

TRADEMARK ASSIGNMENT

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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Order Appointing Wilmington Trust Company as Successor Administrative Agent and Granting Related Relief

CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
CIT Lending Services Corporation, as Administrative Agent		05/20/2008	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	Wilmington Trust Company, as Successor Administrative Agent
Street Address:	1100 North Market Street
Internal Address:	Rodney Square North
City:	Wilmington
State/Country:	DELAWARE
Postal Code:	19890
Entity Type:	Banking corporation: DELAWARE

PROPERTY NUMBERS Total: 3		
Property Type	Number	Word Mark
Serial Number:	78855973	DIAMONDJACKS CASINO
Serial Number:	78928584	DIAMONDJACKS REWARDS CLUB
Serial Number:	78928597	JACKPLAY

CORRESPONDENCE DATA	
Fax Number:	2127514864
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>	
Phone:	212-906-1200
Email:	angela.amaru@lw.com
Correspondent Name:	Angela M. Amaru c/o Latham & Watkins
Address Line 1:	885 Third Avenue
Address Line 2:	Suite 1000
Address Line 4:	New York, NEW YORK 10022

CH \$90.00 78855973

ATTORNEY DOCKET NUMBER:	045040-0000
NAME OF SUBMITTER:	Angela M. Amaru
Signature:	/s/ Angela M. Amaru
Date:	04/24/2012
Total Attachments: 5 source=009 Order Appointing Wilmington Trust- 045040-0000#page1.tif source=009 Order Appointing Wilmington Trust- 045040-0000#page2.tif source=009 Order Appointing Wilmington Trust- 045040-0000#page3.tif source=009 Order Appointing Wilmington Trust- 045040-0000#page4.tif source=009 Order Appointing Wilmington Trust- 045040-0000#page5.tif	



SO ORDERED.

SIGNED May 20, 2008.

**STEPHEN V. CALLEWAY
UNITED STATES BANKRUPTCY JUDGE**

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF LOUISIANA
SHREVEPORT DIVISION**

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In re:	:	Chapter 11 Case No.
	:	08-10824
LOUISIANA RIVERBOAT GAMING	:	
PARTNERSHIP, et al.¹	:	
	:	Jointly Administered
Debtors.	:	
-----x	:	

**ORDER APPOINTING WILMINGTON TRUST COMPANY AS
SUCCESSOR ADMINISTRATIVE AGENT AND GRANTING RELATED RELIEF**

This matter coming to be heard upon the Motion for Entry of an Order Pursuant to Sections 105, 363, 506(b), 1107 and 1108 of the Bankruptcy Code: (1) Authorizing the Debtors to Replace CIT Lending Services Corporation as Administrative Agent; (2) Authorizing the Debtors to Appoint Wilmington Trust Company as Successor Agent; (3) Authorizing, but not Directing, the Payment to CIT of Certain Reasonable Fees and Expenses; and (4) for Related

¹ The chapter 11 cases of Legends Gaming of Louisiana-1, LLC (08- 10825); Legends Gaming of Louisiana-2, LLC (08-10826); Legends Gaming, LLC (08-10827); Legends Gaming of Mississippi, LLC

Relief [P-184] (the “Motion”)² filed by the above-captioned debtors and debtors in possession (collectively, the “Debtors”); the Court having reviewed the Motion; the Debtors having provided notice and an opportunity for hearing (the “Hearing”) on the Motion; the Court finding that (a) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, (b) this is a core proceeding pursuant to 28 U.S.C. § 157(b), and (c) notice of the Hearing and the Motion was sufficient under the circumstances; the Court being fully advised in the premises of the Motion and having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and cause appearing therefor, it is hereby ordered that:

1. The Motion is GRANTED in all respects.
2. All standing objections to the Motion or the relief requested therein and all reservations of rights included therein are overruled on the merits.
3. Upon entry of this order by the Court, CIT is terminated as Administrative Agent under the First Lien Credit Agreement and, except as provided in paragraph 4, below, discharged of any and all future duties and obligations as Administrative Agent under the First Lien Loan Documents.
4. CIT is directed to promptly (a) deliver the Pledged Instruments to WTC and (b) take all other acts reasonably requested by WTC or the Debtors related to the relief granted herein, including, but not limited to, executing and delivering to WTC or the Debtors at any time and from time to time any Security Filings or other documents reasonably requested by WTC or the Debtors.

