

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Security Agreement

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Argosy Gaming Company		07/14/2011	CORPORATION: DELAWARE
Penn National Gaming, Inc.		07/14/2011	CORPORATION: PENNSYLVANIA
LV Gaming Ventures, LLC		07/14/2011	CORPORATION: NEVADA
Pennsylvania National Turf Club, Inc.		07/14/2011	CORPORATION: PENNSYLVANIA
Hollywood Casino Corporation		07/14/2011	CORPORATION: DELAWARE
BTN, Inc.		07/14/2011	CORPORATION: MISSISSIPPI

RECEIVING PARTY DATA

Name:	Wells Fargo Bank, National Association, as Collateral Agent
Street Address:	333 S. Grand Ave, 12th Floor
City:	Los Angeles
State/Country:	CALIFORNIA
Postal Code:	90071
Entity Type:	INC. ASSOCIATION: UNITED STATES

PROPERTY NUMBERS Total: 107

Property Type	Number	Word Mark
Registration Number:	1929892	ARGOSY
Registration Number:	1931461	ALTON BELLE
Registration Number:	1935361	BELLE OF SIOUX CITY
Registration Number:	1958696	ARGOSY PREFERRED
Registration Number:	2037357	EMPRESS
Registration Number:	2102174	EMPRESS
Registration Number:	2107523	EMPRESS
Registration Number:	2177009	EMPRESS
Registration Number:	2190220	EMPRESS CASINO

900197264

TRADEMARK
REEL: 004584 FRAME: 0880

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Registration Number:	2196824	EMPRESS
Registration Number:	2196822	E M P R E S S
Registration Number:	2220630	EMPRESS
Registration Number:	3012717	ARGOSY
Registration Number:	3014725	LET YOURSELF GO
Registration Number:	3026020	YOUR LUCKY PLACE
Registration Number:	3033824	LUCK HAPPENS HERE
Registration Number:	3037366	LUCKY FOR YOU
Registration Number:	3173802	HOLIDAY HYSTERIA
Registration Number:	3173803	SUMMER OF LUCK
Registration Number:	3445924	ESCAPE THE ORDINARY
Registration Number:	1851759	HOLLYWOOD CASINO
Registration Number:	1902030	HOLLYWOOD EPIC BUFFET
Registration Number:	1903858	HOLLYWOOD CASINO
Registration Number:	1903176	HOLLYWOOD EPIC BUFFET
Registration Number:	1904686	HOLLYWOOD MARQUEE
Registration Number:	1904687	HOLLYWOOD SCREEN TEST
Registration Number:	1928914	HOLLYWOOD SCREEN TEST
Registration Number:	1949319	HOLLYWOOD CASINO
Registration Number:	1974466	FAIRBANKS
Registration Number:	1990629	HOLLYWOOD MARQUEE
Registration Number:	3489440	HOLLYWOOD RESERVATION BLACKJACK
Registration Number:	3489441	RESERVATION BLACKJACK
Registration Number:	3493720	HOLLYWOOD CASINO ACTION
Registration Number:	3791616	HOORAY FOR HOLLYWOOD
Registration Number:	3411031	M
Registration Number:	3512483	M IS FOR ME
Registration Number:	3544752	M RESORT · SPA · CASINO LAS VEGAS
Registration Number:	3620634	HOSTILE GRAPE
Registration Number:	3620814	IMAGINE REWARDS
Registration Number:	3620816	IMAGINE REWARDS
Registration Number:	3620789	RAVELLO LOUNGE
Registration Number:	3620808	RAVELLO LOUNGE
Registration Number:	3620794	THE VIG DELI
Registration Number:	3620799	THE VÍG DELI "ODDS ARE YOU'LL LOVE IT!"

TRADEMARK

REEL: 004584 FRAME: 0881

	3624367	MARINELLI'S AUTHENTIC ITALIAN DISHES
Registration Number:	3624209	YOUR POINTS YOUR CHOICE
Registration Number:	3628876	M
Registration Number:	3627974	M RESORT · SPA · CASINO LAS VEGAS
Registration Number:	3627983	M RESORT · SPA · CASINO LAS VEGAS
Registration Number:	3628663	RED CUP CAFE
Registration Number:	3628657	VILLAGGIO BAR
Registration Number:	3632946	M CAFE
Registration Number:	3661769	HOSTILE GRAPE WINE CELLAR BAR TASTING ROOM
Registration Number:	3661673	STUDIO B BUFFET
Registration Number:	3661770	THE HOSTILE GRAPE WINE CELLAR BAR TASTING ROOM
Registration Number:	3664380	M RESORT · SPA · CASINO LAS VEGAS
Registration Number:	3667517	HOSTILE GRAPE
Registration Number:	3667648	M
Registration Number:	3683084	THE JEWELRY BOX
Registration Number:	3686029	MARINELLI'S
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:	3747310	M RESORT · SPA · CASINO LAS VEGAS
Registration Number:	3819818	RELAPSE
Registration Number:	3844667	LIBIDO LOCO
Registration Number:	3844671	LIBIDO LOCO
Registration Number:	3868185	DAYDREAM
Registration Number:	3874207	DAYDREAM
Registration Number:	3894290	M IS FOR ME
Registration Number:	3896121	M RESORT
Registration Number:	3896122	M RESORT
Registration Number:	3920133	M IS FOR ME
Registration Number:	3977752	M RESORT
Registration Number:	3117760	HOLLYWOOD SLOTS
Registration Number:	3850023	FINAL CUT
Registration Number:	3849980	FINAL CUT STEAKHOUSE
Registration Number:	3636836	HOLLYWOOD CASINO AT PENN NATIONAL RACE COURSE

