

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
The M Resort LLC		02/17/2011	LIMITED LIABILITY COMPANY: NEVADA

RECEIVING PARTY DATA

Name:	LV Gaming Ventures, LLC
Street Address:	12300 Las Vegas Boulevard South
City:	Henderson
State/Country:	NEVADA
Postal Code:	89044
Entity Type:	LIMITED LIABILITY COMPANY: NEVADA

PROPERTY NUMBERS Total: 43

Property Type	Number	Word Mark
Registration Number:	3868185	DAYDREAM
Registration Number:	3874207	DAYDREAM
Registration Number:	3620634	HOSTILE GRAPE
Registration Number:	3667517	HOSTILE GRAPE
Registration Number:	3661769	HOSTILE GRAPE WINE CELLAR BAR TASTING ROOM
Registration Number:	3620814	IMAGINE REWARDS
Registration Number:	3620816	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:	3894290	M IS FOR ME

TRADEMARK

Registration Number:	3512483	M IS FOR ME
Registration Number:	3896121	M RESORT
Registration Number:	3896122	M RESORT
Registration Number:	3544752	M RESORT · SPA · CASINO LAS VEGAS
Registration Number:	3627983	M RESORT · SPA · CASINO LAS VEGAS
Registration Number:	3747310	M RESORT · SPA · CASINO LAS VEGAS
Registration Number:	3627974	M RESORT · SPA · CASINO LAS VEGAS
Registration Number:	3664380	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:	3661770	THE HOSTILE GRAPE WINE CELLAR BAR TASTING ROOM
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
Serial Number:	77456525	M IS FOR ME
Serial Number:	85168500	M RESORT
Serial Number:	77408846	MULTIPLIER MANIA
Serial Number:	77548476	VILLAGGIO DEL SOLE

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

Correspondent Name: Kelley L. Nyquist

TRADEMARK
REEL: 004566 FRAME: 0960

Address Line 1: 100 N. City Parkway, Suite 1600
Address Line 4: Las Vegas, NEVADA 89106

ATTORNEY DOCKET NUMBER:	13191
NAME OF SUBMITTER:	Kelley L. Nyquist
Signature:	/Kelley L. Nyquist/
Date:	06/21/2011

Total Attachments: 16

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TRADEMARK ASSIGNMENT AGREEMENT

THIS TRADEMARK ASSIGNMENT AGREEMENT ("Trademark Assignment"), dated as of May __, 2011, is made by M Holdings, LLC ("M Holdings"), M Resort LLC ("M Resort"), each of the Subsidiaries of M Resort (together with M Resort, "Sellers") in favor of LV Gaming Ventures, LLC ("Purchaser"), the purchaser of certain assets of Seller pursuant to an Asset Purchase Agreement, dated as of February 17, 2011 (the "Asset Purchase Agreement").

Under the terms of the Asset Purchase Agreement, Seller has conveyed, transferred and assigned to Purchaser, among other assets, certain intellectual property of Seller, and has agreed to execute and deliver this Trademark Assignment, for recording with national, federal and state government authorities including, but not limited to, with respect to registered trademarks and applications for the foregoing, the U.S. Patent and Trademark Office.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Seller agrees as follows:

1. Assignment. Seller has adopted, owns and is using, or in the case of its intent-to-use applications has a *bona fide* intent to use, the trademarks set forth in attached Schedule 2.1(f) in connection with the corresponding goods and/or services identified therein, and Seller hereby conveys, transfers and assigns to Purchaser all of Seller's right, title and interest in and to the following (the "IP Assets"):
 - (a) each of Seller's trademarks and federal trademark registrations set forth in Schedule 2.1(f) hereto, together with the goodwill of the business symbolized by the trademarks therein, and all issuances, extensions and renewals thereof;
 - (b) each of Seller's trademarks and pending trademark applications based on Seller's *bona fide* intent to use the marks in commerce in connection with the identified goods and/or services set forth in Schedule 2.1(f) hereto, together with that portion of Seller's business in connection with which it has a *bona fide* intent to use the marks, including the goodwill of the business symbolized by the mark and the ongoing business activities associated with the mark (the marks in Paragraphs 1(a) and 1(b) of this Trademark Assignment hereinafter collectively referred to as the "Trademarks"), provided that, with respect to only United States intent-to-use trademark applications and solely to the extent and during the period that the assignment thereof would impair, under applicable federal law, the registrability of such applications or the validity or enforceability of registrations issuing from such applications, the transfer of such applications hereunder shall not be effective until after such period has expired;

