

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Release of Security Agreement in Trademarks Recorded at Reel/Frame 4445/0812

CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Wilmington Trust Company		05/09/2012	national association: UNITED STATES

RECEIVING PARTY DATA	
Name:	Affinity Gaming, LLC
Street Address:	3340 W. Russell Road
City:	Las Vegas
State/Country:	NEVADA
Postal Code:	89118
Entity Type:	LIMITED LIABILITY COMPANY: NEVADA

PROPERTY NUMBERS Total: 38		
Property Type	Number	Word Mark
Registration Number:	2126132	RAIL CITY
Registration Number:	2124254	RAIL CITY
Registration Number:	2124253	RAIL CITY
Registration Number:	1874879	BUFFALO BILL'S RESORT & CASINO
Registration Number:	3270691	BUFFALO BILL'S RESORT & CASINO
Registration Number:	2003237	BUFFALO BILL'S RESORT CASINO
Registration Number:	2015414	BUFFALO BILL'S RESORT CASINO
Registration Number:	1980864	BUFFALO W BILL'S W RESORT-CASINO
Registration Number:	2006265	DESPERADO
Registration Number:	2930995	PRIMM CENTER
Registration Number:	3177732	PRIMM REWARDS PLAYERS CLUB
Registration Number:	3761941	PRIMM VALLEY CASINO RESORTS BUFFALO BILL'S PRIMM VALLEY WHISKEY PETE'S

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Registration Number:	3753480	PRIMM VALLEY CASINO RESORTS BUFFALO BILL'S PRIMM VALLEY WHISKEY PETE'S
Registration Number:	2930997	PRIMM VALLEY LOTTO STORE
Registration Number:	2930996	PRIMM VALLEY LOTTO STORE
Registration Number:	2550123	PRIMM VALLEY RESORT & CASINO
Registration Number:	2578383	PRIMM VALLEY RESORT & CASINO
Registration Number:	2591370	PRIMM VALLEY RESORT & CASINO
Registration Number:	2582010	PRIMM VALLEY RESORT & CASINO
Registration Number:	2585159	PRIMM VALLEY RESORT & CASINO
Registration Number:	2550122	PRIMM VALLEY RESORT & CASINO
Registration Number:	2642418	PRIMM VALLEY RESORTS
Registration Number:	2781650	PRIMM VALLEY RESORTS
Registration Number:	2668425	PRIMM VALLEY RESORTS
Registration Number:	2662345	PRIMM VALLEY RESORTS
Registration Number:	2600924	PRIMM VALLEY RESORTS
Registration Number:	2781649	PRIMM VALLEY RESORTS
Registration Number:	2012596	STAR OF THE DESERT ARENA
Registration Number:	2883905	STAR OF THE DESERT ARENA
Registration Number:	1673710	WHISKEY PETE'S
Registration Number:	1959074	WHISKEY PETE'S
Registration Number:	2573440	WHISKEY PETE'S HOTEL & CASINO
Registration Number:	2569905	WHISKEY PETE'S HOTEL & CASINO
Registration Number:	2068679	WHISKEY PETE'S HOTEL CASINO
Registration Number:	2604325	WHISKEY PETE'S HOTEL CASINO
Registration Number:	2001633	WHISKEY PETE'S HOTEL CASINO
Registration Number:	2569904	WHISKEY PETE'S HOTEL & CASINO
Registration Number:	2035222	PRIMADONNA RV VILLAGE

CORRESPONDENCE DATA

Fax Number: 3128622200
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Phone: 312-862-3865
Email: christine.casey@kirkland.com
Correspondent Name: Kirkland & Ellis LLP
Address Line 1: 300 N. LaSalle Street, 28th Floor
Address Line 2: c/o Christine Casey
Address Line 4: Chicago, ILLINOIS 60654

TRADEMARK

	12364-4 CAC
NAME OF SUBMITTER:	Christine Casey
Signature:	/Christine Casey/
Date:	05/11/2012
Total Attachments: 4 source=Herbst-Affinity -- Termination of Trademarks Security Agreement _00445-0812_#page1.tif source=Herbst-Affinity -- Termination of Trademarks Security Agreement _00445-0812_#page2.tif source=Herbst-Affinity -- Termination of Trademarks Security Agreement _00445-0812_#page3.tif source=Herbst-Affinity -- Termination of Trademarks Security Agreement _00445-0812_#page4.tif	

