

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
M Holdings, LLC		10/11/2010	LIMITED LIABILITY COMPANY: NEVADA

**RECEIVING PARTY DATA**

Name:	The M Resort, LLC
Street Address:	12300 Las Vegas Boulevard South
City:	Las Vegas
State/Country:	NEVADA
Postal Code:	89044
Entity Type:	LIMITED LIABILITY COMPANY: NEVADA

**PROPERTY NUMBERS Total: 34**

Property Type	Number	Word Mark
Registration Number:	3667517	HOSTILE GRAPE
Registration Number:	3620634	HOSTILE GRAPE
Registration Number:	3661769	HOSTILE GRAPE WINE CELLAR BAR TASTING ROOM
Registration Number:	3661770	THE HOSTILE GRAPE WINE CELLAR BAR TASTING ROOM
Registration Number:	3620816	IMAGINE REWARDS
Registration Number:	3620814	IMAGINE REWARDS
Registration Number:	3844671	LIBIDO LOCO
Registration Number:	3844667	LIBIDO LOCO
Registration Number:	3667648	M
Registration Number:	3628876	M
Registration Number:	3411031	M
Registration Number:	3632946	M CAFE
Registration Number:	3512483	M IS FOR ME
Registration Number:	3627974	M RESORT · SPA · CASINO LAS VEGAS

CH \$865.00 3667517

Registration Number:	3627983	M RESORT · SPA · CASINO LAS VEGAS
Registration Number:	3664380	M RESORT · SPA · CASINO LAS VEGAS
Registration Number:	3544752	M RESORT · SPA · CASINO LAS VEGAS
Registration Number:	3747310	M RESORT · SPA · CASINO LAS VEGAS
Registration Number:	3686029	MARINELLI'S
Registration Number:	3624367	MARINELLI'S AUTHENTIC ITALIAN DISHES
Registration Number:	3620808	RAVELLO LOUNGE
Registration Number:	3620789	RAVELLO LOUNGE
Registration Number:	3628663	RED CUP CAFE
Registration Number:	3819818	RELAPSE
Registration Number:	3661673	STUDIO B BUFFET
Registration Number:	3685987	STUDIO B SHOW KITCHEN BUFFET
Registration Number:	3686091	STUDIO B SHOW KITCHEN BUFFET
Registration Number:	3687150	TERZETTO
Registration Number:	3686067	TERZETTO STEAK · SEAFOOD · SOCIAL
Registration Number:	3683084	THE JEWELRY BOX
Registration Number:	3620794	THE VIG DELI
Registration Number:	3620799	THE VÍG DELI "ODDS ARE YOU'LL LOVE IT!"
Registration Number:	3628657	VILLAGGIO BAR
Registration Number:	3624209	YOUR POINTS YOUR CHOICE

**CORRESPONDENCE DATA**

Fax Number: (702)382-8135  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 7023822101  
Email: lvpto@bhfs.com, knyquist@bhfs.com, jobermeyer@bhfs.com  
Correspondent Name: Kelley L. Nyquist  
Address Line 1: 100 N. City Parkway, Suite 1600  
Address Line 4: Las Vegas, NEVADA 89106

ATTORNEY DOCKET NUMBER:	12070MRESORT
NAME OF SUBMITTER:	Kelley L. Nyquist
Signature:	/Kelley L. Nyquist/
Date:	10/13/2010

Total Attachments: 4  
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**TRADEMARK**  
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**TRADEMARK**  
**REEL: 004295 FRAME: 0314**

ASSIGNMENT OF TRADEMARKS

WHEREAS, M Holdings, LLC, a limited liability company established under the laws of the state of Nevada, with an address at 12300 Las Vegas Boulevard South Henderson, Nevada 89044 (hereinafter "ASSIGNOR") in its own name and in the name of corporate predecessors and/or its wholly owned subsidiaries, has adopted, used and is the owner of the entire right, title and interest in and to certain trademarks, service marks and trade names, and registrations and pending applications therefor, identified and listed on Schedule A hereto and made a part hereof, (collectively, the "Scheduled Marks"), and the priority rights associated therewith; and

WHEREAS, the said ASSIGNOR desires to transfer, assign, convey, deliver, set over and vest all of said right, title and interest for the United States and worldwide unto and in The M Resort LLC, a limited liability company established under the laws of the state Nevada, with an address at 12300 Las Vegas Blvd., South, Henderson, Nevada 89044 (hereinafter "ASSIGNEE"); and

WHEREAS, ASSIGNEE desires to receive from ASSIGNOR all of said right, title and interests in the Scheduled Marks;


NOW THEREFORE, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, ASSIGNOR does hereby assign, convey, transfer, deliver, set over and vest to and in ASSIGNEE, its successors and assigns, absolutely and forever, its entire right, title and interest, whether statutory or common law, in and to the Scheduled Marks, and all the rights and privileges related thereto including but not limited to the priority rights arising from said application and mark, the right to recover and take all such proceedings as may be necessary for the recovery of damages or otherwise in respect of past, present and future infringement and dilution, together with that part of the goodwill of the business connected with the use of and symbolized by said Scheduled Marks throughout the world.


