

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Statutory Conversion

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Lake at Las Vegas Joint Venture		06/18/2007	PARTNERSHIP: NEVADA

RECEIVING PARTY DATA

Name:	Lake at Las Vegas Joint Venture, LLC
Street Address:	1600 Lake Las Vegas Parkway
City:	Henderson
State/Country:	NEVADA
Postal Code:	89011
Entity Type:	LIMITED LIABILITY COMPANY: NEVADA

PROPERTY NUMBERS Total: 12

Property Type	Number	Word Mark
Registration Number:	1752891	LAKE LAS VEGAS
Registration Number:	1840100	LAKE LAS VEGAS
Registration Number:	1752890	LAKE LAS VEGAS
Registration Number:	1853323	LAKE LAS VEGAS
Registration Number:	2496368	LAKE LAS VEGAS RESORT
Registration Number:	2329913	
Registration Number:	2224592	MONTE LAGO
Registration Number:	2862843	MONTELAGO VILLAGE
Serial Number:	78822329	RAINBOW CANYON
Registration Number:	2339178	REFLECTION BAY
Registration Number:	3049900	STARS ON THE LAKE
Registration Number:	2878282	THE FALLS GOLF CLUB

CORRESPONDENCE DATA

CH \$315.00 1752891

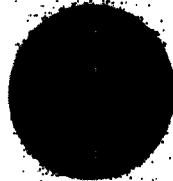
Fax Number: (310)282-2200
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 3102822000 Ext. 2108
Email: dgrace@loeb.com
Correspondent Name: David W. Grace
Address Line 1: 10100 Santa Monica Boulevard
Address Line 2: Suite 2200
Address Line 4: Los Angeles, CALIFORNIA 90067-4120

ATTORNEY DOCKET NUMBER:	005608-42339
NAME OF SUBMITTER:	David W. Grace
Signature:	/David W. Grace/
Date:	06/21/2007

Total Attachments: 6
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STATE OF NEVADA

ROSS MILLER
Secretary of State



SCOTT W. ANDERSON
Deputy Secretary
for Commercial Recordings

OFFICE OF THE
SECRETARY OF STATE

Filing Acknowledgement

June 18, 2007

Job Number	Limited Liability Company Number	
C20070618-1556	E0424072007-0	
Filing Description	Document Filing Number	Date/Time of Filing
Convert In	20070416449-87	June 18, 2007 11:39:22 AM
Limited Liability Company Name	Resident Agent	
LAKE AT LAS VEGAS JOINT VENTURE, LLC	STEVE SHAPIRO	

The attached document(s) were filed with the Nevada Secretary of State, Commercial Recordings Division. The filing date and time have been affixed to each document, indicating the date and time of filing. A filing number is also affixed and can be used to reference this document in the future.

Respectfully,

A handwritten signature in black ink, appearing to read "Ross Miller".

ROSS MILLER
Secretary of State

Commercial Recording Division
202 N. Carson Street
Carson City, Nevada 89701-4069
Telephone (775) 684-5708
Fax (775) 684-7138



ROSS MILLER
 Secretary of State
 204 North Carson Street, Ste 1
 Carson City, Nevada 89701-4299
 (775) 684 5798
 Website: secretaryofstate.biz

Articles of Conversion
 (PURSUANT TO NRS 92A.205)
 Page 1

Filed in the office of 	Document Number 20070416449-87
Ross Miller Secretary of State State of Nevada	Filing Date and Time 06/18/2007 11:39 AM
	Entity Number E0424072007-0

USE BLACK INK ONLY - DO NOT HIGHLIGHT

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Articles of Conversion
 (Pursuant to NRS 92A.205)

1. Name and jurisdiction of organization of constituent entity and resulting entity:

Lake at Las Vegas Joint Venture
 Name of constituent entity

Nevada
 Jurisdiction

General Partnership
 Entity type *

and,

Lake at Las Vegas Joint Venture, LLC
 Name of resulting entity

Nevada
 Jurisdiction

Limited Liability Company
 Entity type *

2. A plan of conversion has been adopted by the constituent entity in compliance with the law of the jurisdiction governing the constituent entity.

3. Location of plan of conversion: (check one)

- The entire plan of conversion is attached to these articles.
- The complete executed plan of conversion is on file at the registered office or principal place of business of the resulting entity.
- The complete executed plan of conversion for the resulting domestic limited partnership is on file at the records office required by NRS 88.330.

* corporation, limited partnership, limited-liability limited partnership, limited-liability company or business trust.

This form must be accompanied by appropriate fees



ROSS MILLER
 Secretary of State
 204 North Carson Street, Ste 1
 Carson City, Nevada 89701-4299
 (775) 684 5708
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Articles of Conversion
 (PURSUANT TO NRS 92A.205)
Page 2

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4. Forwarding address where copies of process may be sent by the Secretary of State of Nevada (if a foreign entity is the resulting entity in the conversion):

Attn:

cb:

5. Effective date of conversion (optional) (not to exceed 90 days after the articles are filed pursuant to NRS 92A.240) * :

6. Signatures - must be signed by:

1. If constituent entity is a Nevada entity: an officer of each Nevada corporation; all general partners of each Nevada limited partnership or limited-liability limited partnership; a manager of each Nevada limited-liability company with managers or all the members if there are no managers; a trustee of each Nevada business trust; a managing partner of a Nevada limited-liability partnership (a.k.a.; general partnership governed by NRS chapter 87).
2. If constituent entity is a foreign entity: must be signed by the constituent entity in the manner provided by the law governing it.

