

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
United Auburn Indian Community (also sometimes known as the United Auburn Indian Community of the Auburn Rancheria of California)		07/11/2008	Federally Recognized Indian Tribe: UNITED STATES

RECEIVING PARTY DATA

Name:	Wells Fargo Bank, N.A., as administrative agent
Street Address:	3800 Howard Hughes Pkwy 4th Floor
Internal Address:	Attn: Clark Wood, Sr. Vice President
City:	Las Vegas
State/Country:	NEVADA
Postal Code:	89109
Entity Type:	National Banking Association: UNITED STATES

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Registration Number:	3271096	FIND YOUR FORTUNE
Registration Number:	3151840	THUNDER BLITZ
Registration Number:	2872370	THUNDER VALLEY CASINO
Registration Number:	2872371	THUNDER VALLEY CASINO
Registration Number:	3024106	UNITED AUBURN INDIAN COMMUNITY THUNDER VALLEY CASINO
Registration Number:	3024107	UNITED AUBURN INDIAN COMMUNITY THUNDER VALLEY CASINO

CORRESPONDENCE DATA

Fax Number: (213)612-2499
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 213-612-2020

CH \$165.00 3271096

Email: lpartmann@orrick.com, rgalvan@orrick.com
Correspondent Name: Ramon Galvan
Address Line 1: 777 South Figueroa Street, Suite 3200
Address Line 2: Orrick, Herrington & Sutcliffe LLP
Address Line 4: Los Angeles, CALIFORNIA 90017-5855

ATTORNEY DOCKET NUMBER:	1696-424/1640
NAME OF SUBMITTER:	Ramon Galvan
Signature:	/Ramon Galvan/
Date:	08/04/2008

Total Attachments: 5

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GRANT OF SECURITY INTEREST

TRADEMARKS

THIS GRANT OF SECURITY INTEREST, dated as of July 11, 2008, is executed by the UNITED AUBURN INDIAN COMMUNITY (also sometimes known as the United Auburn Indian Community of the Auburn Rancheria of California), a federally recognized Indian tribe (the "Grantor"), in favor of WELLS FARGO BANK, NATIONAL ASSOCIATION, with an address of 3800 Howard Hughes Pkwy 4th Floor, Las Vegas, Nevada 89109, as the Administrative Agent (in such capacity, the "Administrative Agent") for the financial institutions which are from time to time parties to the Loan Agreement referred to in Recital A below (collectively, the "Lenders").

A. Pursuant to that certain Loan Agreement, dated as of July 11, 2008 (as amended, restated, supplemented or otherwise modified from time to time, the "Loan Agreement"), among the Grantor, the Lenders and Administrative Agent, the Lenders have agreed to extend loans and other financial accommodations to the Grantor upon the terms and subject to the conditions set forth therein.

B. The Grantor has adopted, used and is using the trademarks, more particularly described on Schedules 1-A and 1-B annexed hereto and made a part hereof, which trademarks are registered or subject to an application for registration in the United States Patent and Trademark Office (collectively, the "Trademarks").

C. The Grantor and other entities party thereto from time to time have entered into a Security Agreement, dated as of July 11, 2008 (as amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement") in favor of the Administrative Agent (for the ratable benefit of the Administrative Agent, the Lenders, any Affiliate of a Lender party to a Lender Rate Contract (as defined in the Loan Agreement)).

D. Pursuant to the Security Agreement, the Grantor has granted to the Administrative Agent (for the ratable benefit of the Administrative Agent, the Lenders, any Affiliate of a Lender party to a Lender Rate Contract (as defined in the Loan Agreement)) a security interest in all right, title and interest of the Grantor in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks and records related to the Trademarks and the applications and registrations thereof, and all proceeds thereof, including any and all causes of action which may exist by reason of infringement thereof (the "Collateral"), to secure the payment, performance and observance of the Secured Obligations, as defined in the Security Agreement.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Grantor does hereby further grant to the Administrative Agent a security interest in the Collateral to secure the prompt payment, performance and observance of the Secured Obligations.

