

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Security Agreement

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
ARGOSY GAMING COMPANY		10/03/2005	CORPORATION: DELAWARE
PENN NATIONAL GARMING INC		10/03/2005	CORPORATION: PENNSYLVANIA
PENNSYLVANIA NATIONAL TURF CLUB, INC.		10/03/2005	CORPORATION: PENNSYLVANIA
HOLLYWOOD CASINO CORPORATION		10/03/2005	CORPORATION: DELAWARE
LOUISIANA CASINO CRUISES, INC		10/03/2005	CORPORATION: LOUISIANA
BSL, INC		10/03/2005	CORPORATION: MISSISSIPPI
BTN, INC		10/03/2005	CORPORATION: MISSISSIPPI

RECEIVING PARTY DATA

Name:	DEUTSCHE BANK TRUST COMPANY
Street Address:	60 WALL STREET
Internal Address:	AMERICAS, AS COLLATERAL AGENT
City:	NEW YORK
State/Country:	NEW YORK
Postal Code:	10005
Entity Type:	COLLATERAL AGENT:

PROPERTY NUMBERS Total: 133

Property Type	Number	Word Mark
Registration Number:	2252848	ACES SHOWROOM
Registration Number:	1929892	ARGOSY
Registration Number:	2009878	ARGOSY \$100
Registration Number:	2211438	ARGOSY CASINO \$100
Registration Number:	2658779	ARGOSY CASINO & HOTEL EVERYONE LOVES A WINNER!
Registration Number:	1933105	BELLE OF BATON ROUGE CASINO AT CATFISH TOWN

CH \$3340.00 2252848

Registration Number:	1933104	BELLE OF BATON ROUGE
Registration Number:	1931500	BELLE OF BATON ROUGE CASINO AT CATFISH TOWN
Registration Number:	1958696	ARGOSY PREFERRED
Registration Number:	2607061	ARGOSYCASINOS.COM
Registration Number:	2140595	BELLES & BEAUS
Registration Number:	2165988	BELLES & BEAUS THE 50 AND BETTER SENIOR CLUB
Registration Number:	2887053	DIFFERENT BY DESIGN
Registration Number:	2102174	EMPRESS
Registration Number:	2220630	EMPRESS
Registration Number:	2177009	EMPRESS
Registration Number:	2196824	EMPRESS
Registration Number:	2196822	E M P R E S S
Registration Number:	2190220	EMPRESS CASINO
Registration Number:	2731506	EMPRESS PREFERRED
Registration Number:	2670968	EYE, HI AND GOODBYE!
Registration Number:	2668407	EYE HI AND GOODBYE ARGOSY
Registration Number:	2723184	FRIENDS & NEIGHBORS SERVING FRIENDS AND NEIGHBORS
Registration Number:	2615222	HIT IT AT THE BELLE!
Registration Number:	2674816	IT PAYS TO BE PREFERRED
Registration Number:	2548565	IT'S THE BEST GAME IN TOWN
Registration Number:	2221276	LEPRECHAUNS AND LINGUINI
Registration Number:	2306011	LOUISIANA'S ENTERTAINMENT CAPITAL
Registration Number:	2099242	LOUISIANA'S ENTERTAINMENT CAPITOL
Registration Number:	2041700	MILLION DOLLAR MANIA
Registration Number:	2407215	MORE FUN FOR YOUR MONEY
Registration Number:	2804638	QUICKTIX
Registration Number:	2255922	RUMBLE ON THE RIVER ARGOSY CASINO
Registration Number:	2233802	THE BISTRO AT THE RIVERBEND
Registration Number:	2852873	THE BEST GAME IN TOWN
Registration Number:	2417562	THERE'S A NEW GAME IN TOWN
Registration Number:	2496007	WE'VE GOT A YOU ATTITUDE
Registration Number:	2516806	WHY PLAY ANYWHERE ELSE?
Registration Number:	2304034	YOU BELONG AT THE BELLE ARGOSY'S
Registration Number:	1931461	ALTON BELLE

Registration Number:	1937003	ALTON BELLE
Registration Number:	1935362	BELLE OF SIOUX CITY
Registration Number:	1938410	BELLE OF SIOUX CITY CASINO
Registration Number:	1935361	BELLE OF SIOUX CITY
Registration Number:	1938409	BELLE OF SIOUX CITY CASINO
Registration Number:	2107523	EMPRESS
Registration Number:	2037357	EMPRESS
Registration Number:	2306951	
Registration Number:	2619283	SUPER PAY ROYALS
Registration Number:	2336284	YOU CAN NEVER HAVE TOO MUCH FUN
Registration Number:	2338737	YOUR NIGHTLIFE WILL NEVER BE THE SAME!
Registration Number:	1104969	THE WORLD SERIES OF HANDICAPPING
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:	2948776	TUSCANY STEAKS & SEAFOOD
Registration Number:	2948775	TUSCANY STEAKS & SEAFOOD
Registration Number:	2760089	JACKPOT JAVA
Registration Number:	2754239	JACKPOT JAVA
Registration Number:	2760088	JOURDAN RIVER GRILLE
Registration Number:	2762675	JOURDAN RIVER GRILLE
Registration Number:	2835865	
Registration Number:	2812219	
Registration Number:	2788308	PRIZEFECTA
Registration Number:	2788309	PRIZEFECTA
Registration Number:	2839908	SPA AT THE BAY
Registration Number:	2839909	S SPA AT THE BAY
Registration Number:	2885761	CHARLES TOWN RACES & SLOTS
Registration Number:	2967797	VIDEO POKER PARLOUR
Registration Number:	2734926	BET ON ROUGE
Registration Number:	2576713	GET TO THE ROUGE
Registration Number:	2572128	GOT FUN FEVER