TRADEMARK

REEL: 004584 FRAME: 0882

	3172572	HOLLYWOOD SLOTS PLAYER'S CLUB
Registration Number:	2574633	TELEBET
Registration Number:	2579039	SILVER SCREEN GAMING
Registration Number:	2634200	PLAYERS' CHOICE
Registration Number:	2754239	JACKPOT JAVA
Registration Number:	2760089	JACKPOT JAVA
Registration Number:	2812219	
Registration Number:	2835865	
Registration Number:	2885761	CHARLES TOWN RACES & SLOTS
Registration Number:	2948776	TUSCANY STEAKS & SEAFOOD
Registration Number:	2948775	TUSCANY STEAKS & SEAFOOD
Registration Number:	2967797	VIDEO POKER PARLOUR
Registration Number:	3069482	SLOTPLAY
Registration Number:	3350309	FASTDRAW
Registration Number:	3658809	HOLLYWOOD MEMORIES
Registration Number:	3700786	TELEBET
Registration Number:	1104969	THE WORLD SERIES OF HANDICAPPING
Registration Number:	2325720	BOOMTOWN
Registration Number:	2213026	IT'S HOW YOU PUT IT TOGETHER
Registration Number:	2120681	THE WILD WEST AT ITS BEST
Registration Number:	1924855	AMERICA'S FAVORITE
Registration Number:	1866988	BOOMTOWN
Registration Number:	2374090	
Serial Number:	78780849	NOW CARD
Serial Number:	78780850	NOW CLUB
Serial Number:	85330604	TURN 2 LOUNGE
Serial Number:	77408846	MULTIPLIER MANIA
Serial Number:	77548476	VILLAGGIO DEL SOLE

CORRESPONDENCE DATA

Fax Number: (212)656-1342

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 212-701-3345

Email: david.adams@thomsonreuters.com

Correspondent Name: James P. Murphy, Legal Assistant

Address Line 1: 80 Pine Street

Address Line 2: Cahill Gordon & Reindel LLP

TRADEMARK
REEL: 004584 FRAME: 0883

Address Line 4: New York, NEW YORK 10005

NAME OF SUBMITTER:

David Adams

Signature:

/david adams TR/

Date:

07/18/2011

Total Attachments: 22

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TRADEMARK SECURITY AGREEMENT

Trademark Security Agreement ("Trademark Security Agreement"), dated as of July 14, 2011, by Penn National Gaming, Inc. ("Borrower"), Argosy Gaming Company ("Argosy"), LV Gaming Ventures, LLC ("LV"), Pennsylvania National Turf Club, Inc. ("PTCI"), Hollywood Casino Corporation ("HCC"), BTN, Inc. ("BTN", together with Borrower, Argosy, LV, PTCI and HCC, individually, a "Pledgor, and collectively, the "Pledgors"), in favor of Wells Fargo Bank, National Association, in its capacity as collateral agent pursuant to the Credit Agreement (in such capacity, the "Collateral Agent").

WITNESSETH:

WHEREAS, the Pledgors are parties to a Security Agreement dated as of the date hereof (as amended, amended and restated, supplemented or otherwise modified from time to time, the "Security Agreement") in favor of the Collateral Agent pursuant to which the Pledgors are required to execute and deliver this Trademark Security Agreement;

NOW, THEREFORE, in consideration of the premises and to induce the Collateral Agent, for the benefit of the Secured Parties, to enter into the Credit Agreement, the Pledgors hereby agree with the Collateral Agent as follows:

SECTION 1. Defined Terms. Unless otherwise defined herein, terms defined in the Security Agreement and used herein have the meaning given to them in the Security Agreement.

