

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

| | | | |
|---|--|----------|----------------------------------|
| SUBMISSION TYPE: | CORRECTIVE ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | Corrective Assignment to correct the name of the assignee to read as Penn National Turf Club, LLC (not Pennsylvania National Turf Club, LLC) previously recorded on Reel 005134 Frame 0392. Assignor(s) hereby confirms the merger of Pennsylvania National Turf Club, Inc. into Penn National Turf Club, LLC. | | |
| CONVEYING PARTY DATA | | | |
| | Name | Formerly | Execution Date |
| | Pennsylvania National Turf Club, Inc. | | 10/15/2013 |
| | | | Entity Type |
| | | | CORPORATION: PENNSYLVANIA |
| RECEIVING PARTY DATA | | | |
| Name: | Penn National Turf Club, LLC | | |
| Street Address: | 825 BERKSHIRE BOULEVARD, SUITE 200 | | |
| City: | WYOMISSING | | |
| State/Country: | PENNSYLVANIA | | |
| Postal Code: | 19610 | | |
| Entity Type: | LIMITED LIABILITY COMPANY: PENNSYLVANIA | | |
| PROPERTY NUMBERS Total: 1 | | | |
| | Property Type | Number | Word Mark |
| | Registration Number: | 1104969 | THE WORLD SERIES OF HANDICAPPING |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 2158648999 | | |
| <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i> | | | |
| Phone: | 215.864.8209 | | |
| Email: | shorem@ballardspahr.com | | |
| Correspondent Name: | Hara K. Jacobs | | |
| Address Line 1: | Ballard Spahr LLP | | |
| Address Line 2: | 1735 Market Street, 51st Floor | | |
| Address Line 4: | Philadelphia, PENNSYLVANIA 19103-7599 | | |
| ATTORNEY DOCKET NUMBER: | 00128622 | | |
| NAME OF SUBMITTER: | Hara K. Jacobs | | |

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| | |
|---|------------------|
| Signature: | /Hara K. Jacobs/ |
| Date: | 10/28/2013 |
| Total Attachments: 5 source=Penn National Turf Club, LLC#page1.tif source=Penn National Turf Club, LLC#page2.tif source=Penn National Turf Club, LLC#page3.tif source=Penn National Turf Club, LLC#page4.tif source=Penn National Turf Club, LLC#page5.tif | |

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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|---|---|----------------------------------|---------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | MERGER | | |
| EFFECTIVE DATE: | 10/15/2013 | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Pennsylvania National Turf Club, Inc. | | 10/15/2013 | CORPORATION: PENNSYLVANIA |
| RECEIVING PARTY DATA | | | |
| Name: | Pennsylvania National Turf Club, LLC | | |
| Street Address: | 825 Berkshire Boulevard, Suite 200 | | |
| City: | Wyomissing | | |
| State/Country: | PENNSYLVANIA | | |
| Postal Code: | 19610 | | |
| Entity Type: | LIMITED LIABILITY COMPANY: PENNSYLVANIA | | |
| PROPERTY NUMBERS Total: 1 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 1104969 | THE WORLD SERIES OF HANDICAPPING | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 2158648999 | | |
| <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i> | | | |
| Phone: | 215.864.8209 | | |
| Email: | shorem@ballardspahr.com | | |
| Correspondent Name: | Hara K. Jacobs | | |
| Address Line 1: | Ballard Spahr LLP | | |
| Address Line 2: | 1735 Market Street, 51st Floor | | |
| Address Line 4: | Philadelphia, PENNSYLVANIA 19103-7599 | | |
| ATTORNEY DOCKET NUMBER: | 00128622 | | |
| NAME OF SUBMITTER: | Hara K. Jacobs | | |

Entity #: 4205590
Date Filed: 10/15/2013
Carol Aichele
Secretary of the Commonwealth

PENNSYLVANIA DEPARTMENT OF STATE
CORPORATION BUREAU

Certificate of Merger or Consolidation
Limited Liability Company
(15 Pa. C.S. § 8958)

| | | | |
|---------|--------------|----------|--|
| Name | CT - COUNTER | | |
| Address | CT - COUNTER | | |
| City | State | Zip Code | |
| 8925631 | SO PA | | |

Document will be returned to the name and address you enter to the left.