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:	1851759	HOLLYWOOD CASINO
Registration Number:	1902030	HOLLYWOOD EPIC BUFFET
Registration Number:	1903176	HOLLYWOOD EPIC BUFFET
Registration Number:	1903858	HOLLYWOOD CASINO
Registration Number:	2844138	HOLLYWOOD CASINO STUDIO STORE
Registration Number:	2695351	HOLLYWOOD'S MARQUEE PREMIER
Serial Number:	76604792	ARGOSY
Serial Number:	76616430	THE JOURNEY
Serial Number:	76613016	LET'S GO
Serial Number:	76613014	LET YOURSELF GO
Serial Number:	76616428	LUCK HAPPENS HERE
Serial Number:	76616588	LUCKY FOR YOU
Serial Number:	76574453	
Serial Number:	76613022	SHUCKS ON THE LEVEE
Serial Number:	76574452	TITO
Serial Number:	76616429	YOUR LUCKY PLACE
Serial Number:	76172517	SUNDANCE CAFE
Serial Number:	76489523	SILVER SCREEN CASINO
Serial Number:	76566756	PLAYERS' CHOICE
Serial Number:	76566757	HOLLYWOOD RACES & SLOTS
Serial Number:	76620636	SLOTPLAY
Serial Number:	76624278	HOLLYWOOD SLOTS

Serial Number:	76624279	PENN NATIONAL CASINO
Serial Number:	76624280	PENN NATIONAL RACE COURSE & CASINO
Serial Number:	76624281	PENN NATIONAL RACES & CASINO
Serial Number:	76624282	HOLLYWOOD CASINO AT PENN NATIONAL
Serial Number:	76624283	HOLLYWOOD CASINO AT PENN NATIONAL GAMING
Serial Number:	78655218	FOUNTAINS OF CASH
Serial Number:	78669850	CLUB MAGIC
Serial Number:	78702280	HOLLYWOOD SLOTS PLAYER'S CLUB
Serial Number:	75063112	HOLLYWOOD STUDIO WORLD
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	

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 2: SUITE 3100
Address Line 4: NEW YORK, NEW YORK 10036

ATTORNEY DOCKET NUMBER:	646216-15 CM05500.97
NAME OF SUBMITTER:	INGRID ARBUCKLE
Signature:	/INGRID ARBUCKLE/

TRADEMARK

Date:

10/14/2005

Total Attachments: 22

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TRADEMARK SECURITY AGREEMENT

Trademark Security Agreement ("Trademark Security Agreement"), dated as of October 3, 2005, by Penn National Gaming, Inc. ("Borrower"), Argosy Gaming Company ("Argosy"), Pennsylvania National Turf Club, Inc. ("PTCI"), Louisiana Casino Cruises, Inc. ("LCCI"), Hollywood Casino Corporation ("HCC"), BSL, Inc. ("BSL"), and BTN, Inc. ("BTN") (Borrower, Argosy, PTCI, LCCI, HCC, BSL and BTN individually, a "Pledgor, and collectively, the "Pledgors"), in favor of DEUTSCHE BANK TRUST COMPANY AMERICAS, in its capacity as collateral agent pursuant to the Credit Agreement (in such capacity, the "Collateral Agent").

WITNESSETH:

WHEREAS, the Pledgors are parties to a Security Agreement dated as of the date hereof (as amended, amended and restated, supplemented or otherwise modified from time to time, the "Security Agreement") in favor of the Collateral Agent pursuant to which the Pledgors are required to execute and deliver this Trademark Security Agreement;

NOW, THEREFORE, in consideration of the premises and to induce the Collateral Agent, for the benefit of the Secured Parties, to enter into the Credit Agreement, the Pledgors hereby agree with the Collateral Agent as follows:

SECTION 1. Defined Terms. Unless otherwise defined herein, terms defined in the Security Agreement and used herein have the meaning given to them in the Security Agreement.

SECTION 2. Grant of Security Interest in Trademark Collateral. Each Pledgor hereby pledges and grants to the Collateral Agent for the benefit of the Secured Parties a lien on and security interest in and to all of such Pledgor's right, title and interest in, to and under all the following property, in each case wherever located and whether now owned or existing or hereafter owned, arising or acquired from time to time (collectively, the "Pledged Trademark Collateral"):

- (a) all Trademarks listed on Schedule I attached hereto;
- (b) all Trademark licenses listed on Schedule I attached hereto;
- (c) all Goodwill associated with such Trademarks; and
- (d) all Proceeds of any and all of the foregoing (other than Excluded Property and Excluded Collateral).