SECTION 2. Grant of Security Interest in Trademark Collateral. Each Pledgor hereby pledges and grants to the Collateral Agent for the benefit of the Secured Parties a lien on and security interest in and to all of such Pledgor's right, title and interest in, to and under all the following property, in each case wherever located and whether now owned or existing or hereafter owned, arising or acquired from time to time (collectively, the "Pledged Trademark Collateral"):

- (a) all Trademarks listed on Schedule I attached hereto;
- (b) all Trademark licenses listed on Schedule I attached hereto;
- (c) all Goodwill associated with such Trademarks; and
- (d) all Proceeds of any and all of the foregoing (other than Excluded Property and Excluded Collateral).

SECTION 3. Security Agreement. The security interest granted pursuant to this Trademark Security Agreement is granted in conjunction with the security interest granted to the Collateral Agent pursuant to the Security Agreement and Pledgors hereby acknowledge and affirm that the rights and remedies of the Collateral Agent with respect to the

security interest in the Pledged Trademark Collateral made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein. In the event that any provision of this Trademark Security Agreement is deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall control unless the Collateral Agent shall otherwise determine.

SECTION 4. Termination. When all the Secured Obligations (other than contingent indemnification obligations which are not yet due and payable) have been paid in full and the Commitments of the Lenders to make any Loan shall have expired or terminated, the commitment of any L/C Lender to issue any Letter of Credit under the Credit Agreement shall have expired or terminated and all Letters of Credit have been terminated or cash collateralized or a replacement letter of credit (other than a Letter of Credit issued under the Credit Agreement) has been provided to the applicable L/C Lender(s) to the reasonable satisfaction of the applicable L/C Lender(s), in each case, in accordance with the provisions of the Credit Agreement and the Security Agreement has terminated in accordance with the provisions of the Security Agreement, the Collateral Agent shall execute, acknowledge, and deliver to the Pledgors an instrument in writing in recordable form releasing the collateral pledge, grant, assignment, lien and security interest in the Pledged Trademark Collateral. In addition to the foregoing, to the extent the Required Lenders (as defined in the Credit Agreement) waive the provisions of Section 10.05 of the Credit Agreement with respect to the sale of any Pledged Trademark Collateral, or any Pledged Trademark Collateral is sold as permitted by Section 10.05 of the Credit Agreement, so long as no Default or Event of Default exists, such Pledged Trademark Collateral (unless sold to Borrower or a Subsidiary Guarantor) shall be sold free and clear of the Liens created by the Security Agreement, this Trademark Security Agreement and the other Security Documents, and the Collateral Agent shall take all actions appropriate in order to effect the foregoing at the sole cost and expense of the Pledgors and without recourse or warranty by the Collateral Agent (including the execution and delivery of appropriate UCC-3 termination statements and such other instruments and releases as may be necessary and appropriate to effect such release).

SECTION 5. Counterparts. This Trademark Security Agreement may be executed in any number of counterparts, all of which shall constitute one and the same instrument, and any party hereto may execute this Trademark Security Agreement by signing and delivering one or more counterparts.

SECTION 6. GOVERNING LAW. THIS TRADEMARK SECURITY AGREEMENT SHALL BE GOVERNED BY, AND SHALL BE CONSTRUED AND ENFORCED IN ACCORDANCE WITH, THE LAWS OF THE STATE OF NEW YORK.

[Signature pages follow]

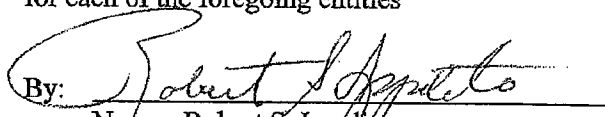
IN WITNESS WHEREOF, each Pledgor has caused this Trademark Security Agreement to be executed and delivered by its duly authorized officer as of the date first set forth above.

PENN NATIONAL GAMING, INC.,

HOLLYWOOD CASINO CORPORATION
PENNSYLVANIA NATIONAL TURF CLUB,
INC.
ARGOSY GAMING COMPANY

for each of the foregoing entities

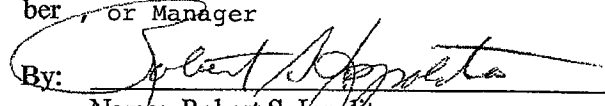
By:


Name: Robert S. Ippolito
Title: Secretary and Treasurer

LV GAMING VENTURES, LLC

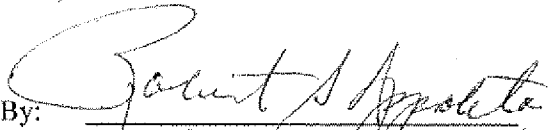
By: Penn National Gaming, Inc., its sole Member, or Manager

By:


Name: Robert S. Ippolito
Title: Secretary and Treasurer

[SIGNATURE PAGE TO TRADEMARK SECURITY AGREEMENT]

BTN, INC.