TRADEMARK RELEASE

THIS TRADEMARK RELEASE (this "Release") is given as of this 9th day of May, 2012 by Wilmington Trust Company, as administrative agent (the "Grantee"), whose address is 50 South Sixth Street, Suite 1290, Minneapolis, MN 55402, to Affinity Gaming, LLC, a Nevada limited liability company ("Affinity"), whose address is 3440 W. Russell Road, Las Vegas, Nevada 89118, and its subsidiaries (together with Affinity, the "Grantors") as follows:

WHEREAS, the Grantors entered into a Short-Form Trademark Security Agreement, dated as of December 31, 2010 (as amended, supplemented and otherwise in effect as of the date hereof, the "Trademark Security Agreement"), in favor of the Grantee under the Credit Agreement referred to herein, pursuant to which the Grantors granted to the Grantee a security interest in certain intellectual property, including the U.S. trademarks listed on Schedule 1 attached hereto and all other trademarks of such Grantors that are registered with (or for which applications for registrations have been filed with) the United States Patent and Trademark Office (collectively, the "Released Trademarks"), as collateral security for the payment and performance of certain obligations set forth in the Credit Agreement, dated as of December 31, 2010, among the Grantors, the Grantee, the lenders party thereto and certain other parties thereto (as amended, supplemented and otherwise in effect as of the date hereof, the "Credit Agreement"). The Trademark Security Agreement was recorded in the United States Patent and Trademark Office on January 3, 2011 at Reel/Frame 00445/0812.

WHEREAS, the Grantee has agreed to release its existing security interest in the Released Trademarks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged:

The Grantee hereby unconditionally, irrevocably and absolutely releases, terminates, extinguishes and forever discharges any and all of its rights, title to, and interest in the Released Trademarks, as well as all associated goodwill thereto. This Release shall be binding upon Grantee's legal representatives, assigns and successors. The parties hereto authorize and request the Director of Patents and Trademarks of the United States of America to record this Release against the Released Trademarks.

[Signature Page Follows]

IN WITNESS WHEREOF, the Grantee has caused this Release to be duly executed by its officer thereunto duly authorized as the date above first written.

By: [Signature]
Name: STEVEN C. MAURY
Title VICE PRESIDENT

STATE OF Delaware)
COUNTY OF New Castle) SS.

I, a notary public, in and for the county and state aforesaid, do hereby certify that [Signature] personally known to me to be the Vice President of Wilman Trust Co, appeared before me this day in person and acknowledged that (s)he signed the above and foregoing instrument as his/her free and voluntary act and as the free and voluntary act of _____ pursuant to the authority granted to him/her by _____ for the uses and purposes set forth therein.

7th day of May 2012. IN WITNESS WHEREOF, I have hereunto set my hand and notarial seal this

[Signature]
Notary Public
PATRICIA W. ZINK

Notary Public - State of Delaware
My Comm. Expires June 20, 2013

My commission expires: _____

[Signature Page to Trademark Release (00445/0812)]

SCHEDULE 1

List of Released Trademarks

Trademark	Record Owner	Serial No.	Filing Date	Registration No.	Registration Date
RAIL CITY	Affinity Gaming, LLC	75/055,796	2/9/1996	2,126,132	12/30/1997
RAIL CITY	Affinity Gaming, LLC	75/055,795	2/9/1996	2,124,254	12/23/1997
RAIL CITY	Affinity Gaming, LLC	75/055,794	2/9/1996	2,124,253	12/23/1997
BUFFALO BILL'S RESORT & CASINO	Affinity Gaming, LLC	74/437,044	9/17/1993	1,874,879	1/17/1995
BUFFALO BILL'S RESORT & CASINO	Affinity Gaming, LLC	76/258,727	5/16/2001	3,270,691	7/31/2001
BUFFALO BILL'S RESORT CASINO (and design)	Affinity Gaming, LLC	75/018,544	11/13/1995	2,003,237	9/24/1996
BUFFALO BILL'S RESORT CASINO (and design)	Affinity Gaming, LLC	75/018,542	11/13/1995	2,015,414	11/12/1996
BUFFALO BILL'S RESORT - CASINO WW (and design)	Affinity Gaming, LLC	74/669,075	5/2/1995	1,980,864	6/18/1996
DESPERADO (and design)	Affinity Gaming, LLC	75/018,372	11/13/1995	2,006,265	10/08/1996
PRIMADONNA RV VILLAGE (and design)	The Primadonna Company, LLC	75/018,540	11/13/1995	2,035,222	2/4/1997
PRIMM CENTER	Affinity Gaming, LLC	78/458,109	7/28/2004	2,930,995	3/8/2005
PRIMM REWARDS PLAYERS CLUB (and design)	Affinity Gaming, LLC	78/352,704	1/15/2004	3,177,732	11/28/2006
PRIMM VALLEY CASINO RESORTS BUFFALO BILL'S PRIMM VALLEY WHISKEY PETE'S	Affinity Gaming, LLC	76/572,212	1/23/2004	3,761,941	3/23/2010
PRIMM VALLEY CASINO RESORTS BUFFALO BILL'S PRIMM VALLEY WHISKEY PETE'S	Affinity Gaming, LLC	76/572,213	1/23/2004	3,753,480	3/2/2010
PRIMM VALLEY LOTTO STORE	Affinity Gaming, LLC	78/458,128	7/28/2004	2,930,997	3/8/2005
PRIMM VALLEY LOTTO STORE	Affinity Gaming, LLC	78/458,119	7/28/2004	2,930,996	3/8/2005
PRIMM VALLEY RESORT & CASINO	The Primadonna Company, LLC	76/302,813	8/3/2001	2,550,123	3/19/2002
PRIMM VALLEY RESORT & CASINO	Affinity Gaming, LLC	76/293,601	8/1/2001	2,578,383	6/11/2002
PRIMM VALLEY RESORT & CASINO	Affinity Gaming, LLC	76/293,602	8/1/2001	2,591,370	7/9/2002