SECTION 3. Security Agreement. The security interest granted pursuant to this Trademark Security Agreement is granted in conjunction with the security interest granted to the Collateral Agent pursuant to the Security Agreement and Pledgors hereby acknowledge and affirm that the rights and remedies of the Collateral Agent with respect to the security interest in the Pledged Trademark Collateral made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein. In the event that any provision of this Trademark Security Agreement is deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall control unless the Collateral Agent shall otherwise determine.

SECTION 4. Termination. When all the Secured Obligations (other than contingent indemnification obligations which are not yet due and payable) have been paid in full and the Commitments of the Lenders to make any Loan shall have expired or terminated, the commitment of any L/C Lender to issue any Letter of Credit under the Credit Agreement shall have expired or terminated and all Letters of Credit have been terminated or cash collateralized or a replacement letter of credit (other than a Letter of Credit issued under the Credit Agreement) has been provided to the applicable L/C Lender(s) to the reasonable satisfaction of the applicable L/C Lender(s), in each case, in accordance with the provisions of the Credit Agreement and the Security Agreement has terminated in accordance with the provisions of the Security Agreement, the Collateral Agent shall execute, acknowledge, and deliver to the Pledgors an instrument in writing in recordable form releasing the collateral pledge, grant, assignment, lien and security interest in the Pledged Trademark Collateral. In addition to the foregoing, to the extent the Required Lenders (as defined in the Credit Agreement) waive the provisions of Section 10.05 of the Credit Agreement with respect to the sale of any Pledged Trademark Collateral, or any Pledged Trademark Collateral is sold as permitted by Section 10.05 of the Credit Agreement, so long as no Default or Event of Default exists, such Pledged Trademark Collateral (unless sold to Borrower or a Subsidiary Guarantor) shall be sold free and clear of the Liens created by the Security Agreement, this Trademark Security Agreement and the other Security Documents, and the Collateral Agent shall take all actions appropriate in order to effect the foregoing at the sole cost and expense of the Pledgors and without recourse or warranty by the Collateral Agent (including the execution and delivery of appropriate UCC-3 termination statements and such other instruments and releases as may be necessary and appropriate to effect such release).

SECTION 5. Counterparts. This Trademark Security Agreement may be executed in any number of counterparts, all of which shall constitute one and the same instrument, and any party hereto may execute this Trademark Security Agreement by signing and delivering one or more counterparts.


SECTION 6. GOVERNING LAW. THIS TRADEMARK SECURITY AGREEMENT SHALL BE GOVERNED BY, AND SHALL BE CONSTRUED AND ENFORCED IN ACCORDANCE WITH, THE LAWS OF THE STATE OF NEW YORK.

[Signature pages follow]

IN WITNESS WHEREOF, each Pledgor has caused this Trademark Security Agreement to be executed and delivered by its duly authorized officer as of the date first set forth above.

PENN NATIONAL GAMING, INC.,
BSL, INC.
BTN, INC.
HOLLYWOOD CASINO CORPORATION
LOUISIANA CASINO CRUISES, INC.
PENNSYLVANIA NATIONAL TURF CLUB,
INC.
ARGOSY GAMING COMPANY


for each of the foregoing entities

By: 
Name: Robert S. Ippolito
Title: Treasurer

Accepted and Agreed:

DEUTSCHE BANK TRUST COMPANY AMERICAS,
as Collateral Agent

By: 
Name: **Mary Kay Coyle**
Title: **Managing Director**

By: 
Name: _____
Title: _____

SCHEDULE I
to
TRADEMARK SECURITY AGREEMENT

**TRADEMARK REGISTRATIONS,
TRADEMARK APPLICATIONS
AND
TRADEMARK LICENSES**

TRADEMARKS :

Trademark Registrations:

OWNER	MARK	REGISTRATION NUMBER	REGISTRATION DATE	COUNTRY/STATE	DESCRIPTION
Argosy Gaming Company	ACES SHOWROOM	2232848	06/15/1999	United States	Entertainment, namely, live musical performances. (Class 41)
Argosy Gaming Company	ARGOSY	1929892	10/24/1995	United States	Casino gaming services. (Class 41)
Argosy Gaming Company	ARGOSY \$100 & Design	2009878	10/22/1996	United States	Promoting the goods and services of others through the distribution of incentive club cards for use with slot machines and table games, whereby each card holder accumulates points based on slot machine usage, and level of table play, said points redeemable for merchandise and travel awards. (Class 35)