Commonwealth of Pennsylvania
ARTICLES MERGER/CONSOLIDATION-ALL TYPES 4 Page(s)



Fee: \$150 plus \$40 additional for each party in addition to two

In compliance with the requirements of the 15 Pa.C.S. § 8958 (relating to articles of merger or consolidation), the undersigned limited liability company(s), desiring to effect a merger or consolidation, hereby state that:

1. The name of the limited liability company surviving the merger or consolidation is:
Penn National Turf Club, LLC

2. Check and complete one of the following:

The surviving limited liability company is a domestic limited liability company and the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

| | | | | |
|---|------|-------|-----|---------|
| (a) Number and Street | City | State | Zip | County |
| (b) Name of Commercial Registered Office Provider | | | | County |
| c/o: CT Corporation System | | | | Dauphin |

The surviving limited liability company is a qualified foreign limited liability company formed under the laws of _____ and the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

| | | | | |
|---|------|-------|-----|--------|
| (a) Number and Street | City | State | Zip | County |
| (b) Name of Commercial Registered Office Provider | | | | County |
| c/o: | | | | |

The surviving limited liability company is a nonqualified foreign limited liability company formed under the laws of _____ and the address of its principal office under the laws of such domiciliary jurisdiction is:

| | | | |
|-------------------|------|-------|-----|
| Number and Street | City | State | Zip |
|-------------------|------|-------|-----|

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PA DEPT OF STATE

DSCB:15-8958-2

3. The name and the address of the current registered office in this Commonwealth or name of its commercial registered office provider and the county of venue of each other domestic ~~limited liability company~~ corporation and qualified foreign limited liability company which is a party to the plan of merger or consolidation are as follows:

| Name | Registered Office Address | Commercial Registered Office Provider | County |
|---|---------------------------|---------------------------------------|--------|
| Pennsylvania National Turf Club, Inc. - c/o CT Corporation System, Dauphin County | | | |
| | | | |
| | | | |

4. Check, and if appropriate complete, one of the following:

The plan of merger or consolidation shall be effective upon filing these Articles of Merger in the Department of State.

The plan of merger or consolidation shall be effective on: October 15, 2013 at 10:15 a.m.
Date Hour

5. The manner in which the plan of merger or consolidation was adopted by each domestic limited liability company is as follows:

| Name of Limited Liability Company | Manner of Adoption |
|---------------------------------------|--|
| Penn National Turf Club, LLC | Adopted by the Sole Member |
| Pennsylvania National Turf Club, Inc. | Adopted by the Shareholders and Board of Directors |

6. ~~Strike out this paragraph if no foreign limited liability company is a party to the merger or consolidation:~~

~~The plan was authorized, adopted or approved, as the case may be, by the foreign limited liability company (or each of the foreign limited liability companies) party to the plan in accordance with the laws of the jurisdiction in which it is organized.~~

7. Check, and if appropriate complete, one of the following:

The plan of merger or consolidation is set forth in full in Exhibit A attached hereto and made a part hereof.

Pursuant to 15 Pa.C.S. § 8958 (b) (relating to omission of certain provisions of plan of merger or consolidation) the provisions, if any, of the plan of merger or consolidation that amend or constitute the operative Certificate of Organization of the surviving limited liability company as in effect subsequent to the effective date of the plan are set forth in full in Exhibit A attached hereto and made a part hereof. The full text of the plan of merger or consolidation is on file at the principal place of business of the surviving limited liability company, the address of which is:
825 Berkshire Blvd., Wyomissing, PA 19610 - Berks County

| Number and street | City | State | Zip | County |
|-------------------|------|-------|-----|--------|
|-------------------|------|-------|-----|--------|

DSCB: 15-8958-3

IN TESTIMONY WHEREOF, the undersigned limited liability company has caused this Certificate of Merger or Consolidation to be signed by a duly authorized member or manager thereof this

15th day of October, 2013

Penn National Turf Club, LLC

Name of Limited Liability Company

Robert J. Spaduto
Signature

Secretary and Treasurer

Title

Pennsylvania National Turf Club, Inc.

Name of Limited Liability Company

Robert J. Spaduto
Signature

Secretary and Treasurer

Title