DESIGN	2,677,756	1/21/03	USA	Restaurant and bar services. (Class 43)
Penn National Gaming, Inc.	WHEN YOU'RE READY TO PLAY	2,677,758	4/08/02	USA	Casino services. (Class 41)

Applications:

Penn National Gaming, Inc.	SUNDANCE CAFE	76/172,517	11/29/2000	USA	Restaurant and bar services. (Class 42)
Penn National Gaming, Inc.	TUSCANY STEAKS & SEAFOOD	76/392,631	04/08/2002	USA	Restaurant and bar services. (Class 43)
Penn National Gaming, Inc.	TUSCANY STEAKS & SEAFOOD & DESIGN	76/392,630	04/08/2002	USA	Restaurant and bar services. (Class 43)

Penn National Gaming, Inc.	JACKPOT JAVA	76/392,629	04/08/2002	USA	Restaurant services; take out restaurant services. (Class 43)
Penn National Gaming, Inc.	JACKPOT JAVA	76/392,628	04/08/2002	USA	Restaurant services; take out restaurant services. (Class 43)
Penn National Gaming, Inc.	JOURDAN RIVER GRILLE	76/392,627	04/08/2002	USA	Restaurant and bar services. (Class 43)
Penn National Gaming, Inc.	JOURDAN RIVER GRILLE & DESIGN	76/392,626	04/08/2002	USA	Restaurant and bar services. (Class 43)
Penn National Gaming, Inc.	DESIGN (SILKS & SUITS - COLOR)	76/395,981	04/16/2002	USA	Slot machines and video lottery terminals. (Class 9) Clothing, namely, t-shirts, sweatshirts, sweatpants, sweaters, hats, visors and golf shirts. (Class 25) Entertainment in the nature of horse races, dog races, nightclubs, variety and comedy shows and casinos. (Class 41) Resort hotel services. (Class 43)
Penn National Gaming, Inc.	SILVER SCREEN CASINO	75/463,102	04/06/98	USA	Provide casino style gaming facilities, entertainment in the nature of conducting horse races
Penn National Gaming, Inc.	PLAYERS' CHOICE	75/756,164	07/15/99	USA	Entertainment, namely conducting horse races
Penn National Gaming, Inc.	DESIGN (SILKS & SUITS B&W)	76/395,980	04/16/2002	USA	Slot machines and video lottery terminals. (Class 9) Clothing, namely, t-shirts, sweatshirts, sweatpants, sweaters, hats, visors and golf shirts. (Class 25) Entertainment in the nature of slot machines, horse races, dog races, nightclubs, variety and comedy shows and casinos. (Class 41) Resort hotel services. (Class 43)

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Penn National Gaming, Inc.	PRIZEFACTA	76/434,260	07/25/02	USA	Advertising and promotional services in connection with sweepstakes and other promotions for patrons at horse racing, wagering and gaming facilities. (Class 35) Entertainment services, namely conducting sweepstakes and other promotions for patrons of horse racing, wagering and gaming facilities. (Class 41)
Penn National Gaming, Inc.	PRIZEFACTA & DESIGN	76/434,262	07/25/02	USA	Advertising and promotional services in connection with sweepstakes and other promotions for patrons at horse racing, wagering and gaming facilities. (Class 35) Entertainment services, namely conducting sweepstakes and other promotions for patrons of horse racing, wagering and gaming facilities. (Class 41)
Penn National Gaming, Inc.	SLOT CITY	76/434,261	07/25/02	USA	Entertainment services, namely providing a venue for patrons to play slot machines and video lottery terminals and other games of chance. (Class 41)

SCHEDULE ONE

Pennsylvania National Turf Club, Inc. Trademarks

Pennsylvania National Turf Club, Inc.	THE WORLD SERIES OF HANDICAPPING	1,104,969	Registered: 10/24/78	USA	Conducting thoroughbred race horse handicapping contests. (Class 41)
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SCHEDULE ONE