OWNER	MARK	REGISTRATION NUMBER	REGISTRATION DATE	COUNTRY/STATE	DESCRIPTION
Argosy Gaming Company	ARGOSY CASINO \$100 & Design	2211438	12/15/1998	United States	Casino gaming services. (Class 41)
Argosy Gaming Company	ARGOSY CASINO & HOTEL EVERYONE LOVES A WINNER!	2658779	12/10/2002	United States	Casino gaming services. (Class 41)
Argosy Gaming Company	BELLE OF BATON ROUGE CASINO AT CATFISH TOWN & Design	1933105	11/07/1995	United States	Casino gaming services. (Class 41)
Argosy Gaming Company	BELLE OF BATON ROUGE	1933104	11/07/1995	United States	Restaurant and bar services. (Class 42)
Argosy Gaming Company	BELLE OF BATON ROUGE AT CATFISH TOWN & Design	1931500	10/31/1995	United States	Restaurant and bar services. (Class 42)
Argosy Gaming Company	ARGOSY PREFERRED	1958696	02/27/1996	United States	Promoting the goods and services of others through the distribution of incentive club cards for use with slot machines and table games, whereby each card holder accumulates points based on slot machine usage, said points redeemable for merchandise and travel awards. (Class 35)
Argosy Gaming Company	ARGOSYCASINOS.COM	2607061	08/13/2002	United States	Casino gaming services. (Class 41)
Argosy Gaming Company	BELLES & BEAUS	2140595	03/03/1998	United States	Social club for senior citizens. (Class 42)
Argosy Gaming Company	BELLES & BEAUS THE 50 AND BETTER SENIOR CLUB	2165988	06/16/1998	United States	Social club for senior citizens. (Class 42)

OWNER	MARK DIFFERENT BY DESIGN	REGISTRATION NUMBER	EXPIRATION DATE	COUNTRY/STATE	DESCRIPTION
Argosy Gaming Company	DIFFERENT BY DESIGN	2887053	09/21/2004	United States	Casino gaming services. (Class 41)
Argosy Gaming Company	EMPRESS	2102174	09/30/1997	United States	Hotel services. (Class 42)
Argosy Gaming Company	EMPRESS	2220630	01/26/1999	United States	Pens; pencils and playing cards. (Class 16)
Argosy Gaming Company	EMPRESS	2177009	07/28/1998	United States	Clothing, namely, T-shirts, sweat shirts, sweat shorts, tank tops, hats and jackets. (Class 25)
Argosy Gaming Company	EMPRESS	2196824	10/20/1998	United States	Casino services, not including dinner cruise ship services. (Class 41)
Argosy Gaming Company	EMPRESS (Stylized)	2196822	10/20/1998	United States	Casino services, not including dinner cruise ship services. (Class 41)
Argosy Gaming Company	EMPRESS CASINO	2190220	09/22/1998	United States	Casino services. (Class 41)
Argosy Gaming Company	EMPRESS PREFERRED	2731506	07/01/2003	United States	Promoting the goods and services of others through the distribution of incentive club cards for use with slot machines and table games, whereby each card holder accumulates points based on slot machine usage, said points redeemable for merchandise and travel awards. (Class 35)
Argosy Gaming Company	EYE, HI AND GOODBYE!	2670968	01/07/2003	United States	Casino gaming services (Class 41)

OWNER	MARK	REGISTRATION NUMBER	REGISTRATION DATE	COUNTRY/STATE	DESCRIPTION
Argosy Gaming Company	EYE, HI AND GOODBYE ARGOSY & Design	2668407	12/31/2002	United States	Customer services in the field of casino gaming. (Class 35)
Argosy Gaming Company	FRIENDS & NEIGHBORS SERVING FRIENDS AND NEIGHBORS & Design	2723184	06/10/2003	United States	Charitable fund raising services rendered in relation to the applicant's other gaming services, but excluding charitable fund raising services rendered in the field of lung disease and lung cancer (Class 36); charitable services, namely, food drives and blood drives. (Class 42)
Argosy Gaming Company	HIT IT AT THE BELLE!	2615222	09/03/2002	United States	Casino gaming services. (Class 41)
Argosy Gaming Company	IT PAYS TO BE PREFERRED	2674816	01/14/2003	United States	Promoting the goods and services of others through the distribution of incentive club cards for use with slot machines and table games, whereby each card holder accumulates points based on slot machine usage, said points redeemable for merchandise and travel. (Class 35)
Argosy Gaming Company	IT'S THE BEST GAME IN TOWN	2548565	03/12/2002	United States	Casino gaming services (Class 41)

