

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Affinity Gaming		04/30/2013	CORPORATION: NEVADA

RECEIVING PARTY DATA

Name:	Deutsche Bank Trust Company Americas
Street Address:	60 Wall Street
City:	New York
State/Country:	NEW YORK
Postal Code:	10005
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Registration Number:	3317544	GOLDEN MARDI GRAS CASINO
Registration Number:	3293813	GOLDEN MARDI GRAS CASINO
Registration Number:	3297550	GOLDEN GULCH CASINO
Registration Number:	3324143	GOLDEN GULCH CASINO
Registration Number:	3312014	GOLDEN GATES CASINO & POKER PARLOUR
Registration Number:	3293814	GOLDEN GATES CASINO & POKER PARLOUR

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: 312-862-2000
 Email: donna.gasiorowski@kirkland.com
 Correspondent Name: Kirkland & Ellis LLP
 Address Line 1: 300 North LaSalle Street
 Address Line 2: c/o Donna Gasiorowski, Sr. Legal Asst.
 Address Line 4: Chicago, ILLINOIS 60654

CH \$165.00 3317544

ATTORNEY DOCKET NUMBER:	12364-4 DRG
NAME OF SUBMITTER:	Donna Gasiorowski
Signature:	/DONNA GASIOROWSKI/
Date:	05/09/2013
Total Attachments: 4 source=4-30-2013 Security Interest in Trademarks Affinity Gaming to Deutsche Bank#page1.tif source=4-30-2013 Security Interest in Trademarks Affinity Gaming to Deutsche Bank#page2.tif source=4-30-2013 Security Interest in Trademarks Affinity Gaming to Deutsche Bank#page3.tif source=4-30-2013 Security Interest in Trademarks Affinity Gaming to Deutsche Bank#page4.tif	

GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, Affinity Gaming, a Nevada corporation (the "Grantor"), hereby grants to Deutsche Bank Trust Company Americas, as Collateral Agent, with principal offices at 60 Wall Street, New York, NY 10005 (the "Grantee"), for the ratable benefit of the Secured Creditors, a security interest in (i) all of the Grantor's right, title and interest in, to and under to the United States trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto, (ii) all Proceeds (as such term is defined in the Guaranty and Collateral Agreement referred to below) and products of the Marks and (iii) the goodwill of the businesses associated with or symbolized by the Marks.

This Grant is made to secure the satisfactory performance and payment of all the Secured Obligations of the Grantor, as such term is defined in the Guaranty and Collateral Agreement among the Grantor, the other grantors from time to time party thereto and the Grantee, dated as of May 9, 2012 (as amended, modified, restated and/or supplemented from time to time, the "Guaranty and Collateral Agreement").


This Grant has been granted in conjunction with the security interest granted to the Grantee under the Guaranty and Collateral Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Guaranty and Collateral Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Guaranty and Collateral Agreement, the provisions of the Guaranty and Collateral Agreement shall govern.

This Grant shall be construed in accordance with and governed by the laws of the State of New York (without regard to conflicts of law principles).

[Remainder of this page intentionally left blank; signature page follows]

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the 30th day of April, 2013.

AFFINITY GAMING,
as Grantor

By 
Name: Marc H. Rubenstein
Title: Secretary

DEUTSCHE BANK TRUST COMPANY AMERICAS,
as Collateral Agent and Grantee

By Mary Kay Coyle
Name: **Mary Kay Coyle**
Title: **Managing Director**

By [Signature]
Name: **Erin Morrissey**
Title: **Director**

Signature Page for Grant of Security Interest in Trademarks -- Affinity Gaming

TRADEMARK
REEL: 005023 FRAME: 0656

TRADEMARK REGISTRATIONS AND TRADEMARK APPLICATIONS

Trademark	Serial No. / Registration No.	Filing Date / Registration Date
FULL HOUSE CAFÉ (Classes 42 and 43)	20061187755 (Colorado Secretary of State)	May 8, 2006
GOLDEN EXPRESS SNACK BAR (Classes 42 and 43)	20061187721 (Colorado Secretary of State)	May 8, 2006
GOLDEN TOUCH WINNER'S CIRCLE (Classes 35 and 42)	20061187742 (Colorado Secretary of State)	May 8, 2006
KING OF BLACK HAWK (Class 42)	(Colorado Secretary of State)	Not yet filed
QUEEN OF BLACKHAWK (Class 42)	(Colorado Secretary of State)	Not yet filed
WINNER'S GRILLE (Class 43)	20061187728 (Colorado Secretary of State)	May 8, 2006
GOLDEN MARDI GRAS CASINO (Trademark Class 41)	Serial #: 78851710 Registration #: 3317544 (USPTO)	Filing Date: March 31,2006 Registration Date: Oct 23, 2007
GOLDEN MARDI GRAS CASINO (Trademark Class 43)	Serial #: 78851707 Registration #: 3293813 (USPTO)	Filing Date: March 31,2006 Registration Date: Sep 18, 2007
GOLDEN GULCH CASINO (Trademark Class 41)	Serial #: 78851715 Registration #: 3297550 (USPTO)	Filing Date: March 31,2006 Registration Date: Sep 25, 2007
GOLDEN GULCH CASINO (Trademark Class 43)	Serial #: 78851722 Registration #: 3324143 (USPTO)	Filing Date: March 31,2006 Registration Date: Oct 30, 2007
GOLDEN GATES CASINO & POKER PARLOUR (Trademark Class 41)	Serial #: 78851727 Registration #: 3312014 (USPTO)	Filing Date: March 31,2006 Registration Date: Oct 16, 2007
GOLDEN GATES CASINO & POKER PARLOUR (Trademark Class 43)	Serial #: 78851734 Registration #: 3293814 (USPTO)	Filing Date: March 31,2006 Registration Date: Sep 18, 2007