Hollywood Casino Corporation

Hollywood Casino Corporation	HOLLYWOOD MARQUEE	1,904,686	07/11/95	USA	Preferred customer incentive programs for casinos through the use of an identification card. (Class 41)
Hollywood Casino Corporation	HOLLYWOOD SCREEN TEST	1,904,687	07/11/95	USA	Preferred customer incentive programs for casinos through the use of an identification card. (Class 41)
Hollywood Casino Corporation	HOLLYWOOD SCREEN TEST & Design	1,928,914	10/24/95	USA	Preferred customer incentive programs for casinos through the use of an identification card. (Class 41)
Hollywood Casino Corporation	HOLLYWOOD CASINO (Stylized)	1,949,319	01/16/96	USA	Hotel services. (Class 42)
Hollywood Casino Corporation	FAIRBANKS	1,974,466	05/21/96	USA	Restaurant and bar services. (Class 42)
Hollywood Casino Corporation	HOLLYWOOD MARQUEE and Design	1,990,629	08/06/96	USA	Preferred customer incentive programs for casinos through the use of an identification card. (Class 41)
Hollywood Casino Corporation	ADVENTURE SLOTS (Stylized)	2,043,723	03/11/97	USA	Casino services. (Class 41)
Hollywood Casino Corporation	ADVENTURE SLOTS & DESIGN Supplemental Register	2,049,113	04/01/97	USA	Casino services. (Class 7)
Hollywood Casino Corporation	ADVENTURE SLOTS (Stylized)	2,050,964	04/08/97	USA	Casino services. (Class 41)
Hollywood Casino Corporation	ADVENTURE SLOTS	2,101,971	09/30/97	USA	Casino services. (Class 41)
Hollywood Casino Corporation	HOLLYWOOD CASINO & DESIGN	2,256,306	06/29/99	USA	Casinos. (Class 41) Restaurant and bar services; and hotel services. (Class 42)
Hollywood Casino Corporation	HOLLYWOOD CASINO & DESIGN	2,256,307	06/29/99	USA	Casinos. (Class 41) Restaurant and bar services; and hotel services. (Class 42)

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Hollywood Casino Corporation	HOLLYWOOD CASINO & DESIGN	2,256,308	06/29/99	USA	Casinos. (Class 41) Restaurant and bar services; and hotel services. (Class 42)
Hollywood Casino Corporation	HOLLYWOOD CASINO & DESIGN	2,268,074	08/10/99	USA	Casinos. (Class 41) Restaurant and bar services; and hotel services. (Class 42)
Hollywood Casino Corporation	HOLLYWOOD CASINO	1,851,759	08/30/94	USA	Casino Services. (Class 41)
Hollywood Casino Corporation	HOLLYWOOD EPIC BUFFET	1,902,030	06/27/95	USA	Restaurant Services. (Class 42)
Hollywood Casino Corporation	HOLLYWOOD EPIC BUFFET & DESIGN	1,903,176	07/04/95	USA	Restaurant Services. (Class 42)
Hollywood Casino Corporation	HOLLYWOOD CASINO	1,903,858	07/04/95	USA	Hotel Services. (Class 42)

Applications:

Hollywood Casino Corporation	HOLLYWOOD CASINO HOTEL	74/479,112	01/13/94	USA	Casinos. (Class 41) Restaurant and bar services; and hotel services. (Class 42)
Hollywood Casino Corporation	HOLLYWOOD CASINO STUDIO STORE	74/687,479	06/12/95	USA	Retail video store. (Class 42)
Hollywood Casino Corporation	HOLLYWOOD STUDIO WORLD	75/063,112	02/26/96	USA	Retail store services featuring clothing, hats, umbrellas, towels, beverageware, bags, books, posters, videos, movies, and gifts. (Class 42)
Hollywood Casino Corporation	HOLLYWOOD MARQUEE PREMIER	76/391,596	04/04/02	USA	Preferred customer incentive programs for casinos through the use of an identification card. (Class 41)

Schedule 1

Mark	Serial No.	Goods/Services	Application Filing Date:
SPA AT THE BAY	78/521,039	Spa services and cosmetic body care services, namely facials and skin care treatments; manicures, pedicures; wax treatments; massages; body exfoliation treatments; bath treatments; and salon services, namely hair cuts, styling, permanents, coloring and hair treatments (Class 44)	06/06/03
SPA AT THE BAY & Design	78/521,040	Spa services and cosmetic body care services, namely facials and skin care treatments; manicures, pedicures; wax treatments; massages; body exfoliation treatments; bath treatments; and salon services, namely hair cuts, styling, permanents, coloring and hair treatments (Class 44)	06/06/03
VIDEO POKER PARLOUR	78/521,041	Casino services (Class 41)	06/06/03
VIDEO POKER PARLOUR & Design	78/521,038	Casino services (Class 41)	06/06/03
PENNY HEAVEN	78/521,037	Casino services (Class 41)	06/06/03
PENNY HEAVEN & Design	78/521,038	Casino services (Class 41)	06/06/03

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EXHIBIT A

SILVER SCREEN CASINO, Serial No. 76/489,523, filed February 14, 2003, for casinos
(Class 41).

CHARLES TOWN RACES, Serial No. 76/499,822, filed March 24, 2003, for
entertainment services providing gaming facilities for patrons to play slot machines and video lottery
terminals and other games of chance, and conducting horse racing (Class 41).

CHARLES TOWN RACES & SLOTS, Serial No. 76/499,823, filed March 24, 2003, for
entertainment services, providing gaming facilities for patrons to play slot machines and video lottery
terminals and other games of chance, and conducting horse racing (Class 41).