OWNER	MARK	REGISTRATION NUMBER	REGISTRATION DATE	COUNTRY/STATE	DESCRIPTION
Argosy Gaming Company	LEPRECHAUNS AND LINGUINI	2221276	02/02/1999	United States	Organizing community festivals featuring a variety of activities, namely, live musical performances, ethnic dances, ethnic foods and ethnic crafts. (Class 41)
Argosy Gaming Company	LOUISIANA'S ENTERTAINMENT CAPITAL	2306011	01/04/2000	United States	Casino gaming services and entertainment services in the nature of performances by live musical groups. (Class 41)
Argosy Gaming Company	LOUISIANA'S ENTERTAINMENT CAPITOL	2099242	09/23/1997	United States	Casino gaming services and entertainment services in the nature of performances by live musical groups. (Class 41)
Argosy Gaming Company	MILLION DOLLAR MANIA & Design	2041700	03/04/1997	United States	Casino gaming services and entertainment services in the nature of performances by live musical groups. (Class 41)
Argosy Gaming Company	MORE FUN FOR YOUR MONEY	2407215	11/21/2000	United States	Casino gaming services. (Class 41)
Argosy Gaming Company	QUICKTIX	2804638	1/13/2004	United States	Casino gaming services. (Class 41)
Argosy Gaming Company	RUMBLE ON THE RIVER ARGOSY CASINO & Design	2255922	06/22/1999	United States	Entertainment in the nature of a boxing exhibition. (Class 41)
Argosy Gaming Company	THE BISTRO AT THE RIVERBEND	2233802	03/23/1999	United States	Restaurant and bar services. (Class 42)
Argosy Gaming Company	THE BEST GAME IN TOWN	2852873	06/15/2004	United States	Casino gaming services. (Class 41)
Argosy Gaming Company	THERE'S A NEW GAME IN TOWN	2417562	01/02/2001	United States	Casino gaming services. (Class 41)

OWNER	MARK	REGISTRATION NUMBER	REGISTRATION DATE	COUNTRY/STATE	DESCRIPTION
Argosy Gaming Company	WE'VE GOT A YOU AT-TITUDE	2496007	10/09/2001	United States	Casino gaming services. (Class 41)
Argosy Gaming Company	WHY PLAY ANYWHERE ELSE?	2516806	12/11/2001	United States	Casino gaming services. (Class 41)
Argosy Gaming Company	YOU BELONG AT THE BELLE ARGOSY'S & Design	2304034	12/28/1999	United States	Casino gaming services. (Class 41)
Argosy Gaming Company	ALTON BELLE	1931461	10/31/1995	United States	Casino gaming services. (Class 41)
Argosy Gaming Company	ALTON BELLE	1937003	11/21/1995	United States	Restaurant and bar services. (Class 42)
Argosy Gaming Company	BELLE OF SIOUX CITY	1933362	11/14/1995	United States	Restaurant and bar services. (Class 42)
Argosy Gaming Company	BELLE OF SIOUX CITY CASINO & Design	1938410	11/28/1995	United States	Restaurant and bar services. (Class 42)
Argosy Gaming Company	BELLE OF SIOUX CITY	1933361	11/14/1995	United States	Casino gaming services. (Class 41)
Argosy Gaming Company	BELLE OF SIOUX CITY CASINO & Design	1938409	11/28/1995	United States	Casino gaming services. (Class 41)
Argosy Gaming Company	EMPRESS	2107523	10/21/1997	United States	Casino services. (Class 41)
Argosy Gaming Company	EMPRESS	2037357	02/11/1997	United States	Casino services; excluding those rendered on a cruise ship. (Class 41)

OWNER	MAKE	REGISTRATION NUMBER	REGISTRATION DATE	COUNTRY/STATE	DESCRIPTION
Argosy Gaming Company	MISCELLANEOUS DESIGN (WOMAN WITH EXTENDED HAIR)	2306951	01/11/2000	United States	Retail store services featuring novelties and souvenir items (Class 35); casino services; casino services offered to preferred customers identified by cards; casino services featuring incentive awards and guest recognition for frequent casino patrons in the nature of discounts and free goods and services by means of accumulating points on an electronic card through gaming play (Class 41); hotel services and restaurant services. (Class 42)
Argosy Gaming Company	SUPER PAY ROYALS	2619283	09/17/2002	United States	Gaming devices, namely, video poker machines. (Class 9)
Argosy Gaming Company	YOU CAN NEVER HAVE TOO MUCH FUN	2336284	03/28/2000	United States	Casino services. (Class 41)
Argosy Gaming Company	YOUR NIGHTLIFE WILL NEVER BE THE SAME!	2338737	04/04/2000	United States	Night club. (Class 42)
Pennsylvania National Turf Club, Inc.	THE WORLD SERIES OF HANDICAPPING	1,104,969	Registered: 10/24/78 Registration Renewed, 10/24/98	United States	Conducting thoroughbred race horse handicapping contests. (Class 41)
Perm National Gaming, Inc.	TELEBET (Supplemental Register)	2,574,633	05/28/2002	United States	Wagering services, namely, acceptance and cashing of wagers by telephone. (Class 36)

