

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	02/28/2012

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Golden Gaming, Inc.		12/28/2012	CORPORATION: NEVADA

RECEIVING PARTY DATA

Name:	Golden Gaming, LLC
Street Address:	6595 S. Jones Boulevard
Internal Address:	Las Vegas
City:	Las Vegas
State/Country:	NEVADA
Postal Code:	89118
Entity Type:	LIMITED LIABILITY COMPANY: NEVADA

PROPERTY NUMBERS Total: 41

Property Type	Number	Word Mark
Serial Number:	85651293	GOLDEN GAMING CASINOS SLOT MANAGEMENT TAVERNS
Serial Number:	85651308	GOLDEN ROUTE OPERATIONS SERVICE. INNOVATION. RESULTS.
Serial Number:	85653334	GOLD TOWN CASINO
Serial Number:	85651314	GOLDEN ROUTE OPERATIONS SERVICE. INNOVATION. RESULTS.
Serial Number:	85651289	GOLDEN GAMING CASINOS SLOT MANAGEMENT TAVERNS
Serial Number:	85550021	CHECKOUT REWARDS SHOP. PLAY. WIN.
Serial Number:	85550016	CHECKOUT REWARDS SHOP. PLAY. WIN.
Serial Number:	85550012	CHECKOUT REWARDS
Serial Number:	85550005	CHECKOUT REWARDS
Serial Number:	85522705	THE MEGA WHEEL
Serial Number:	85522701	THE MEGA WHEEL

CH \$1040.00 85651293

Serial Number:	85372821	SIERRA GOLD CASINO
Serial Number:	85372799	SIERRA GOLD CASINO
Serial Number:	85372775	SIERRA GOLD CASINO
Serial Number:	85509765	NEVADA REWARDS
Serial Number:	85509747	NEVADA REWARDS
Serial Number:	85653340	GOLD TOWN CASINO
Serial Number:	85653326	GOLD TOWN CASINO
Registration Number:	3205895	GOLD BAR
Registration Number:	3205894	GOLDEN TAVERN GROUP
Registration Number:	3205892	GOLDEN TAVERN GROUP
Registration Number:	3205891	GOLDEN CASINO GROUP
Registration Number:	3205888	GOLDEN CASINO GROUP
Registration Number:	3741243	GOLD PASS
Registration Number:	3422910	PT'S
Registration Number:	3409116	PT'S
Registration Number:	3218537	SIERRA GOLD
Registration Number:	2973734	SIERRA GOLD
Registration Number:	3764507	GOLDEN BAD BEAT
Registration Number:	3747592	GOLDEN BAD BEAT
Registration Number:	3820157	SIERRA GOLD A NEVADA STYLE TAVERN LAS VEGAS HENDERSON RENO N. LAS VEGAS
Registration Number:	3833352	SIERRA GOLD A NEVADA STYLE TAVERN
Registration Number:	3504947	I WANT MY PT'S
Registration Number:	3504946	I WANT MY PT'S
Registration Number:	3356032	NUGGET HOTEL CASINO PAHRUMP NEVADA
Registration Number:	3359463	NUGGET HOTEL CASINO PAHRUMP NEVADA
Registration Number:	3372387	GOLDEN GAMING
Registration Number:	3372386	GOLDEN GAMING
Registration Number:	3233863	SIERRA GOLD
Registration Number:	3131570	GOLDEN REWARDS
Registration Number:	3029804	SIERRA GOLD

CORRESPONDENCE DATA

Fax Number: 7027929002

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

**TRADEMARK
REEL: 004981 FRAME: 0904**

Phone: 702-792-3773
Email: lvpto@gtlaw.com
Correspondent Name: Greenberg Traurig, LLP; Attn. L.Thompson
Address Line 1: 3773 Howard Hughes Parkway
Address Line 2: Suite 400N
Address Line 4: Las Vegas, NEVADA 89169

ATTORNEY DOCKET NUMBER:	087918 GGI TO GLLC
NAME OF SUBMITTER:	Lauri S. Thompson
Signature:	/Lauri S. Thompson/
Date:	03/14/2013

Total Attachments: 6

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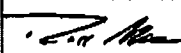


ROSS MILLER
Secretary of State
204 North Carson Street, Suite 1
Carson City, Nevada 89701-4520
(775) 684-6708
Website: www.nvsos.gov



140301

Articles of Conversion
(PURSUANT TO NRS 92A.205)
Page 1

Filed in the office of  Ross Miller Secretary of State State of Nevada	Document Number 20120142011-04 Filing Date and Time 02/28/2012 3:32 PM Entity Number C3575-1988
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USE BLACK INK ONLY - DO NOT HIGHLIGHT

ABOVE SPACE IS FOR OFFICE USE ONLY

Articles of Conversion
(Pursuant to NRS 92A.205)

1. Name and jurisdiction of organization of constituent entity and resulting entity:

Golden Gaming, Inc.
Name of constituent entity

Nevada
Jurisdiction

Corporation
Entity type *

and,

Golden Gaming, LLC
Name of resulting entity

Nevada
Jurisdiction

Limited Liability Company
Entity type *

2. A plan of conversion has been adopted by the constituent entity in compliance with the law of the jurisdiction governing the constituent entity.