(08-10828); and Legends Gaming of Mississippi RV Park, LLC (08-10829) are being jointly administered with the chapter 11 case of Louisiana Riverboat Gaming Partnership.

² Each capitalized term used, but not defined, herein shall have the meaning ascribed thereto in the Motion.

03215.18567.159376.01

5. The Debtors are authorized and directed to pay to CIT, without additional act by or order of this Court, the sum of \$150,000.00 (the "CIT Fee") for amounts that the Debtors agree are reasonable costs and expenses that CIT incurred or is otherwise owed for performance of its duties as Administrative Agent under the First Lien Loan Documents prior to the date of entry of this Order. CIT reserves its rights with respect to, and may seek allowance and payment of, any amounts not paid pursuant to this paragraph upon application to the Bankruptcy Court or in any other manner consistent with the Bankruptcy Code and Bankruptcy Rules. The CIT Fee shall be paid within three business days after (i) the execution and delivery by CIT, WTC and the Debtors of all documents or instruments required by the Omnibus Agreement and Appointment and Acceptance of New Agent to effectuate the substitution of WTC, as Administrative Agent under the First Lien Credit Agreement, and (ii) the execution and delivery by CIT and Wayzata Investment Partners, LLC of all documents and instruments required by the Motion of Wayzata Investment Partners, LLC For Order Recognizing Substitution of Administrative Agent and Assignments of Security Interests, Mortgages and Liens, (the "Motion") to effectuate the substitution of Wayzata Investment Partners, LLC, as administrative agent for the Second Lien Lenders. CIT agrees that, upon payment of the \$150,000.00, it will not request any other adequate protection payments on account of any secured or allegedly secured claims filed for any amounts due to CIT in its capacity as Administrative Agent, subject to all parties reservation of rights as to additional amounts sought by claims other than as adequate protection.

6. The budget (the "Budget") attached to the Final Order on Emergency Motion for Entry of Order Pursuant to Sections 361 and 363 of the Bankruptcy Code and Bankruptcy Rule 4001: (1) Authorizing Use of Cash Collateral; (2) Granting Adequate Protection Liens; (3) Scheduling and Approving the Form and Method of Notice for a Final Order; and (4) for

Related Relief [P-146] (the “Final Cash Collateral Order”) is deemed amended to include and allow payment of the CIT Fee.

7. Upon entry of this order, WTC is appointed Administrative Agent under the First Lien Credit Agreement and vested with all the rights, powers, privileges and duties of the Administrative Agent under the First Lien Loan Documents.

8. Security Filings made by CIT, as Administrative Agent, on or before the Petition Date are and are deemed: (a) to remain in full force and effect notwithstanding the termination of CIT and appointment of WTC as successor Administrative Agent, and (b) to have been made on behalf of WTC, as successor Administrative Agent. It is not necessary for WTC to execute, file or record any modified or new Security Filings to preserve any such filings or the rights of WTC as Administrative Agent thereunder. Entry of this order does not affect any Security Filings currently on file and such filings are as valid and effective after entry of this order as they were prior to the date of entry of this order.

9. Any benefits provided to CIT as Administrative Agent in any orders entered in these cases, including, but not limited to, the Final Cash Collateral Order, inure to the benefit of WTC as successor Administrative Agent.

10. The Fee Letter attached to the Motion is approved and the Debtors are authorized to finalize, execute and perform the Fee Letter in accordance with its terms. The Budget is deemed amended to allow and include all payments to WTC under the Fee Letter.

11. The Debtors are authorized to execute all documents and take all ministerial and other acts consistent with this order or otherwise reasonable or necessary to implement the relief granted herein.

12. The Court shall retain jurisdiction over any matter or dispute arising from or relating to the implementation of this Order.

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This order was prepared by:

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