OWNER	MARK	REGISTRATION NUMBER	REGISTRATION DATE	COUNTRY/STATE	DESCRIPTION
Penn National Gaming, Inc.	SILVER SCREEN GAMING	2,579,039	06/11/2002	United States	Provide casino style gaming facilities; entertainment in the nature of conducting horse races. (Class 41)
Penn National Gaming, Inc.	PLAYERS' CHOICE	2,634,200	10/15/2002	United States	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	01/21/2003	United States	Restaurant and bar services. (Class 43)
Penn National Gaming, Inc.	BIENVILLE'S BAY BUFFET & Design	2,677,756	01/21/2003	United States	Restaurant and bar services. (Class 43)
Penn National Gaming, Inc.	WHEN YOU'RE READY TO PLAY	2,677,758	01/21/2003	United States	Casino services. (Class 41)
Penn National Gaming, Inc.	TUSCANY STEAKS & SEAFOOD	2948776	05/10/2005	United States	Restaurant and bar services. (Class 43)
Penn National Gaming, Inc.	TUSCANY STEAKS & SEAFOOD & Design	2948775	05/10/2005	United States	Restaurant and bar services. (Class 43)
Penn National Gaming, Inc.	JACKPOT JAVA	2760089	09/02/2003	United States	Restaurant services; take out restaurant services. (Class 43)
Penn National Gaming, Inc.	JACKPOT JAVA & Design	2754239	08/19/2003	United States	Restaurant services; take out restaurant services. (Class 43)
Penn National Gaming, Inc.	JOURDAN RIVER GRILLE	2760088	09/02/2003	United States	Restaurant and bar services. (Class 43)
Penn National Gaming, Inc.	JOURDAN RIVER GRILLE & Design	2762675	09/09/2003	United States	Restaurant and bar services. (Class 43)

OWNER	MARK	REGISTRATION NUMBER	REGISTRATION DATE	COUNTRY/STATE	DESCRIPTION
Penn National Gaming, Inc.	DESIGN (SILKS & SUITS - COLOR)	2835865	04/27/2004	United States	Clothing, namely, t-shirts, sweatshirts, sweatpants, sweaters, hats, visors and golf shirts. (Class 25) Entertainment in the nature of horse races, night clubs, variety and comedy shows and casinos, gaming facilities featuring slot machines and video lottery terminals. (Class 41); Resort hotel services. (Class 43)
Penn National Gaming, Inc.	DESIGN (SILKS & SUITS B&W)	2812219	02/10/2004	United States	Clothing, namely, t-shirts, sweatshirts, sweatpants, sweaters, hats, visors and golf shirts. (Class 25) Entertainment in the nature of horse races, night clubs, variety and comedy shows and casinos, gaming facilities featuring slot machines and video lottery terminals. (Class 41); Resort hotel services. (Class 43)
Penn National Gaming, Inc.	PRIZE/FECTA	2788308	12/02/2003	United States	Promoting horse races and gaming by providing incentives in the nature of sweepstakes 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)

OWNER	MARK	REGISTRATION NUMBER	REGISTRATION DATE	COUNTRY/STATE	DESCRIPTION
Penn National Gaming, Inc.	PRIZEFECTA & Design	2788309	12/02/2003	United States	Promoting horse races and gaming by providing incentives in the nature of sweepstakes 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.	SPA AT THE BAY	2839908	05/11/2004	United States	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)
Penn National Gaming, Inc.	S SPA AT THE BAY & Design	2839909	05/11/2004	United States	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)

OWNER	MARK	REGISTRATION NUMBER	REGISTRATION DATE	COUNTRY/STATE	DISPOSITION
Penn National Gaming, Inc.	CHARLES TOWN RACES & SLOTS	2885761	09/21/2004	United States	Providing gaming facilities for patrons to play slot machines and video lottery terminals and other games of chance; entertainment, namely conducting horse races. (Class 41)
Penn National Gaming, Inc.	VIDEO POKER PARLOUR & Design	2967797	07/12/2005	United States	Casino services. (Class 41)
Louisiana Casino Cruises, Inc.	BET ON ROUGE	2734926	07/08/2003	United States	Casino services (Class 41)
Louisiana Casino Cruises, Inc.	GET TO THE ROUGE	2576713	04/02/2002	United States	Casino services (Class 41)
Louisiana Casino Cruises, Inc.	GOT FUN FEVER	2572128	05/21/2002	United States	Casino services (Class 41)
Hollywood Casino Corporation	HOLLYWOOD MAR-QUEE	1904686	07/11/1995	United States	Preferred customer incentive programs for casinos through the use of an identification card. (Class 41)
Hollywood Casino Corporation	HOLLYWOOD SCREEN TEST	1904687	07/11/1995	United States	Preferred customer incentive programs for casinos through the use of an identification card. (Class 41)
Hollywood Casino Corporation	HOLLYWOOD SCREEN TEST & Design	1928914	10/24/1995	United States	Preferred customer incentive programs for casinos through the use of an identification card. (Class 41)
Hollywood Casino Corporation	HOLLYWOOD CASINO (Stylized)	1949319	01/16/1996	United States	Hotel services. (Class 42)
Hollywood Casino Corporation	FAIRBANKS	1974466	05/21/1996	United States	Restaurant and bar services. (Class 42)