By: 

Name: Robert S. Ippolito

Title: Secretary and Treasurer

[SIGNATURE PAGE TO TRADEMARK SECURITY AGREEMENT]

TRADEMARK
REEL: 004584 FRAME: 0888

Accepted and Agreed:

WELLS FARGO BANK, NATIONAL ASSOCIATION,
as Collateral Agent

By: 
Name: **Tracie D. Plummer**
Title: **Vice President**

[SIGNATURE PAGE TO TRADEMARK SECURITY AGREEMENT]

SCHEDULE I
to
TRADEMARK SECURITY AGREEMENT

**TRADEMARK REGISTRATIONS,
TRADEMARK APPLICATIONS
AND
TRADEMARK LICENSES**

TRADEMARKS:

OWNER	MARK	REGISTRATION NUMBER	REGISTRATION DATE	COUNTRY/STATE	DESCRIPTION
Argosy Gaming Company	ARGOSY	1929892	10/24/1995	United States	Casino gaming services. (Class 41)
Argosy Gaming Company	ALTON BELLE	1931461	10/31/1995	United States	Casino gaming services. (Class 41)
Argosy Gaming Company	BELLE OF SIOUX CITY	1935361	11/14/1995	United States	Casino gaming services. (Class 41)
Argosy Gaming Company	ARGOSY PREFERRED	1958696	02/27/1996	United States	Promoting the goods and services of others through the distribution of incentive club cards for use with slot machines and table games, whereby each card holder accumulates points based on slot machine usage, said points redeemable for merchandise and travel awards. (Class 35)
Argosy Gaming Company	EMPRESS	2037357	02/11/1997	United States	Casino services; excluding those rendered on a cruise ship. (Class 41)

OWNER	MARK	REGISTRATION NUMBER	REGISTRATION DATE	COUNTRY/STATE	DESCRIPTION
Argosy Gaming Company	EMPRESS	2102174	09/30/1997	United States	Hotel services *provided in connection with casino facilities.* (Class 42)
Argosy Gaming Company	EMPRESS	2107523	10/21/1997	United States	Casino services. (Class 41)
Argosy Gaming Company	EMPRESS	2177009	07/28/1998	United States	Clothing, namely, T-shirts, sweat shirts, sweat shorts, tank tops, hats and jackets. (Class 25)
Argosy Gaming Company	EMPRESS CASINO	2190220	09/22/1998	United States	Casino services. (Class 41)
Argosy Gaming Company	EMPRESS	2196824	10/20/1998	United States	Casino services, not including dinner cruise ship services. (Class 41)
Argosy Gaming Company	EMPRESS (Stylized)	2196822	10/20/1998	United States	Casino services, not including dinner cruise ship services. (Class 41)
Argosy Gaming Company	EMPRESS	2220630	01/26/1999	United States	Pens; and playing cards. (Class 16)
Argosy Gaming Company	ARGOSY & Design	3012717	11/08/2005	United States	Casino gaming services. (Class 41)
Argosy Gaming Company	LET YOURSELF GO	3014725	11/15/2005	United States	Casino entertainment services. (Class 41)
Argosy Gaming Company	YOUR LUCKY PLACE	3026020	12/13/2005	United States	Casino entertainment services. (Class 41)
Argosy Gaming Company	LUCK HAPPENS HERE	3033824	12/27/2005	United States	Casino entertainment services. (Class 41)
Argosy Gaming Company	LUCKY FOR YOU	3037366	01/03/2006	United States	Casino services. (Class 41)
Argosy Gaming Company	HOLIDAY HYSTERIA	3173802	11/21/2006	United States	Casino gaming services (Class 41)

OWNER	MARK	REGISTRATION NUMBER	REGISTRATION DATE	COUNTRY/STATE	DESCRIPTION
Argosy Gaming Company	SUMMER OF LUCK	3173803	11/21/2006	United States	Casino gaming services (Class 41)
Argosy Gaming Company	ESCAPE THE ORDINARY	3445924	06/10/2008	United States	Casino gaming services (Class 41)
Hollywood Casino Corporation	HOLLYWOOD CASINO	1851759	08/30/1994 Registration Re- newed, 08/30/2004	United States	Casino Services. (Class 41)
Hollywood Casino Corporation	HOLLYWOOD EPIC BUF-FET	1902030	06/27/1995	United States	Restaurant Services. (Class 42)
Hollywood Casino Corporation	HOLLYWOOD CASINO	1903858	07/04/1995	United States	Hotel Services. (Class 42)
Hollywood Casino Corporation	HOLLYWOOD EPIC BUF-FET & Design	1903176	07/04/1995	United States	Restaurant Services. (Class 42)
Hollywood Casino Corporation	HOLLYWOOD MARQUEE	1904686	07/11/1995	United States	Preferred customer incentive programs for casinos through the use of an identification card. (Class 41)
Hollywood Casino Corporation	HOLLYWOOD SCREEN TEST	1904687	07/11/1995	United States	Preferred customer incentive programs for casinos through the use of an identification card. (Class 41)
Hollywood Casino Corporation	HOLLYWOOD SCREEN TEST & Design	1928914	10/24/1995	United States	Preferred customer incentive programs for casinos through the use of an identification card. (Class 41)
Hollywood Casino Corporation	HOLLYWOOD CASINO (Stylized)	1949319	01/16/1996	United States	Hotel services. (Class 42)
Hollywood Casino Corporation	FAIRBANKS	1974466	05/21/1996	United States	Restaurant and bar services. (Class 42)
Hollywood Casino Corporation	HOLLYWOOD MARQUEE & Design	1990629	08/06/1996	United States	Preferred customer incentive programs for casinos through the use of an identification card. (Class 41)