- (c) each of Seller's trademarks and Nevada state trademark registrations set forth in Schedule 2.1(f) hereto, together with the goodwill of the business symbolized by the trademarks therein, and all issuances, extensions and renewals thereof;
 - (d) all rights of any kind whatsoever of Seller accruing under any of the foregoing provided by applicable law of any jurisdiction, by international treaties and conventions and otherwise throughout the world;
 - (e) any and all royalties, fees, income, payments and other proceeds now or hereafter due or payable with respect to any and all of the foregoing; and
 - (f) any and all claims, with respect to any of the foregoing, for damages and injunctive relief for past, present and future infringement, dilution, misappropriation, violation, misuse, breach or default, with the right but no obligation to sue for such legal and equitable relief and to collect, or otherwise recover, any such damages.
2. Recordation. Seller authorizes the Commissioner for Trademarks and any other national, federal and state government officials to record and register this Trademark Assignment upon request by Purchaser.
 3. Terms of the Asset Purchase Agreement. Nothing contained in this Trademark Assignment shall be deemed to modify, supersede, enlarge or affect the rights of any person under the Asset Purchase Agreement. In the event of any conflict or inconsistency between the terms of the Asset Purchase Agreement and the terms hereof, the terms of the Asset Purchase Agreement shall govern.
 4. Counterparts. This Trademark Assignment may be executed in counterparts, each of which shall be deemed an original, but all of which together shall be deemed to be one and the same agreement. A signed copy of this Trademark Assignment delivered by facsimile, email or other means of electronic transmission shall be deemed to have the same legal effect as delivery of an original signed copy of this Trademark Assignment.
 5. Governing Law. This Trademark Assignment shall be governed by the laws of the State of Nevada.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, Seller has duly executed and delivered this Trademark Assignment as of the date first above written.

THE M RESORT LLC

By: *[Signature]*
Name:
Title:

M HOLDINGS, LLC

By: *[Signature]*
Name:
Title:

M RESORT PROPERTIES, LLC

By: *[Signature]*
Name:
Title:

M MANAGEMENT CORPORATION

By: *[Signature]*
Name:
Title:

M VISION, LLC

By: *Andy Wall*
Name:
Title:

M JOBS, LLC

By: *Andy Wall*
Name:
Title:

MHLG, LLC

By: *Andy Wall*
Name:
Title:

M PHARMACY, LLC

By: *Andy Wall*
Name:
Title:

M CONVENIENCE, LLC

By: *Andy Wall*
Name:
Title:

M LAND, LLC

By: *Andy Wall*
Name:
Title:

AGREED TO AND ACCEPTED:

LV GAMING VENTURES, LLC

By: _____
Name:
Title:

M VISION, LLC

By: _____
Name:
Title:

M JOBS, LLC

By: _____
Name:
Title:

MHLG, LLC

By: _____
Name:
Title:

M PHARMACY, LLC

By: _____
Name:
Title:

M CONVENIENCE, LLC

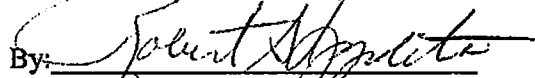
By: _____
Name:
Title:

M LAND, LLC

By: _____
Name:
Title:

AGREED TO AND ACCEPTED:

LV GAMING VENTURES, LLC


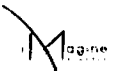
By: 
Name: Robert S. J. [unclear]
Title: Sec. & Treas.


