

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Assignment and Assumption of Collateral Assignment at Reel/Frame 3212/0001

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Lehman Commercial Paper, Inc.		07/24/2009	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Barclays Bank PLC
Street Address:	200 Park Avenue
Internal Address:	Attn: Craig Malloy
City:	New York
State/Country:	NEW YORK
Postal Code:	10166
Entity Type:	LIMITED LIABILITY COMPANY: UNITED KINGDOM

PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
Serial Number:	74470562	BOOMTOWN
Serial Number:	75779262	BELTERRA
Serial Number:	75779516	BELTERRA
Serial Number:	76023457	BELTERRA CASINO RESORT
Serial Number:	76023458	BELTERRA CASINO RESORT
Serial Number:	76075269	CHAMPIONS CLUB
Serial Number:	76260953	RAISE YOUR EXPECTATIONS
Serial Number:	76602183	CASINO MAGIC
Serial Number:	76977691	L'AUBERGE DU LAC

CORRESPONDENCE DATA

Fax Number: (714)755-8290
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Email: ipdocket@lw.com

OP \$240.00 74470562

Correspondent Name: Latham & Watkins, Attn: Julie Dalke
Address Line 1: 650 Town Center Dr, 20th fl
Address Line 4: Costa Mesa, CALIFORNIA 92626

ATTORNEY DOCKET NUMBER:	030705-0060
NAME OF SUBMITTER:	Adam Kummins
Signature:	/Adam Kummins/
Date:	07/24/2009

Total Attachments: 3
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ASSIGNMENT AND ASSUMPTION (INTELLECTUAL PROPERTY)

Reference is made to that certain Second Amended and Restated Trademark Collateral Assignment (as amended, supplemented or otherwise modified from time to time, the "Assignment"), dated as of December 14, 2005, among Pinnacle Entertainment, Inc. and certain of its subsidiaries, collectively, as the "Grantors" under and as defined therein, and Lehman Commercial Paper Inc. (hereafter, "Existing Agent"), as the "Administrative Agent" and, recorded with the U.S. Patent and Trademark Office on December 16, 2005 at Reel/Frame No. 3212/0001.

Barclays Bank PLC has succeeded to all of the Existing Agent's rights and obligations as the "Administrative Agent", and the parties are executing this Assignment and Assumption to further evidence such succession with respect to the "Collateral" under and as defined in the Assignment.

Accordingly, effective as of July 24, 2009, the Existing Agent hereby irrevocably assigns, without recourse, to Barclays Bank PLC, as successor "Administrative Agent" (in such role, the "Successor Agent"), and Successor Agent hereby assumes, all of Existing Agent's rights and obligations as the "Administrative Agent" with respect to the Assignment, including, but not limited to, the security interest granted in the trademarks under the Assignment recorded with the U.S. Patent and Trademark Office at Reel/Frame No. 3212/0001.

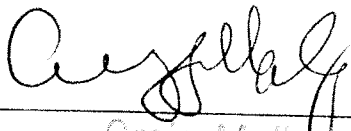
From and after the Effective Date, (a) the Successor Agent shall be a party to the Assignment and have the rights and obligations of the Administrative Agent thereunder and shall be bound by the provisions thereof, and (b) the Existing Agent shall relinquish its rights and be released from its obligations under the Assignment.

This Assignment and Assumption shall be governed by and construed in accordance with the laws of the State of New York.

[signature page follows]

IN WITNESS WHEREOF, the parties hereto have caused this Assignment and Assumption to be duly executed by their respective duly authorized representatives.

BARCLAYS BANK PLC,
as Successor Agent

By: 
Name: Craig Malloy
Title: Vice President

LEHMAN COMMERCIAL PAPER INC.,
as Existing Agent

By: _____
Name:
Title:

Signature Page to Assignment and Assumption (Intellectual Property)

TRADEMARK
REEL: 004031 FRAME: 0437

IN WITNESS WHEREOF, the parties hereto have caused this Assignment and Assumption to be duly executed by their respective duly authorized representatives.

BARCLAYS BANK PLC,
as Successor Agent

By: _____
Name:
Title:

LEHMAN COMMERCIAL PAPER INC.,
as Existing Agent

By: 
Name: Roopali Hall
Title: Authorized Signatory

Signature Page to Assignment and Assumption (Intellectual Property)