The Grantor does hereby further acknowledge and affirm that the rights and remedies of the Administrative Agent with respect to the security interest in the Collateral granted hereby are

more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

Subject to Section 10 of the Security Agreement, this Grant of Security Interest shall terminate upon the satisfaction of the following two conditions: (i) the full, complete and final payment of the Secured Obligations (as defined in the Security Agreement) and (ii) the termination of the Commitment under the Loan Agreement. Upon such termination, Administrative Agent and Lenders shall, at the expense of Grantor, execute and deliver to Grantor a document in writing releasing their security interest in the Trademarks, if any such written document is so required in order to release such security interest.

This Grant of Security Interest is a Loan Document as defined in the Loan Agreement, and the sovereign immunity waiver, jurisdictional waivers and consents and other provisions of the Loan Agreement generally applicable to Loan Documents are applicable hereto and incorporated herein by this reference and this Grant of Security Interest shall be interpreted, construed and enforced as if all such provisions were set forth in full in this Grant of Security Interest.

The Administrative Agent's address is:

Wells Fargo Bank, National Association
3800 Howard Hughes Pkwy 4th Floor
Las Vegas, Nevada 89109
Attn: Clark Wood, Senior Vice President
Telephone: (702) 791-6351
Fax: (702) 791-6248

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IN WITNESS WHEREOF, the Grantor has caused this Grant of Security Interest to be executed as of the day and year first above written.

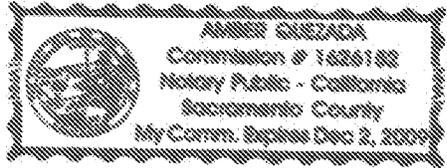
UNITED AUBURN INDIAN COMMUNITY
(also sometimes known as the United Auburn
Indian Community of the Auburn Rancheria of
California)

By: 
Name: Jessica Tavares
Title: Chairperson

ALL-PURPOSE ACKNOWLEDGMENT

STATE OF California)
 COUNTY OF Placer) ss.
 On July 9th 2008, before me, Amber Quezada, Notary Public
Date Name and Title of Officer (e.g. "Jane Doe, Notary Public")
 personally appeared Jessica Tavares
Name of Signer(s)

personally known to me – OR – proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



WITNESS my hand and official seal.

Amber Quezada
Signature of Notary Public

OPTIONAL

Though the data below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent reattachment of this form.

CAPACITY(IES) CLAIMED BY SIGNER(S)	DESCRIPTION OF ATTACHED DOCUMENT
<input type="checkbox"/> Individual <input type="checkbox"/> Corporate Officer	_____ Title or Type of Document
<input type="checkbox"/> Partner(s)	_____ Number of Pages
<input type="checkbox"/> Attorney-in-Fact <input type="checkbox"/> Trustee(s) <input type="checkbox"/> Guardian/Conservator <input type="checkbox"/> Other: _____	_____ Date of Document
Signer is Representing: Name of Person(s) or Entity(ies) _____ _____	_____ Signer(s) Other Than Named Above

SCHEDULE 1-A TO GRANT OF SECURITY INTEREST

TRADEMARKS

<u>Mark</u>	<u>Reg. Date</u>	<u>United States Reg. No.</u>
FIND YOUR FORTUNE	31-Jul-07	3271096
THUNDER BLITZ	03-Oct-06	3151840
THUNDER VALLEY CASINO	10-Aug-04	2872370
THUNDER VALLEY CASINO	10-Aug-04	2872371
UNITED AUBURN INDIAN COMMUNITY THUNDER VALLEY CASINO (and design)	06-Dec-05	3024106
UNITED AUBURN INDIAN COMMUNITY THUNDER VALLEY CASINO (and design)	06-Dec-05	3024107

SCHEDULE 1-B TO GRANT OF SECURITY INTEREST

TRADEMARK APPLICATIONS

<u>Mark</u>	<u>Filing Date</u>	<u>United States Application No.</u>
none		