

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Conversion and Change of Name

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
W2007 Arizona Charlie^39s Propco, L.P.		11/18/2013	LIMITED PARTNERSHIP: DELAWARE

RECEIVING PARTY DATA

Name:	W2007 Arizona Charlie^39s Propco, LLC
Street Address:	2000 Las Vegas Boulevard South
City:	Las Vegas
State/Country:	NEVADA
Postal Code:	89104
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 4

Property Type	Number	Word Mark
Registration Number:	4261099	BUILT FOR THE GAMBLER
Registration Number:	4002323	RON'S STEAKHOUSE
Registration Number:	4107597	RON'S STEAKHOUSE
Registration Number:	3830627	ARIZONA CHARLIE'S

CORRESPONDENCE DATA

Fax Number: 2122919868
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 212-558-4229
 Email: demarcor@sullcrom.com, nguyenb@sullcrom.com
 Correspondent Name: Raffaele A. DeMarco
 Address Line 1: 125 Broad Street
 Address Line 2: Sullivan & Cromwell LLP
 Address Line 4: New York, NEW YORK 10004-2498

ATTORNEY DOCKET NUMBER:	020792/00001 (RAD)
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OP \$115.00 4261099

NAME OF SUBMITTER:	Raffaele A. DeMarco
Signature:	/Raffaele A. DeMarco/
Date:	12/17/2013
Total Attachments: 6 source=W2007 Arizona Charlie's Propco LLC Conversion Formation certified copy#page1.tif source=W2007 Arizona Charlie's Propco LLC Conversion Formation certified copy#page2.tif source=W2007 Arizona Charlie's Propco LLC Conversion Formation certified copy#page3.tif source=W2007 Arizona Charlie's Propco LLC Conversion Formation certified copy#page4.tif source=W2007 Arizona Charlie's Propco LLC Conversion Formation certified copy#page5.tif source=W2007 Arizona Charlie's Propco LLC Conversion Formation certified copy#page6.tif	

Delaware

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The First State

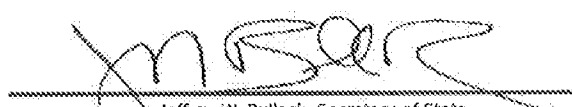
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE LIMITED PARTNERSHIP UNDER THE NAME OF "W2007 ARIZONA CHARLIE'S PROPCO, L.P." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "W2007 ARIZONA CHARLIE'S PROPCO, L.P." TO "W2007 ARIZONA CHARLIE'S PROPCO, LLC", FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF NOVEMBER, A.D. 2013, AT 3:42 O'CLOCK P.M.

4501524 8100V

131320745

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0907631

DATE: 11-19-13

TRADEMARK
REEL: 005178 FRAME: 0629

CERTIFICATE OF CONVERSION

CONVERTING

W2007 Arizona Charlie's Propco, L.P.
(A Delaware Limited Partnership)

TO

W2007 Arizona Charlie's Propco, LLC
(A Delaware Limited Liability Company)

This Certificate of Conversion is being filed for the purpose of converting W2007 Arizona Charlie's Propco, L.P., a Delaware limited partnership (the "Converting Company"), to a Delaware limited liability company to be named W2007 Arizona Charlie's Propco, LLC (the "Company") pursuant to Section 17-219 of the Delaware Revised Uniform Limited Partnership Act, 6 Del. C. §§ 17-101 et seq. and Section 18-214 of the Delaware Limited Liability Company Act, 6 Del. C. §§ 18-101 et seq. (the "Delaware LLC Act").

The undersigned, being duly authorized to execute and file this Certificate of Conversion, does hereby certify as follows:

1. Name of Converting Company. The name of the Converting Company immediately prior to the filing of this Certificate of Conversion was "W2007 Arizona Charlie's Propco, L.P."

2. Date and Jurisdiction of Formation of Converting Company. The date on which, and the jurisdiction where, the Converting Company was formed, which jurisdiction has not changed, are as follows:

<u>Date</u>	<u>Jurisdiction</u>
February 7, 2008	Delaware

3. Name of Converted Limited Liability Company. The name of the Delaware limited liability company to which the Converting Company is being converted as set forth in the certificate of formation filed in accordance with Section 18-214(b) of the Delaware LLC Act is "W2007 Arizona Charlie's Propco, LLC".

4. Effective Time. This Certificate of Conversion shall be effective as of the date of its filing in the Office of the Secretary of State of the State of Delaware.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned, being an authorized person of the Company, has duly executed this Certificate of Conversion this 18 day of November, 2013.



Name: Frank V. Riolo
Title: Authorized Person

7641151.1

[Signature Page -- Certificate of Conversion of W2007 Arizona Charlie's Propco, L.P.]

TRADEMARK
REEL: 005178 FRAME: 0631

Delaware

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The First State


I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "W2007 ARIZONA CHARLIE'S PROPCO, LLC" FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF NOVEMBER, A.D. 2013, AT 3:42 O'CLOCK P.M.



4501524 8100V

131320745

You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0907631

DATE: 11-19-13

TRADEMARK
REEL: 005178 FRAME: 0632

CERTIFICATE OF FORMATION

OF

W2007 ARIZONA CHARLIE'S PROPCO, LLC

This Certificate of Formation is being filed pursuant to Section 18-214(b) of the Delaware Limited Liability Company Act, 6 Del. C. §§ 18-101 et seq. (the "Delaware Act"), in connection with the conversion of W2007 Arizona Charlie's Propco, L.P., a Delaware limited partnership, to a Delaware limited liability company.

The undersigned, as an authorized person, does hereby certify as follows:

1. Name. The name of the limited liability company is W2007 Arizona Charlie's Propco, LLC (the "Company").

2. Registered Office and Registered Agent. The Company's registered office in the State of Delaware is located at 1201 N. Market Street, 18th Floor, Wilmington, New Castle County, Delaware 19801. The registered agent of the Company for service of process at such address is Delaware Corporation Organizers, Inc.

3. Effectiveness. This Certificate of Formation shall be effective upon its filing in the Office of the Secretary of State of the State of Delaware.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Formation as of November 18, 2013.



Name: Frank V. Riolo
Title: Authorized Person

7641161.1

[Signature Page -- Certificate of Formation of W2007 Arizona Charlie's Propps, LLC]