SCHEDULE 2.1(f)

INTELLECTUAL PROPERTY


The M Resort, LLC Trademark Inventory as of January 26, 2011			
Nevada State Trademark Registrations			
Mark	Owner	Reg. No. Reg. Date	Class and Goods/Services
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
BABY CAKES	The M Resort LLC	E0192652009-1 April 2, 2009	Class 100 for Restaurant, coffee shop and gelato shop services
M RESORT	The M Resort LLC	E0598822009-2 November 10, 2009	Class 100 for Hotel casino
M RESORT	The M Resort LLC	E0598932009-5 November 10, 2009	Class 100 for Bar and restaurant services
MARINELLI'S	The M Resort LLC	E0192512009-5 April 2, 2009	Class 100 for Restaurant, bar and cocktail lounge services




PIAZZA GRILLE	The M Resort LLC	E0192542009-8 April 2, 2009	<i>Class 100</i> for Restaurant and bar services
SENIORSPLUS IMAGINE 6 LUCKY LOTTO	The M Resort LLC	E0231132010-0 May 4, 2010	<i>Class 107</i> for Casino services
SPA MIO	The M Resort LLC	E0192622009-8 April 2, 2009	<i>Class 100</i> for Spa services; Health club services; Hair salon, barbershop and nail care services; Cosmetician services
VICE SHOP	The M Resort LLC	E0192572009-1 April 2, 2009	<i>Class 101</i> for Retail store services


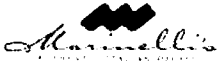
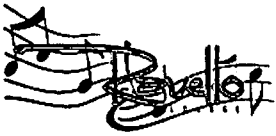

Federal Trademark Registrations and Applications			
Mark	Owner	Reg./Appl. No Reg./Appl Date.	Class and Goods/Services
DAYDREAM	The M Resort LLC	3,868,185 October 26, 2010	<i>Class 41</i> for Entertainment services, namely, conducting parties; Providing swimming pools
DAYDREAM	The M Resort LLC	3,874,207 November 9, 2010	<i>Class 43</i> for Bar and restaurant services; Cocktail lounges
HOSTILE GRAPE	The M Resort LLC	3,620,634 May 12, 2009	<i>Class 43</i> for Cocktail lounges; Restaurant and bar services; Sommelier services, namely, providing advice on wine and wine and food pairing
HOSTILE GRAPE	The M Resort LLC	3,667,517 August 11, 2009	<i>Class 35</i> for Retail store services
HOSTILE GRAPE WINE CELLAR BAR TASTING ROOM (and splatter design) 	The M Resort LLC	3,661,769 July 28, 2009	<i>Class 43</i> for Restaurant and bar services; Cocktail lounges; Sommelier services, namely, providing advice on wine and wine and food pairing
IMAGE REWARDS (stylized) 	The M Resort LLC	3,620,814 May 12, 2009	<i>Class 43</i> for Hotel, restaurant and bar services; customer loyalty programs that provide hotel, restaurant, and bar benefits to reward repeat customers

<p>IMAGINE REWARDS (stylized)</p> 	The M Resort LLC	3,620,816 May 12, 2009	<i>Class 41</i> for Casino services; operation of a frequent casino players' incentive program
LIBIDO LOCO	The M Resort LLC	3,844,671 September 7, 2010	<i>Class 41</i> for Entertainment in the nature of casino services; Night clubs
LIBIDO LOBO (and design)	The M Resort LLC	3,844,667 September 7, 2010	<i>Class 43</i> for Bar and cocktail lounge services
M (and color design sideways)	The M Resort LLC	3,667,648 August 11, 2009	<i>Class 43</i> for Cocktail lounges; Bar services
M (stylized)	The M Resort LLC	3,628,876 May 26, 2009	<i>Class 43</i> for Bar and restaurant services
M (stylized)	The M Resort LLC	3,411,031 April 8, 2008	<i>Class 43</i> for Hotel services
M CAFÉ (stylized)	The M Resort LLC	3,632,946 June 2, 2009	<i>Class 43</i> for Restaurant services