OWNER	MARK	REGISTRATION NUMBER	REGISTRATION DATE	COUNTRY/STATE	DESCRIPTION
Hollywood Casino Corporation	HOLLYWOOD RESERVATION BLACKJACK & Design	3489440	08/19/2008	United States	Casino services (Class 41)
Hollywood Casino Corporation	RESERVATION BLACKJACK & Design	3489441	08/19/2008	United States	Casino services (Class 41)
Hollywood Casino Corporation	HOLLYWOOD CASINO ACTION	3493720	08/26/2008	United States	Wagering services for patrons of horse races and slot machines, namely an incentive and player tracking system (Class 41)
Hollywood Casino Corporation	HOORAY FOR HOLLYWOOD	3791616	05/18/2010	United States	Casino services (Class 41)
LV Gaming Ventures, LLC	M (stylized)	3411031	04/08/2008	United States	Hotel services (Class 43)
LV Gaming Ventures, LLC	M IS FOR ME	3512483	10/07/2008	United States	Hotel services; Providing convention facilities (Class 43)
LV Gaming Ventures, LLC	M RESORT SPA CASINO LAS VEGAS (stylized)	3544752	12/09/2008	United States	Hotel, bar and restaurant services (Class 43)
LV Gaming Ventures, LLC	HOSTILE GRAPE	3620634	05/12/2009	United States	Cocktail lounges; Restaurant and bar services; Sommelier services, namely, providing advice on wine and wine and food pairing (Class 43)
LV Gaming Ventures, LLC	IMAGE REWARDS (stylized)	3620814	05/12/2009	United States	Hotel, restaurant and bar services; customer loyalty programs that provide hotel, restaurant, and bar benefits to reward repeat customers (Class 43)
LV Gaming Ventures, LLC	IMAGINE REWARDS (stylized)	3620816	05/12/2009	United States	Casino services; Operation of a frequent casino players' incentive program (Class 41)
LV Gaming Ventures, LLC	RAVALLI LOUNGE & Design	3620789	05/12/2009	United States	Night clubs (Class 41)

OWNER	MARK	REGISTRATION NUMBER	REGISTRATION DATE	COUNTRY/STATE	DESCRIPTION
LV Gaming Ven- tures, LLC	RAVELLO LOUNGE	3620808	05/12/2009	United States	Night clubs (Class 41)
LV Gaming Ven- tures, LLC	THE VIG DELI	3620794	05/12/2009	United States	Restaurant and bar services (Class 43)
LV Gaming Ven- tures, LLC	THE VIG DELI "ODDS ARE YOU'LL LOVE IT!" & Design	3620799	05/12/2009	United States	Restaurant and bar services (Class 43)
LV Gaming Ven- tures, LLC	MARINELLI'S AUTHEN- TIC ITALIAN DISHES & Design	3624367	05/19/2009	United States	Restaurant and bar services; Cocktail lounges (Class 43)
LV Gaming Ven- tures, LLC	YOUR POINTS YOUR CHOICE	3624209	05/19/2009	United States	Entertainment in the nature of casino services (Class 41)
LV Gaming Ven- tures, LLC	M (stylized)	3628876	05/26/2009	United States	Bar and restaurant services (Class 43)

OWNER	MARK	REGISTRATION NUMBER	REGISTRATION DATE	COUNTRY/STATE	DESCRIPTION
LV Gaming Ven- tures, LLC	M RESORT SPA CASINO LAS VEGAS (stylized)	3627974	05/26/2009	United States	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 (Class 41)
LV Gaming Ven- tures, LLC	M RESORT SPA CASINO LAS VEGAS (stylized)	3627983	05/26/2009	United States	Retail clothing stores; Retail gift shops; Retail store services featuring a wide variety of consumer goods of others (Class 35)
LV Gaming Ven- tures, LLC	RED CUP CAFÉ & Design	3628663	05/26/2009	United States	Bar and restaurant services (Class 43)
LV Gaming Ven- tures, LLC	VILLAGGIO BAR & Design	3628657	05/26/2009	United States	Cocktail lounges; Restaurant and bar services (Class 43)
LV Gaming Ven- tures, LLC	M CAFÉ (stylized)	3632946	06/02/2009	United States	Restaurant services (Class 43)