LAKE AT LAS VEGAS JOINT VENTURE

Name of constituent entity

By: TransNeva Limited Partnership, a Nevada limited partnership, managing general partner

By: Transcontinental Properties, Inc., an Arizona corporation, general partner

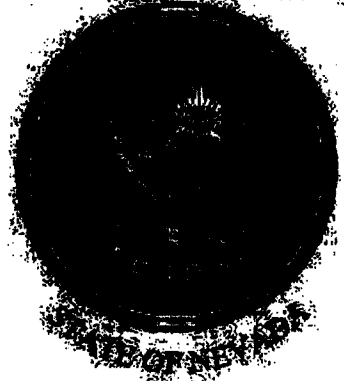
Signature  Title Vice President Date

* Pursuant to NRS 92A.205(4) if the conversion takes effect on a later date specified in the articles of conversion pursuant to NRS 92A.240, the constituent document filed with the Secretary of State pursuant to paragraph (b) subsection 1 must state the name and the jurisdiction of the constituent entity and that the existence of the resulting entity does not begin until the later date. This statement must be included within the resulting entity's articles.

Filing Fee \$350.00

This form must be accompanied by appropriate fees.

SECRETARY OF STATE



**LIMITED LIABILITY COMPANY CHARTER
(CONVERSION)**

I, ROSS MILLER, the Nevada Secretary of State, do hereby certify that LAKE AT LAS VEGAS JOINT VENTURE, LLC did on June 18, 2007, file in this office the Convert In and Articles of Organization for a Limited Liability Company, that said Articles are now on file and of record in the office of the Nevada Secretary of State, and further, that said Articles contain the provisions required by the laws governing Limited Liability Companies in the State of Nevada.

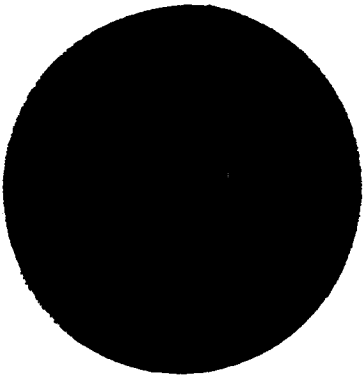
IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office on June 18, 2007.

Handwritten signature of Ross Miller.

ROSS MILLER
Secretary of State

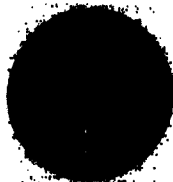
By Handwritten signature of the Certification Clerk.

Certification Clerk



STATE OF NEVADA

ROSS MILLER
Secretary of State



OFFICE OF THE
SECRETARY OF STATE

SCOTT W. ANDERSON
*Deputy Secretary
for Commercial Recordings*

Filing Acknowledgement

June 18, 2007

Job Number	Limited Liability Company Number	
C20070618-1556	E0424072007-0	
Filing Description	Document Filing Number	Date/Time of Filing
Articles of Organization	20070416450-19	June 18, 2007 11:39:22 AM
Limited Liability Company Name	Resident Agent	
LAKE AT LAS VEGAS JOINT VENTURE, LLC	STEVE SHAPIRO	

The attached document(s) were filed with the Nevada Secretary of State, Commercial Recordings Division. The filing date and time have been affixed to each document, indicating the date and time of filing. A filing number is also affixed and can be used to reference this document in the future.

Respectfully,

A handwritten signature in black ink, appearing to read "Ross Miller", written over a horizontal line.

ROSS MILLER
Secretary of State

Commercial Recording Division
202 N. Carson Street
Carson City, Nevada 89701-4069
Telephone (775) 684-5708
Fax (775) 684-7138



STATE OF NEVADA
DEPARTMENT OF TREASURY
DIVISION OF CORPORATIONS
1000 BANKERS BUILDING
CARSON CITY, NEVADA 89601

FILE IN THE OFFICE OF RECORDS & CLERK	STATE OF NEVADA CORPORATION ID: 20070418250-18
RECEIVED RECORDS OF THE STATE OF NEVADA	DATE RECEIVED 04/28/2007 11:39 AM
	FILE NUMBER 2007-002007-0

Articles of Organization
Limited Liability Company
PURSUANT TO NRS

1. NAME OF COMPANY	Lions for Vegas Slot Views, LLC		
2. JURISDICTION	State of Nevada		
3. PURPOSE	To engage in any lawful business for which members are permitted by law to organize.		
4. REGISTERED OFFICE	Company will be managed by <input checked="" type="checkbox"/> Member(s) or <input type="checkbox"/> Director(s) MEMBER(S) NAME ADDRESS CITY STATE ZIP 1820 Lake Las Vegas Parkway, Suite 201, Henderson, NV 89011 1115 South 200th Street, Las Vegas, NV 89103 NAME ADDRESS CITY STATE ZIP 1820 Lake Las Vegas Parkway, Suite 201, Henderson, NV 89011 1115 South 200th Street, Las Vegas, NV 89103		
5. MANAGEMENT	Name: _____ Address: _____ City: _____ State: _____ Zip: _____ 1820 Lake Las Vegas Parkway, Suite 201, Henderson, NV 89011		
7. OTHER INFORMATION	I, _____, Secretary of the State of Nevada, hereby certify that this is a true and correct copy of the Articles of Organization as filed for record in the Office of the Secretary of State of Nevada. _____ Secretary of State		

This document is subject to the provisions of NRS 93A.010.

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