3. Location of plan of conversion: (check one)

The entire plan of conversion is attached to these articles.

The complete executed plan of conversion is on file at the registered office or principal place of business of the resulting entity.

The complete executed plan of conversion for the resulting domestic limited partnership is on file at the records office required by NRS 88.330.

* corporation, limited partnership, limited-liability limited partnership, limited-liability company or business trust .

This form must be accompanied by appropriate fees.

Nevada Secretary of State 92A Conversion Page 1
Revised: 5-31-11



ROSS MILLER
Secretary of State
204 North Carson Street, Suite 1
Carson City, Nevada 89701-4820
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Articles of Conversion
(PURSUANT TO NRS 92A.205)
Page 2

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4. Forwarding address where copies of process may be sent by the Secretary of State of Nevada (if a foreign entity is the resulting entity in the conversion):

Attn: _____
c/o: _____

5. Effective date and time of filing: (optional) (must not be later than 90 days after the certificate is filed)

Date: February 29, 2012 Time: 12:01 A.M.

6. Signatures - must be signed by:

1. if constituent entity is a Nevada entity: an officer of each Nevada corporation; all general partners of each Nevada limited partnership or limited-liability limited partnership; a manager of each Nevada limited-liability company with managers or one member if there are no managers; a trustee of each Nevada business trust; a managing partner of a Nevada limited-liability partnership (a.k.a. general partnership governed by NRS chapter 87).

2. if constituent entity is a foreign entity: must be signed by the constituent entity in the manner provided by the law governing it.

Golden Sewing, Inc.

Name of constituent entity

X

Signature

EVP/Secretary-Treasurer 2/28/12

Title

Date

* Pursuant to NRS 92A.205(4) if the conversion takes effect on a later date specified in the articles of conversion pursuant to NRS 92A.240, the constituent document filed with the Secretary of State pursuant to paragraph (b) subsection 1 must state the name and the jurisdiction of the constituent entity and that the existence of the resulting entity does not begin until the later date. This statement must be included within the resulting entity's articles.

FILING FEE: \$350.00

IMPORTANT: Failure to include any of the above information and submit with the proper fees may cause this filing to be rejected.

This form must be accompanied by appropriate fees.

Nevada Secretary of State 92A Conversion Page 2
Revised: 6-31-11



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204 North Carson Street, Suite 4
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050103

**Articles of Organization
Limited-Liability Company**
(PURSUANT TO NRS CHAPTER 86)

Filed in the office of <i>Ross Miller</i> Ross Miller Secretary of State State of Nevada	Document Number 20120142012-15 Filing Date and Time 02/28/2012 3:32 PM Entity Number C3575-1988
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1. Name of Limited-Liability Company: (must contain approved limited-liability company wording; see instructions)	GOLDEN GAMING, LLC		Check box if a Series Limited-Liability Company <input type="checkbox"/>	Check box if a Restricted Limited-Liability Company <input type="checkbox"/>
2. Registered Agent for Service of Process: (check only one box)	<input type="checkbox"/> Commercial Registered Agent <input checked="" type="checkbox"/> Noncommercial Registered Agent (name and address below) OR <input type="checkbox"/> Office or Position with Entity (name and address below) Jones Vargas, Chartered Name of Noncommercial Registered Agent OR Name of Title of Office or Other Position with Entity 3773 Howard Hughes Pkwy, 3rd Floor So Las Vegas Nevada 89169 Street Address City State Zip Code Mailing Address (if different from street address) City State Zip Code			
3. Dissolution Date: (optional)	Latest date upon which the company is to dissolve (if existence is not perpetual):			
4. Management: (required)	Company shall be managed by: <input checked="" type="checkbox"/> Manager(s) OR <input type="checkbox"/> Member(s) (check only one box)			
5. Name and Address of each Manager or Managing Member: (attach additional page if more than 3)	1) Blake L. Sartini Name 6595 S. Jones Boulevard Las Vegas NV 89118 Street Address City State Zip Code			
	2) Rod S. Atamian Name 6595 S. Jones Boulevard Las Vegas NV 89118 Street Address City State Zip Code			
	3) _____ Name Street Address City State Zip Code			
6. Effective Date and Time: (optional)	Effective Date: February 29, 2012 Effective Time: 12:01 a.m.			
7. Name, Address and Signature of Organizer: (attach additional page if more than 1 organizer)	Jodi R. Goodheart Name 3773 Howard Hughes Pkwy, 3rd Floor So Las Vegas NV 89169 Address City State Zip Code Organizer Signature			
8. Certificate of Acceptance of Appointment of Registered Agent:	I hereby accept appointment as Registered Agent for the above named Entity. X Jodi R. Goodheart Authorized Signature of Registered Agent or On Behalf of Registered Agent Entity Date: 2/28/12			