OWNER	MARK	REGISTRATION NUMBER	REGISTRATION DATE	COUNTRY/STATE	DESCRIPTION
LV Gaming Ven- tures, LLC	HOSTILE GRAPE WINE CELLAR BAR TASTING ROOM (and splatter design)	3661769	07/28/2009	United States	Restaurant and bar services; Cocktail lounges; Sommelier services, namely, providing advice on wine and wine and food pairing (Class 43)
LV Gaming Ven- tures, LLC	STUDIO B BUFFET	3661673	07/28/2009	United States	Providing banquets and social function facilities for special occasions; Bar services; Cafe- terias; Catering; Restaurant (Class 43)
LV Gaming Ven- tures, LLC	THE HOSTILE GRAPE WINE CELLAR BAR TASTING ROOM (and grape design)	3661770	07/28/2009	United States	Restaurant and bar services; Cocktail lounges; Sommelier services, namely, providing advice on wine and wine and food pairing (Class 43)
LV Gaming Ven- tures, LLC	M RESORT SPA CASINO LAS VEGAS (stylized)	3664380	08/04/2009	United States	Barbershops; Beauty salons; Health spa services, namely, cosmetic body care services; Massage; Tanning salons (Class 44)
LV Gaming Ven- tures, LLC	HOSTILE GRAPE	3667517	08/11/2009	United States	Retail store services featuring wine (Class 35)
LV Gaming Ven- tures, LLC	M (and color design side- ways)	3667648	08/11/2009	United States	Cocktail lounges; Bar services (Class 43)
LV Gaming Ven- tures, LLC	THE JEWELRY BOX	3683084	09/15/2009	United States	Entertainment in the nature of casino services (Class 41)
LV Gaming Ven- tures, LLC	MARINELLI'S	3686029	09/22/2009	United States	Wines (Class 33)
LV Gaming Ven- tures, LLC	STUDIO B SHOW KITCHEN BUFFET & De- sign	3685987	09/22/2009	United States	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 (Class 41)

OWNER	MARK	REGISTRATION NUMBER	REGISTRATION DATE	COUNTRY/STATE	DESCRIPTION
LV Gaming Ven- tures, LLC	STUDIO B SHOW KITCHEN BUFFET & De- sign	3686091	09/22/2009	United States	Bar services; cafeterias; cater- ing; providing banquet and social function facilities for special occasions; restaurant (Class 43)
LV Gaming Ven- tures, LLC	TERZETTO	3687150	09/22/2009	United States	Cocktail lounges; Restaurant and bar services (Class 43)
LV Gaming Ven- tures, LLC	TERZETTO STEAK SEA- FOOD SOCIAL & Design	3686067	09/22/2009	United States	Bar and restaurant services; cocktail lounges (Class 43)
LV Gaming Ven- tures, LLC	M RESORT SPA CASINO LAS VEGAS (stylized)	3747310	02/09/2010	United States	Caps; Footwear; Golf shirts; Hats; Jackets; Pants; Polo shirts; Pullovers; Robes; Shirts; Shorts; slippers; T- shirts; Tank tops; Warm up suits (Class 25)
LV Gaming Ven- tures, LLC	RELAPSE	3819818	07/13/2010	United States	Entertainment services, namely, conducting parties (Class 41)
LV Gaming Ven- tures, LLC	LIBIDO LOBO & Design	3844667	09/07/2010	United States	Bar and cocktail lounge ser- vices (Class 43)
LV Gaming Ven- tures, LLC	LIBIDO LOCO	3844671	09/07/2010	United States	Entertainment in the nature of casino services; Night clubs (Class 41)
LV Gaming Ven- tures, LLC	DAYDREAM	3868185	10/26/2010	United States	Entertainment services, namely, conducting parties; Providing swimming pools (Class 41)
LV Gaming Ven- tures, LLC	DAYDREAM	3874207	11/09/2010	United States	Bar and restaurant services; Cocktail lounges (Class 43)

OWNER	MARK	REGISTRATION NUMBER	REGISTRATION DATE	COUNTRY/STATE	DESCRIPTION
LV Gaming Ven- tures, LLC	M IS FOR ME	3894290	12/21/2010	United States	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 (Class 41)

OWNER	MARK	REGISTRATION NUMBER	REGISTRATION DATE	COUNTRY/STATE	DESCRIPTION
LV Gaming Ven- tures, LLC	M RESORT	3896121	12/28/2010	United States	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 (Class 41)
LV Gaming Ven- tures, LLC	M RESORT	3896122	12/28/2010	United States	Hotel, bar and restaurant services (Class 43)