<p>M IS FOR ME</p>	<p>The M Resort LLC</p>	<p>3,894,290 December 21, 2010</p>	<p><i>Class 41</i> for Casinos; Conducting and providing facilities for special events featuring casino and gaming contests and tournaments; Entertainment in the nature of theater productions; Entertainment in the nature of visual and audio performances, and musical, variety, news and comedy shows; Entertainment, namely, live music concerts; Health club services, namely, providing equipment in the field of physical exercise; Night clubs; Providing facilities for recreation activities; Amusement arcades; Arranging for ticket reservations for shows and other entertainment events</p>
<p>M IS FOR ME</p>	<p>The M Resort LLC</p>	<p>77/456,525 April 23, 2008</p>	<p><i>Class 43</i> for Restaurant, bar and catering services; cocktail lounges; restaurant, hotel and bar services; namely, customer loyalty programs that provide hotel, restaurant, and bar benefits to reward repeat customers; arena services, namely, providing facilities for sports, concerts, conventions and exhibitions; providing travel agency services, namely, making reservations and bookings for temporary lodging, restaurants and meals</p>
<p>M IS FOR ME</p>	<p>The M Resort LLC</p>	<p>3,512,483 October 7, 2008</p>	<p><i>Class 43</i> for Hotel services; Providing convention facilities</p>

M RESORT	The M Resort LLC	3,896,121 December 28, 2010	<i>Class 41</i> for Casinos; Arranging for ticket reservations for shows and other entertainment events; Amusement arcades; Conducting and providing facilities for special events featuring casino and gaming contests and tournaments; Entertainment in the nature of visual and audio performances, and musical, variety, news and comedy shows; Entertainment in the nature of theater productions; Entertainment namely, live music concerts; Health club services, namely, providing equipment in the field of physical exercise; Night clubs; Providing facilities for recreation activities; Special event planning
M RESORT	The M Resort LLC	85/168,500 November 3, 2010	<i>Class 25</i> for Shirts, T-shirts
M RESORT	The M Resort LLC	3,896,122 December 28, 2010	<i>Class 43</i> for Hotel, bar and restaurant services
M RESORT SPA CASINO LAS VEGAS (stylized) 	The M Resort LLC	3,544,752 December 9, 2008	<i>Class 43</i> for Hotel, bar and restaurant services

<p>M RESORT SPA CASINO LAS VEGAS (stylized)</p> 	<p>The M Resort LLC</p>	<p>3,627,983 May 26, 2009</p>	<p><i>Class 35</i> for Retail clothing stores; Retail gift shops; Retail store services featuring a wide variety of consumer goods of others</p>
<p>M RESORT SPA CASINO LAS VEGAS (stylized)</p> 	<p>The M Resort LLC</p>	<p>3,747,310 February 9, 2010</p>	<p><i>Class 25</i> for Caps; Footwear; Golf shirts; Hats; Jackets; Pants; Polo shirts; Pullovers; Robes; Shirts; Shorts; slippers; T-shirts; Tank tops; Warm up suits</p>
<p>M RESORT SPA CASINO LAS VEGAS (stylized)</p> 	<p>The M Resort LLC</p>	<p>3,627,974 May 26, 2009</p>	<p><i>Class 41</i> for Casinos; Arranging for ticket reservations for shows and other entertainment events; Entertainment in the nature of theater productions; Entertainment in the nature of visual and audio performances, and musical, variety, news and comedy shows; Entertainment in the nature of music concerts; Amusement arcades; Movie theaters; Night clubs; Health club services, namely, providing equipment in the field of physical exercise; Providing facilities for recreation activities; Conducting and providing facilities for special events featuring casino and gaming contests and tournaments; Special event planning</p>