OWNER	MARK	REGISTRATION NUMBER	REGISTRATION DATE	COUNTRY/STATE	DESCRIPTION
Hollywood Casino Corporation	HOLLYWOOD MAR-QUEE & Design	1990629	08/06/1996	United States	Preferred customer incentive programs for casinos through the use of an identification card. (Class 41)
Hollywood Casino Corporation	ADVENTURE SLOTS (Stylized)	2043723	03/11/1997	United States	Casino services. (Class 41)
Hollywood Casino Corporation	ADVENTURE SLOTS (Stylized)	2050964	04/08/1997	United States	Casino services. (Class 41)
Hollywood Casino Corporation	ADVENTURE SLOTS	2101971	09/30/1997	United States	Casino services. (Class 41)
Hollywood Casino Corporation	HOLLYWOOD CASINO & Design	2256306	06/29/1999	United States	Restaurant and bar services; and hotel services. (Class 42)
Hollywood Casino Corporation	HOLLYWOOD CASINO & Design	2256307	06/29/1999	United States	Casinos. (Class 41)
Hollywood Casino Corporation	HOLLYWOOD CASINO & Design	2256308	06/29/1999	United States	Casinos. (Class 41) Restaurant and bar services; and hotel services. (Class 42)
Hollywood Casino Corporation	HOLLYWOOD CASINO & Design	2268074	08/10/1999	United States	Casinos. (Class 41)
Hollywood Casino Corporation	HOLLYWOOD CASINO	1851759	08/30/1994	United States	Casino Services. (Class 41)
Hollywood Casino Corporation	HOLLYWOOD EPIC BUFFET	1902030	Registration Renewed, 08/30/2004	United States	Restaurant Services. (Class 42)
Hollywood Casino Corporation	HOLLYWOOD EPIC BUFFET & Design	1903176	06/27/1995	United States	Restaurant Services. (Class 42)
Hollywood Casino Corporation	HOLLYWOOD CASINO	1903858	07/04/1995	United States	Hotel Services. (Class 42)
Hollywood Casino Corporation	HOLLYWOOD CASINO STUDIO STORE	2844138	05/25/2004	United States	Retail video store. (Class 42)

OWNER	MARK	REGISTRATION NUMBER	REGISTRATION DATE	COUNTRY/STATE	DESCRIPTION
Hollywood Casino Corporation	HOLLYWOOD'S MAR-QUEE PREMIER	2693351	03/11/2003	United States	Preferred customer incentive programs for casinos through the use of an identification card. (Class 41)

Applications

Argosy Gaming Company	ARGOSY & Design	76604792	07/29/2004	United States	Casino gaming services. (Class 41)
Argosy Gaming Company	THE JOURNEY	76616430	10/18/2004	United States	Restaurant services. (Class 43)
Argosy Gaming Company	LET'S GO	76613016	09/20/2004	United States	Casino entertainment services. (Class 41)
Argosy Gaming Company	LET YOURSELF GO	76613014	09/20/2004	United States	Casino entertainment services. (Class 41)
Argosy Gaming Company	LUCK HAPPENS HERE	76616428	10/18/2004	United States	Casino entertainment services. (Class 41)
Argosy Gaming Company	LUCKY FOR YOU	76616588	10/18/2004	United States	Casino services. (Class 41)
Argosy Gaming Company	Miscellaneous Design (Poker Chip with Face)	76574453	02/09/2004	United States	Casino gaming services. (Class 41)
Argosy Gaming Company	SHUCKS ON THE LEVEE & Design	76613022	09/20/2004	United States	Restaurant services. (Class 43)
Argosy Gaming Company	TITO & Design	76574452	02/09/2004	United States	Casino gaming services. (Class 41)

OWNER	TRADEMARK	SERIAL NUMBER	APPROXIMATE DATE OF REGISTRATION	COUNTRY OF ORIGIN	DESCRIPTION
Argosy Gaming Company	YOUR LUCKY PLACE	76616429	10/18/2004	United States	Casino entertainment services. (Class 41)
Penn National Gaming, Inc.	SUNDANCE CAFE	76172517	11/29/2000	United States	Restaurant and bar services. (Class 42)
Penn National Gaming, Inc.	SILVER SCREEN CASINO	76489523	02/14/2003	United States	Casinos. (Class 41)
Penn National Gaming, Inc.	PLAYERS' CHOICE	76566756	12/22/2003	United States	Clothing, namely T-shirts, polo shirts, sweaters, windbreakers, sweatshirts and hats (Class 25); Entertainment services in the nature of conducting sweepstakes games in which patrons of horse racing, wagering and gaming facilities may win prizes. (Class 41)
Penn National Gaming, Inc.	HOLLYWOOD RACES & SLOTS	76566757	12/22/2003	United States	Entertainment in the nature of horse races and gaming facilities featuring slot machines, video lottery terminals and table games. (Class 41)
Penn National Gaming, Inc.	SLOTPLAY	76620636	11/12/2004	United States	Incentive and player tracking system for patrons of slot machines. (Class 41)
Penn National Gaming, Inc.	HOLLYWOOD SLOTS	76624278	12/13/2004	United States	Providing gaming facilities for patrons to play slot machines and video lottery terminals and other games of chance. (Class 41)