OWNER	MARK	REGISTRATION NUMBER	REGISTRATION DATE	COUNTRY/STATE	DESCRIPTION
LV Gaming Ven- tures, LLC	M IS FOR ME	3920133	02/15/2011	United States	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 (Class 43)
LV Gaming Ven- tures, LLC	M RESORT	3977752	06/14/2011	United States	Shirts, T-shirts (Class 25)
Penn National Gam- ing, Inc	HOLLYWOOD SLOTS	3117760	07/18/2006	United States	Providing gaming facilities for patrons to play slot machines and video lottery terminals and other games of chance. (Class 41)
Penn National Gam- ing, Inc	FINAL CUT	3850023	09/21/2010	United States	Restaurant services (Class 43)
Penn National Gam- ing, Inc	FINAL CUT STEAK- HOUSE & Design	3849980	09/21/2010	United States	Restaurant services (Class 43)
Penn National Gam- ing, Inc.	HOLLYWOOD CASINO AT PENN NATIONAL RACE COURSE	3636836	06/09/2009	United States	Entertainment in the nature of horse races, nightclubs, variety and comedy shows and casinos; gaming facilities featuring slot machines (Class 41)

OWNER	MARK	REGISTRATION NUMBER	REGISTRATION DATE	COUNTRY/STATE	DESCRIPTION
Penn National Gaming, Inc.	HOLLYWOOD SLOTS PLAYER'S CLUB	3172572	11/14/2006	United States	Preferred customer incentive programs for patrons of gaming facilities featuring slot machines, video lottery terminals and other games of chance through use of an identification card. (Class 41)
Penn National Gaming, Inc.	TELEBET (Supplemental Register)	2574633	05/28/2002	United States	Wagering services, namely, acceptance and cashing of wagers by telephone. (Class 36)
Penn National Gaming, Inc.	SILVER SCREEN GAMING	2579039	06/11/2002	United States	Provide casino style gaming facilities; entertainment in the nature of conducting horse races. (Class 41)
Penn National Gaming, Inc.	PLAYERS' CHOICE	2634200	10/15/2002	United States	Wagering services for patrons of horse races and slot machines, namely an incentive and player tracking system. (Class 36)
Penn National Gaming, Inc.	JACKPOT JAVA & Design	2754239	08/19/2003	United States	Restaurant services; take out restaurant services. (Class 43)
Penn National Gaming, Inc.	JACKPOT JAVA	2760089	09/02/2003	United States	Restaurant services; take out restaurant services. (Class 43)
Penn National Gaming, Inc.	DESIGN (SILKS & SUITS B&W)	2812219	02/10/2004	United States	Clothing, namely, t-shirts, sweatshirts, sweatpants, sweaters, hats, visors and golf shirts. (Class 25) Entertainment in the nature of horse races, night clubs, variety and comedy shows and casinos, gaming facilities featuring slot machines and video lottery terminals. (Class 41)

OWNER	MARK	REGISTRATION NUMBER	REGISTRATION DATE	COUNTRY/STATE	DESCRIPTION
Penn National Gaming, Inc.	DESIGN (SILKS & SUITS – COLOR)	2835865	04/27/2004	United States	Clothing, namely, t-shirts, sweatshirts, sweatpants, sweaters, hats, visors and golf shirts. (Class 25) Entertainment in the nature of horse races, night clubs, variety and comedy shows and casinos, gaming facilities featuring slot machines and video lottery terminals. (Class 41)
Penn National Gaming, Inc.	CHARLES TOWN RACES & SLOTS	2885761	09/21/2004	United States	Providing gaming facilities for patrons to play slot machines and video lottery terminals and other games of chance; entertainment, namely conducting horse races. (Class 41)
Penn National Gaming, Inc.	TUSCANY STEAKS & SEAFOOD	2948776	05/10/2005	United States	Restaurant and bar services. (Class 43)
Penn National Gaming, Inc.	TUSCANY STEAKS & SEAFOOD & Design	2948775	05/10/2005	United States	Restaurant and bar services. (Class 43)
Penn National Gaming, Inc.	VIDEO POKER PARLOUR & Design	2967797	07/12/2005	United States	Casino services. (Class 41)
Penn National Gaming, Inc.	SLOTPLAY (Supplemental Register)	3069482	03/14/2006	United States	Promoting the goods and services of others by issuing incentive credits to patrons of slot machines which may then be redeemed for slot play use with slot machines. (Class 35)

OWNER	MARK	REGISTRATION NUMBER	REGISTRATION DATE	COUNTRY/STATE	DESCRIPTION
Penn National Gaming, Inc.	FASTDRAW	3350309	12/04/ 2007	United States	Promoting the goods and services of others by issuing incentive credits to patrons of slot machines which may then be redeemed for slot play use with slot machines. (Class 35)
Penn National Gaming, Inc.	HOLLYWOOD MEMORIES	3658809	07/21/2009	United States	Museum services, namely, entertainment exhibitions dedicated to movies and movie memorabilia(Class 41)
Penn National Gaming, Inc.	TELEBET	3700786	10/27/2009	United States	Wagering services, namely, acceptance and cashing of wagers by telephone (Class 41)
Pennsylvania National Turf Club, Inc.	THE WORLD SERIES OF HANDICAPPING	1104969	Registered: 10/24/78 Registration Renewed, 02/27/09	United States	Conducting thoroughbred race horse handicapping contests. (Class 41)