<p>M RESORT SPA CASINO LAS VEGAS (stylized)</p> 	The M Resort LLC	3,664,380 August 4, 2009	<i>Class 44</i> for Barbershops; Beauty salons; Health spa services, namely, cosmetic body care services; Massage; Tanning salons
MARINELLI'S	The M Resort LLC	3,686,029 September 22, 2009	<i>Class 33</i> for Wines
<p>MARINELLI'S AUTHENTIC ITALIAN DISHES (and design)</p> 	The M Resort LLC	3,624,367 May 19, 2009	<i>Class 43</i> for Restaurant and bar services; Cocktail lounges
MULTIPLIER MANIA	The M Resort LLC	77/408,846 February 28, 2008	<i>Class 41</i> for Entertainment in the nature of casino services
RAVELLO LOUNGE	The M Resort LLC	3,620,808 May 12, 2009	<i>Class 41</i> for Night clubs
<p>RAVELLO LOUNGE (and design)</p> 	The M Resort LLC	3,620,789 May 12, 2009	<i>Class 41</i> for Night clubs
<p>RED CUP CAFÉ (and design)</p> 	The M Resort LLC	3,628,663 May 26, 2009	<i>Class 43</i> for Bar and restaurant services

RELAPSE	The M Resort LLC	3,819,818 June 13, 2010	<i>Class 41</i> for Entertainment services, namely, conducting parties
STUDIO B BUFFET	The M Resort LLC	3,661,673 July 28, 2009	<i>Class 43</i> for Providing banquets and social function facilities for special occasions; Bar services; Cafeterias; Catering; Restaurant
STUDIO B SHOW KITCHEN BUFFET (and design)	The M Resort LLC	3,685,987 September 22, 2009	<i>Class 41</i> for Educational services, namely, providing seminars and courses in the field of cooking; entertainment services, namely, production of live television programs in the field of cooking
STUDIO B SHOW KITCHEN BUFFET (and design)	The M Resort LLC	3,686,091 September 22, 2009	<i>Class 43</i> for Bar services; cafeterias; catering; providing banquet and social function facilities for special occasions; restaurant
TERZETTO	The M Resort LLC	3,687,150 September 22, 2009	<i>Class 43</i> for Cocktail lounges; Restaurant and bar services
TERZETTO STEAK SEAFOOD SOCIAL (and design)	The M Resort LLC	3,686,067 September 22, 2009	<i>Class 43</i> for Cocktail lounges; Bar and restaurant services

<p>THE HOSTILE GRAPE WINE CELLAR BAR TASTING ROOM (and grape design)</p> 	<p>The M Resort LLC</p>	<p>3,661,770 July 28, 2009</p>	<p><i>Class 43</i> for Restaurant and bar services; Cocktail lounges; Sommelier services, namely, providing advice on wine and wine and food pairing</p>
<p>THE JEWELRY BOX</p>	<p>The M Resort LLC</p>	<p>3,683,084 September 15, 2009</p>	<p><i>Class 41</i> for Entertainment in the nature of casino services</p>
<p>THE VIG DELI</p>	<p>The M Resort LLC</p>	<p>3,620,794 May 12, 2009</p>	<p><i>Class 43</i> for Restaurant and bar services</p>
<p>THE VIG DELI "ODDS ARE YOU'LL LOVE IT!" (and design)</p> 	<p>The M Resort LLC</p>	<p>3,620,799 May 12, 2009</p>	<p><i>Class 43</i> for Restaurant and bar services</p>
<p>[REDACTED SECTION]</p>			
<p>VILLAGGIO BAR (and design)</p> 	<p>The M Resort LLC</p>	<p>3,628,657 May 26, 2009</p>	<p><i>Class 43</i> for Cocktail lounges; Restaurant and bar services</p>

VILLAGGIO DEL SOLE	The M Resort LLC	77/548,476 August 15, 2008	<i>Class 41</i> for Amusement arcades; Amusement parks; Arranging and conducting athletic competitions; Arranging for ticket reservations for shows and other entertainment events; Entertainment in the nature of variety, news and comedy shows; Figure salons; Gymnasiums; Health club services, namely, providing instruction and equipment in the field of physical exercise; Movie theaters; Museums; Night clubs; Providing facilities for recreation activities; Special event planning for social entertainment services
YOUR POINTS YOUR CHOICE	The M Resort LLC	3,624,209 May 19, 2009	<i>Class 41</i> for Entertainment in the nature of casino services