Penn National Gaming, Inc	PENN NATIONAL CASINO	76624279	12/13/2004	United States	Entertainment in the nature of horse races, nightclubs, variety and comedy shows and casinos; gaming facilities featuring slot machines and video lottery terminals. (Class 41)
Penn National Gaming, Inc.	PENN NATIONAL RACE COURSE & CASINO	76624280	12/13/2004	United States	Entertainment in the nature of horse races, nightclubs, variety and comedy shows and casinos; gaming facilities featuring slot machines and video lottery terminals. (Class 41)
Penn National Gaming, Inc.	PENN NATIONAL RACES & CASINO	76624281	12/13/2004	United States	Entertainment in the nature of horse races, nightclubs, variety and comedy shows and casinos; gaming facilities featuring slot machines and video lottery terminals. (Class 41)
Penn National Gaming, Inc.	HOLLYWOOD CASINO AT PENN NATIONAL	76/624282	12/13/2004	United States	Entertainment in the nature of horse races, nightclubs, variety and comedy shows and casinos; gaming facilities featuring slot machines and video lottery terminals. (Class 41)
Penn National Gaming, Inc.	HOLLYWOOD CASINO AT PENN NATIONAL GAMING	76/624283	12/13/2004	United States	Entertainment in the nature of horse races, nightclubs, variety and comedy shows and casinos; gaming facilities featuring slot machines and video lottery terminals. (Class 41)

OWNER	TRADEMARK	SERIAL NUMBER	REGISTRATION DATE	COUNTRY	CLASSIFICATION
Penn National Gaming, Inc.	FOUNTAINS OF CASH & Design	78/655218	06/21/2005	United States	Casino services. (Class 41)
Penn National Gaming, Inc.	CLUB MAGIC	78669850	07/13/2005	United States	Casino services. (Class 41)
Penn National Gaming, Inc.	HOLLYWOOD SLOTS PLAYERS CLUB	78702280	8/29/2005	United States	Preferred customer incentive programs for patrons of gaming facilities featuring slot machines, video lottery terminals and other games of chance through the use of an identification card. (Class 41)
Hollywood Casino Corporation	HOLLYWOOD STUDIO WORLD	75/063112	2/26/1996	United States	Retail store services featuring clothing, hats, umbrellas, towels, beverageware, bags, books, posters, videos, movies and gifts.

TRADEMARK LICENSES:

1. License Agreement entered into as of August 8, 2000 between Pinnacle Entertainment Corp. (successor in interest to Casino Magic Corp.) and BSL, Inc., as amended. (See below for list of trademarks)
2. License Agreement entered into as of August 8, 2000 between Boomtown, Inc. and BSL, Inc., as amended. (See below for list of trademarks)
3. License agreement dated March 6, 2000 (to be effective January 1, 2000) between Hollywood Chamber of Commerce and Hollywood Casino Corporation, with respect to the license by Hollywood Chamber of Commerce to Hollywood Casino Corporation of certain rights in and to the Hollywood sign.
4. License Agreement dated November 16, 1994, between Hollywood Casino Corporation and Hollywood Casino-Aurora, Inc., with respect to the license of Hollywood trademarks by Hollywood Casino Corporation to Hollywood Casino-Aurora, Inc.
5. License Agreement dated November 16, 1994, between Hollywood Casino Corporation and HWCC-Tunica, Inc. (as assignee of Summit Tunica Partnership), with respect to the license of Hollywood trademarks by Hollywood Casino Corporation to HWCC-Tunica, Inc.

Trademarks Which May be Used by BSL, Inc. Pursuant to License Agreement:

Casino Magic Corp.	NOTIONS & PO-TIONS	2,258,752	07/06/1999	USA	Gift shop services (Class 35)
Casino Magic Corp.	THE AMAZING RANDOLPH'S	2,140,898	03/03/1998	USA	Restaurant services (Class 42)
Casino Magic Corp.	ABRACADABRA'S	2,140,834	03/03/1998	USA	Restaurant services (Class 42)
Casino Magic Corp.	THE BRIDGES	2,121,569	12/16/1997	USA	Providing golf club services and facilities (Class 41)
Casino Magic Corp.	CASINO MAGIC GETAWAYS	1,978,158	06/14/1996	USA	Public air charter services (Class 39)
Casino Magic Corp.	A CUT ABOVE	1,840,960	06/21/1994	USA	Entertainment in the nature of Casinos (Class 41)
Casino Magic Corp.	MAGIC MONEY	2,117,148	12/02/1997	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	07/13/1993	USA	Entertainment in the nature of casinos (Class 41)

Trademarks Which May be Used by BTN, Inc. Pursuant to License Agreement:

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)
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OWNER	MARK	CLASS	REGISTRATION DATE	RENEWAL DATE	STATUS	CLASSIFICATION
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)
Pinnacle Entertainment 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)
Pinnacle Entertainment, Inc.	BOOMTOWN	1,866,988	12/13/04	Renewed 05/17/05	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)
Pinnacle Entertainment, Inc.	Design [stagecoach]	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)