

Form PTO-1594 (Rev. 03-11)
OMB Collection 0651-0027 (exp. 03/31/2012)

U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):
Dover Motorsports, Inc.

- Individual(s) Association
 General Partnership Limited Partnership
 Corporation- State: Delaware
 Other _____

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

3. Nature of conveyance /Execution Date(s) :

Execution Date(s) March 23, 2012

- Assignment Merger
 Security Agreement Change of Name
 Other _____

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes
 No

Name: Dover Downs Gaming & Entertainment, Inc

Internal

Address: _____

Street Address: 1131 N. DuPont Highway

City: Dover

State: Delaware

Country: USA Zip: 19901

Association Citizenship _____

General Partnership Citizenship _____

Limited Partnership Citizenship _____

Corporation Citizenship Delaware

Other _____ Citizenship _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,708,300

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

DOVER DOWNS

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Manny Pokotilow, Caesar, Rivise et al

Internal Address: 7 Penn Center - 11th Floor

Street Address: 1635 Market Street

City: Philadelphia

State: PA Zip: 19103-2212

Phone Number: 215-567-2010

Fax Number: 215-751-1142

Email Address: mpokotilow@crbcp.com

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 40.00*

- Authorized to be charged to deposit account
 Enclosed - See Attached Receipt

8. Payment Information: * Deposit Account was charged on March 27, 2012. However Assignment was not recorded due to internal problems at the USPTO.

Deposit Account Number _____

Authorized User Name _____

9. Signature: 

Signature

April 5, 2012

Date

Manny D. Pokotilow

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 5

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

ASSIGNMENT

WHEREAS, **DOVER MOTORSPORTS, INC.**, a Delaware corporation, having a principal place of business at 1131 N. DuPont Highway, Dover, Delaware 19901 (hereinafter "ASSIGNOR") is the proprietor of the mark **DOVER DOWNS**, prints, signs and labels on which said mark has appeared and United States Certificate of Registration No. 1,708,300, registered on August 18, 1992.

WHEREAS, for good and valuable consideration assignor assigned and transferred to **DOVER DOWNS GAMING & ENTERTAINMENT, INC.**, a Delaware corporation having a principal place of business at 1131 N. DuPont Highway, Dover, Delaware 19901, (hereinafter "ASSIGNEE") all of the right, title and interest of said ASSIGNOR in and to the mark **DOVER DOWNS**, prints, signs and labels on which said mark has appeared, all registrations and applications for the registration of said mark and the goodwill of the business associated with and symbolized mark, prints, signs and labels; and

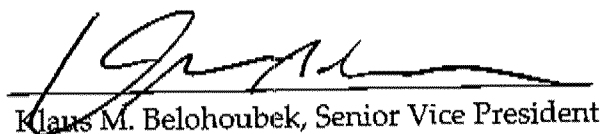
WHEREAS, it is the desire of ASSIGNOR and ASSIGNEE to record the assignment of said mark and the transfer to ASSIGNEE of the aforesaid mark.

NOW THEREFORE, IN CONSIDERATION of the sum of \$1.00 and other good and valuable consideration paid by ASSIGNEE to ASSIGNOR, the receipt of which is hereby acknowledged by ASSIGNOR, and in further consideration of the fact that it is the desire of ASSIGNOR to be legally bound hereby, said ASSIGNOR does hereby sell,

assign and transfer unto ASSIGNEE its mark **DOVER DOWNS**, all prints, signs and labels on which the mark **DOVER DOWNS** has appeared, United States Certificate of Registration No. **1,708,300** and any application or service mark registration of said mark, the prints, signs and labels and the goodwill of the business associated with and symbolized by the mark, prints, signs and labels on which the mark has appeared.

Included in this assignment is the entire right, title and interest in and to the mark and the United States Certificate of Registration No. **1,708,300** together with the goodwill of the business associated with and symbolized by the mark. Also, included in this assignment are any and all rights which ASSIGNOR has against persons who have infringed upon the mark, prints, signs and labels and United States Certificate of Registration No. **1,708,300**. These rights include the right to sue and recover for all damages and profits arising out of past infringement of the mark, prints, signs and labels and United States Certificate of Registration No. **1,708,300**.

IN WITNESS WHEREOF, **Klaus M. Belohoubek** is duly authorized and has signed this assignment on this 23rd day of March, 2012.


Klaus M. Belohoubek, Senior Vice President
General Counsel & Secretary
Dover Motorsports, Inc.

State of Delaware :
 : SS
 County of :

On this 23rd day of March, 2012 before me personally appeared *Klaus M. Belohoubek*, to me known, who after being duly sworn, did depose and say that at the time of the Assignment he is the Senior Vice President, General Counsel & Secretary of Dover Motorsports, Inc., the owner of United States Certificate of Registration No. 1,708,300 and has signed his name thereto by like order.

Synda Ann Lee

 Notary Public



MY COMMISSION EXPIRES: 2/3/16