ASSIGNOR undertakes to duly execute those trademark assignment instruments or other documents necessary to record the transfer of title effected hereby.

IN WITNESS WHEREOF, Assignor and Assignee have caused these presents to be executed by their duly authorized officers or agents on this 11 day of OCTOBER, 2010.

ASSIGNEE: The M Resort LLC

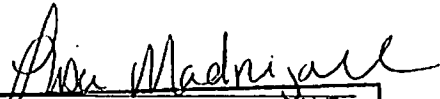
ASSIGNOR: M Holdings, LLC

By:   
Name: Anthony A. Marnell III  
Title: Manager

By:   
Name: Anthony A. Marnell III  
Title: Manager

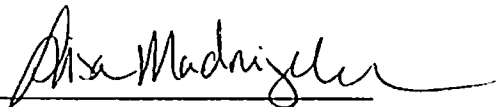
State of Nevada  
County of Clark

This instrument was acknowledged before me on this 11<sup>th</sup> day of October,  
2010 by Anthony A. Marnell III, an authorized representative and officer of M  
Holdings, LLC.

  
Notary Public LISA MADRIGALE  
NOTARY PUBLIC  
STATE OF NEVADA  
Appt. No. 02-77274-1  
My Appt. Expires Aug. 21, 2014

State of Nevada  
County of Clark

This instrument was acknowledged before me on this 11<sup>th</sup> day of October,  
2010 by Anthony A. Marnell III, an authorized representative and officer of The  
M Resort, LLC.

  
Notary Public  
LISA MADRIGALE  
NOTARY PUBLIC  
STATE OF NEVADA  
Appt. No. 02-77274-1  
My Appt. Expires Aug. 21, 2014

**EXHIBIT A**

<b>MARK</b>	<b>REGISTRATION NUMBER</b>	<b>DATE OF REGISTRATION</b>
HOSTILE GRAPE	3,667,517	August 11, 2009
HOSTILE GRAPE	3,620,634	May 12, 2009
HOSTILE GRAPE WINE CELLAR BAR TASTING ROOM (and splatter design)	3,661,769	July 28, 2009
THE HOSTILE GRAPE WINE CELLAR BAR TASTING ROOM (and grape design)	3,661,770	July 28, 2009
IMAGINE REWARDS (Stylized)	3,620,816	May 12, 2009
IMAGINE REWARDS (Stylized)	3,620,814	May 12, 2009
LIBIDO LOCO	3,844,671	September 7, 2010
LIBIDO LOCO (and design)	3,844,667	September 7, 2010
M (and color design)	3,667,648	August 11, 2009
M (Stylized)	3,628,876	May 26, 2009
M (Stylized)	3,411,031	April 8, 2008
M CAFÉ (Stylized)	3,632,946	June 2, 2009
M IS FOR ME	3,512,483	October 7, 2008
M RESORT SPA CASINO LAS VEGAS (Stylized)	3,627,974	May 26, 2009
M RESORT SPA CASINO LAS VEGAS (Stylized)	3,627,983	May 26, 2009
M RESORT SPA CASINO LAS VEGAS (Stylized)	3,664,380	August 4, 2009
M RESORT SPA CASINO LAS VEGAS (Stylized)	3,544,752	December 9, 2008
M RESORT SPA CASINO LAS VEGAS (Stylized)	3,747,310	February 9, 2010
MARINELLI'S	3,686,029	September 22, 2009

MARINELLI'S AUTHENTIC ITALIAN DISHES (and design)	3,624,367	May 19, 2009
RAVELLO LOUNGE	3,620,808	May 12, 2009
RAVELLO LOUNGE (and design)	3,620,789	May 12, 2009
RED CUP CAFÉ (and design)	3,628,663	May 26, 2009
RELAPSE	3,819,818	July 13, 2010
STUDIO B BUFFET	3,661,673	July 28, 2009
STUDIO B SHOW KITCHEN BUFFET (and design)	3,685,987	September 22, 2009
STUDIO B SHOW KITCHEN BUFFET (and design)	3,686,091	September 22, 2009
TERZETTO	3,687,150	September 22, 2009
TERZETTO STEAK SEAFOOD SOCIAL (and design)	3,686,067	September 22, 2009
THE JEWELRY BOX	3,683,084	September 15, 2009
THE VIG DELI	3,620,794	May 12, 2009
THE VIG DELI "ODDS ARE YOU'LL LOVE IT!" (and design)	3,620,799	May 12, 2009
VILLAGGIO BAR (and design)	3,628,657	May 26, 2009
YOUR POINTS YOUR CHOICE	3,624,209	May 19, 2009