

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Ameristar Casinos, Inc.		11/08/2005	CORPORATION: NEVADA

**RECEIVING PARTY DATA**

<b>Name:</b>	Deutsche Bank Trust Company Americas
<b>Street Address:</b>	60 Wall Street
<b>City:</b>	New York
<b>State/Country:</b>	NEW YORK
<b>Postal Code:</b>	10005
<b>Entity Type:</b>	Collateral Agent:

**PROPERTY NUMBERS Total: 34**

Property Type	Number	Word Mark
Registration Number:	2697230	AMERISTAR
Registration Number:	1971539	AMERISTAR CASINO
Registration Number:	2132916	AMERISTAR CASINO
Registration Number:	2113356	AMERISTAR CASINO
Registration Number:	2282601	AMERISTAR CASINO*HOTEL
Registration Number:	1924202	THE BRIGHTEST STAR ON THE RIVER
Registration Number:	2520214	MORE CASINO. MORE FUN.
Registration Number:	2520213	SOARING WITH EXCELLENCE
Registration Number:	2462148	YOUR BEST CHANCE
Registration Number:	2722259	MORE CASINO MORE FUN
Registration Number:	2828742	PLATINUM PLAYERS CLUB CARD
Registration Number:	2864010	PRAIRIE MILL CAFE & BAKERY
Registration Number:	2845639	STAR AWARDS
Registration Number:	2755075	STARFLIGHT ACADEMY

CH \$865.00 2697230

Registration Number:	2872601	47 PORT STREET GRILL
Registration Number:	2890661	WATERFRONT GRILL
Serial Number:	76312987	PLAYERS KNOW
Registration Number:	2972739	KING CAT CLUB
Registration Number:	2872602	HI-VI ARCADE
Registration Number:	2922348	FALCON DINER
Registration Number:	2915917	AMERISPORTS BAR & GRILL
Registration Number:	2922349	BOTTLENECK BLUES BAR
Registration Number:	2307343	BUGGATI'S LITTLE ITALY CAFE
Registration Number:	2324727	PANCHO VILLA'S CANTINA
Registration Number:	2996509	LANDMARK BUFFET
Registration Number:	2996508	MERK & TYLER COMPANY
Serial Number:	76569518	DRAFT CHOICE SPECIAL
Serial Number:	76569517	HARD BALL DARK
Serial Number:	76569516	KNOCK OUT BLOND
Serial Number:	76569515	1/2 COURT LIGHT
Serial Number:	76569519	RED ZONE LAGER
Serial Number:	76569503	RESORT.CASINO.GETWAY.
Serial Number:	76605626	AMERISTAR CARES
Serial Number:	76622760	SCATTERGRESSIVES

**CORRESPONDENCE DATA**

Fax Number: (212)354-8113  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 2128198928  
Email: enunn@whitecase.com  
Correspondent Name: White & Case LLP  
Address Line 1: 1155 Avenue of the Americas  
Address Line 2: Attn: Elizabeth A. Nunn  
Address Line 4: New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER:	11040310256 (AMERISTAR)
NAME OF SUBMITTER:	Elizabeth A. Nunn
Signature:	/Elizabeth A. Nunn/
Date:	12/16/2005

Total Attachments: 6

**TRADEMARK**  
**REEL: 003212 FRAME: 0182**

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**GRANT OF SECURITY INTEREST  
IN UNITED STATES TRADEMARKS**

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, AMERISTAR CASINOS, INC., a Nevada corporation (the "Grantor") with principal offices at 3773 Howard Hughes Parkway, Suite 490S, Las Vegas, Nevada 89109, hereby grants to DEUTSCHE BANK TRUST COMPANY AMERICAS, as Collateral Agent, with principal offices at 60 Wall Street, New York, New York 10005, (the "Grantee"), a continuing security interest in (i) all of the Grantor's right, title and interest in, to and under to the United States trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto, (ii) all Proceeds (as such term is defined in the Security Agreement referred to below) and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

THIS GRANT is made to secure the satisfactory performance and payment of all the Obligations of the Grantor, as such term is defined in the Security Agreement among the Grantor, the other assignors from time to time party thereto and the Grantee, dated as of November 10, 2005 (as amended, modified, restated and/or supplemented from time to time, the "Security Agreement"). Upon the occurrence of the Termination Date (as defined in the Security Agreement), the Grantee shall execute, acknowledge, and deliver to the Grantor an instrument in writing releasing the security interest in the Marks acquired under this Grant.