Trademark	Record Owner	Serial No.	Filing Date	Registration No.	Registration Date
PRIMM VALLEY RESORT & CASINO (and design)	Affinity Gaming, LLC	76/293,603	8/1/2001	2,582,010	6/18/2002
PRIMM VALLEY RESORT & CASINO (and design)	Affinity Gaming, LLC	76/293,604	8/1/2001	2,585,159	6/25/2002
PRIMM VALLEY RESORT & CASINO (and design)	The Primadonna Company, LLC	76/302,812	8/3/2001	2,550,122	3/19/2002
PRIMM VALLEY RESORTS	Affinity Gaming, LLC	76/305,179	8/23/2001	2,642,418	10/29/2002
PRIMM VALLEY RESORTS	The Primadonna Company, LLC	76/469,319	11/22/2002	2,781,650	11/11/2003
PRIMM VALLEY RESORTS	The Primadonna Company, LLC	76/305,180	8/23/2001	2,668,425	12/31/2002
PRIMM VALLEY RESORTS (and design)	The Primadonna Company, LLC	76/305,182	8/23/2001	2,662,345	12/17/2002
PRIMM VALLEY RESORTS (and design)	The Primadonna Company, LLC	76/305,181	8/23/2001	2,600,924	7/30/2002
PRIMM VALLEY RESORTS (and design)	Affinity Gaming, LLC	76/469,318	11/22/2002	2,781,649	11/11/2003
STAR OF THE DESERT ARENA	Affinity Gaming, LLC	74/613,223	12/19/1994	2,012,596	10/29/1996
STAR OF THE DESERT ARENA (and design)	The Primadonna Company, LLC	76/541,642	8/21/2003	2,883,905	9/14/2004
WHISKEY PETE'S	Affinity Gaming, LLC	74/086,921	8/13/1990	1,673,710	1/28/1992
WHISKEY PETE'S	Affinity Gaming, LLC	74/672,484	5/2/1995	1,959,074	2/27/1996
WHISKEY PETE'S HOTEL & CASINO	Affinity Gaming, LLC	76/258,725	5/16/2001	2,573,440	5/28/2002
WHISKEY PETE'S HOTEL & CASINO	Affinity Gaming, LLC	76/258,726	5/16/2001	2,569,905	5/14/2002
WHISKEY PETE'S HOTEL CASINO (and design)	Affinity Gaming, LLC	75/018,549	11/13/1995	2,068,679	6/10/1997
WHISKEY PETE'S HOTEL CASINO (and design)	Affinity Gaming, LLC	76/258,670	5/16/2001	2,604,325	8/6/2002
WHISKEY PETE'S HOTEL CASINO (and design)	Affinity Gaming, LLC	75/018,543	11/13/1995	2,001,633	9/17/1996
WHISKEY PETE'S HOTEL CASINO (and design)	Affinity Gaming, LLC	76/258,671	5/16/2001	2,569,904	5/14/2002
PRIMADONNA RV VILLAGE	The Primadonna Company, LLC	75/018,540	11/13/1995	2,035,222	2/4/1997
THE DEPOT CASINO (Nevada)	Dayton Gaming, Inc.	N/A	N/A	NV3000011251	8/10/1998
PIONEER PETE'S (Nevada)	Herbst Gaming, Inc.	N/A	8/12/1987	TN00210258	8/12/1987