Applications

OWNER	MARK	SERIAL NUMBER	APPLICATION DATE	COUNTRY/STATE	DESCRIPTION
Argosy Gaming Company	NOW CARD	78780849	12/27/2005	United States	Casino services (Class 41) (ITU)
Argosy Gaming Company	NOW CLUB	78780850	12/27/2005	United States	Casino services (Class 41) (ITU)
Hollywood Casino Corporation	TURN 2 LOUNGE	85330604	05/26/2011	United States	Bar services; Restaurant services (ITU)
LV Gaming Ventures, LLC	MULTIPLIER MANIA	77408846	02/28/2008	United States	Entertainment in the nature of casino services (Class 41)

OWNER	MARK	SERIAL NUMBER	APPLICATION DATE	COUNTRY/STATE	DESCRIPTION
LV Gaming Ven- tures, LLC	VILLAGGIO DEL SOLE	77548476	08/15/2008	United States	Amusement arcades; amuse- ment parks; arranging and conducting athletic competi- tions; arranging for ticket res- ervations for shows and other entertainment events; enter- tainment in the nature of vari- ety, news and comedy shows; figure salons; gymnasiums; health club services, namely, providing instruction and equipment in the field of physical exercise; movie thea- ters; museums; night clubs; providing facilities for recrea- tion activities; and special event planning for social enter- tainment services (Class 41)

TRADEMARK LICENSES:

1. License Agreement entered into as of August 8, 2000 between Boomtown, Inc. and BTN, Inc., as amended. (See below for list of trademarks)
2. License agreement dated as of January 1, 2010 between Hollywood Chamber of Commerce and Hollywood Casino Corporation, as amended, with respect to the license by Hollywood Chamber of Commerce to Penn National Gaming, Inc. of certain rights in and to the Hollywood sign.
3. License Agreement dated November 16, 1994, between Hollywood Casino Corporation and Hollywood Casino-Aurora, Inc., with respect to the li-
cense of Hollywood trademarks by Hollywood Casino Corporation to Hollywood Casino-Aurora, Inc.
4. License Agreement dated November 16, 1994, between Hollywood Casino Corporation and HWCC-Tunica, Inc. (as assignee of Summit Tunica Partnership), with respect to the license of Hollywood trademarks by Hollywood Casino Corporation to HWCC-Tunica, Inc.

Trademarks Which May be Used by BTN, Inc. Pursuant to License Agreement:

OWNER	MARK	REGISTRATION NUMBER	REGISTRATION DATE	COUNTRY/STATE	DESCRIPTION
Boomtown, Inc.	BOOMTOWN	2325720	03/07/2000	United States	Entertainment services, namely post production editing work for radio, television and film programmers (Class 41)
Boomtown, Inc.	IT'S HOW YOU PUT IT TOGETHER	2213026	02/22/1998	United States	Entertainment services, namely post production editing work for radio, television and film programmers (Class 41)
Boomtown, Inc.	THE WILD WEST AT IT'S BEST	2120681	12/16/1997	United States	Transportation services, namely arranging excursions for others (Class 39); casino and amusement center services (Class 41); restaurant and bar services, hotel services and providing trailer park services (Class 42)
Pinnacle Entertainment Inc.	AMERICA'S FAVORITE (Supplemental Register)	1924855	10/03/1995	United States	Casino services (Class 41); hotel services and providing trailer park facilities (Class 42)
Pinnacle Entertainment, Inc.	BOOMTOWN	1866988	12/13/1994 Renewed 12/13/2005	United States	Playing cards (Class 16); mugs and drinking glasses (Class 21); T-shirts, hats, jackets and sweat-shirts (Class 25); gasoline service station services (Class 39); transportation services, namely arranging excursions for others (Class 39); casino and amusement center services (Class 41); restaurant and bar services, hotel services and providing for trailer park facilities (Class 42)

OWNER	MARK	REGISTRATION NUMBER	REGISTRATION DATE	COUNTRY/STATE	DESCRIPTION
Pinnacle Entertainment, Inc.	Design [stagecoach]	2374090	08/08/2000	United States	Playing cards (Class 16); mugs and drinking glasses (Class 21); T-shirts, hats, jackets and sweat-shirts (Class 25); gasoline service station services (Class 39); transportation services, namely arranging excursions for others (Class 39); casino and amusement center services (Class 41); restaurant and bar services, hotel services and providing for trailer park facilities (Class 42)