This Grant has been granted in conjunction with the security interest granted to the Grantee under the Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the  
8<sup>th</sup> day of November, 2005.

AMERISTAR CASINOS, INC., Grantor

By: 

Name: Thomas M. Steinbauer

Title: Senior Vice President of Finance,  
Chief Financial Officer,  
Treasurer and Secretary

STATE OF CLARK            )  
  ) ss:  
COUNTY OF NEVADA        )

On this 8<sup>th</sup> day of November, 2005, before me personally came Thomas M. Steinbauer, who being duly sworn, did depose and say that he is Senior Vice President of Finance, Chief Financial Officer, Treasurer and Secretary of AMERISTAR CASINOS, INC., that he is authorized to execute the foregoing Grant on behalf of said corporation and that he did so by authority of the Board of Directors of said corporation.

JENNIFER JOY WILKIN  
NOTARY PUBLIC  
STATE OF NEVADA  
PRINCIPLE OFFICE IN CLARK COUNTY  
MY APPOINTMENT EXPIRES DECEMBER 31, 2005  
NO: 02-73030-1

  
\_\_\_\_\_  
Notary Public  
*Jennifer Wilkin*  
*my commission expires 12/31/2005*

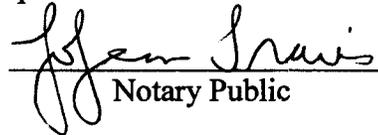
DEUTSCHE BANK TRUST COMPANY  
AMERICAS  
as Collateral Agent and Grantee

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

By *B. Casey*  
Name: **Brenda Casey**  
Title: **Vice President**

STATE OF NEW YORK    )  
                                  ) ss.:  
COUNTY OF NEW YORK )

On this 9<sup>th</sup> day of November, 2005, before me personally came MARY KAY COYLE and BRENDA CASEY who, being by me duly sworn, did state as follows: that they are MANAGING DIR. and VICE PRESIDENT of Deutsche Bank Trust Company Americas, that they are authorized to execute the foregoing Grant on behalf of said corporation and that they did so by authority of the Board of Directors of said corporation.

  
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Notary Public

**JOJEAN TRAVIS**  
Registration No. 01TR5013241  
New York County  
July 15, 2007

## SCHEDULE A

MARK	REG. NO./SERIAL NO.	REG. DATE/FILING DATE
AMERISTAR	2,697,230	03-18-03
AMERISTAR CASINO	1,971,539	04-30-96
AMERISTAR CASINO	2,132,916	01-27-98
AMERISTAR CASINO (LOGO)	2,113,356	11-18-97
AMERISTAR CASINO*HOTEL (LOGO)	2,282,601	10-05-99
THE BRIGHTEST STAR ON THE RIVER	1,924,202	10-03-95
MORE CASINO. MORE FUN	2,520,214	06-15-01
SOARING WITH EXCELLENCE	2,520,213	12-18-01
YOUR BEST CHANCE	2,462,148	06-19-01
MORE CASINO. MORE FUN	2,722,259	06-03-03
PLATINUM PLAYERS CLUB CARD	2,828,742	04-06-04
PRAIRIE MILL CAFE & BAKERY	2,864,010	07-20-04
STAR AWARDS	2,845,639	05-25-04
STARFLIGHT ACADEMY	2,755,075	08-26-03
47 PORT STREET GRILL	2,872,601	08-10-04
WATERFRONT GRILL	2,890,661	10-05-04
PLAYERS KNOW	76/312,987	09-17-01
KING CAT CLUB	2,972,739	07-19-05
HI-VI ARCADE	2,872,602	08-10-04
FALCON DINER	2,922,348	02-01-05
AMERISPORTS BAR & GRILL	2,915,917	01-04-05
BOTTLENECK BLUES BAR	2,922,349	02-01-05
BUGGATI'S LITTLE ITALY CAFÉ	2,307,343	01-11-00
PANCHO VILLA'S CANTINA	2,324,727	02-29-00
LANDMARK BUFFET	2,996,509	09-20-05
MERK & TYLER COMPANY	2,996,508	09-20-05
DRAFT CHOICE SPECIAL	76/569,518	12-29-03
HARD BALL DARK	76/569,517	12-29-03
KNOCK OUT BLOND	76/569,516	12-29-03
1/2 COURT LIGHT	76/569,515	12-29-03
RED ZONE LAGER	76/569,519	12-29-03
RESORT.CASINO.GETAWAY	76/569,503	12-29-03
AMERISTAR CARES	76/605,626	08-04-04
SCATTERGRESSIVES	76/622,760	12-01-04