This form must be accompanied by appropriate fees.

Nevada Secretary of State NRS 86 LLC Articles
Revised: 8-31-11

ATTACHMENT 1 TO ARTICLES OF ORGANIZATION OF GOLDEN GAMING, LLC**Additional Provisions****9. Indemnification and Payment of Expenses:**

9.1 Indemnification and Payment of Expenses. In addition to any other rights of indemnification permitted by the laws of the State of Nevada, as may be provided for by the Company in its operating agreement or any other agreement, the expenses of any member and any manager incurred in defending a civil, criminal, administrative or investigative action, suit or proceeding involving alleged acts or omissions of such member or manager in the capacity of a member or manager of the Company, must be paid by the Company, or through insurance purchased and maintained by the Company or through other financial arrangements made by the Company permitted by the laws of the State of Nevada, as such expenses are incurred and in advance of the final disposition of the action, suit or proceeding, upon receipt of an unsecured undertaking by or on behalf of the member or manager to repay the amount if it is ultimately determined by a court of competent jurisdiction that the manager or member is not entitled to be indemnified by the Company.

9.2 Repeal, Modification and Conflicts. Any repeal or modification of Section 9.1 approved by the members of the Company shall be prospective only. In the event of any conflict between Section 9.1 and any other article of the Company's articles of organization, the terms and provisions of Section 9.1 shall control.

10. Character and General Nature of Business. The character and general nature of the business to be conducted by the Company is to own membership interests in an entity or entities owning, operating, managing and/or conducting gaming. The Company may also engage in any other lawful business for which limited liability companies may be formed under the laws of the State of Nevada.

11. Gaming Law Transfer Restrictions:

11.1 Restriction on Sale, Assignment, Transfer, Pledge or Other Disposition. Notwithstanding anything to the contrary expressed or implied in these articles, the sale, assignment, transfer, pledge or other disposition of any interest in the Company is ineffective unless approved in advance by the Nevada Gaming Commission (the "Commission"). If at any time the Commission finds that a member which owns any such interest is unsuitable to hold that interest, the Commission shall immediately notify the Company of that fact. The Company shall, within 10 days from the date that it receives the notice from the Commission, return to the unsuitable member the amount of its capital account as reflected on the books of the Company.

Beginning on the date when the Commission serves notice of a determination of unsuitability, pursuant to the preceding sentence, upon the Company, it is unlawful for the unsuitable member:

- (a) To receive any share of the distribution of profits or cash or any other property of, or payments upon dissolution of, the Company, other than a return of capital as required above;
- (b) To exercise directly or through a trustee or nominee, any voting right conferred by such interest;
- (c) To participate in the management of the business and affairs of the Company; or
- (d) To receive any remuneration in any form from the Company, for services rendered or otherwise.

11.2 **Withdrawal by Unsuitable Member.** Any member found unsuitable by the Commission shall return all evidence of any ownership in the Company to the Company, at which time the Company shall, within 10 days after the Company receives notice from the Commission, return to the member in cash, the amount of its capital account as reflected on the books of the Company, and the unsuitable member shall no longer have any direct or indirect interest in the Company.

SECRETARY OF STATE



LIMITED LIABILITY COMPANY CHARTER (CONVERSION)

I, ROSS MILLER, the Nevada Secretary of State, do hereby certify that **GOLDEN GAMING, LLC** did on May 5, 1988, file in this office the Convert In and Articles of Organization for a Limited Liability Company, that said Articles are now on file and of record in the office of the Nevada Secretary of State, and further, that said Articles contain the provisions required by the laws governing Limited Liability Companies in the State of Nevada.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office on February 28, 2012.

A handwritten signature in black ink, appearing to read "Ross Miller".

ROSS MILLER
Secretary of State

Certified By: Kamlesh Bhardwaj
Certificate Number: C20120228-4999
You may verify this certificate
online at <http://www.nvsos.gov/>