

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM393371

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
WELLS FARGO BANK, NATIONAL ASSOCIATION		08/01/2016	National Banking Association: UNITED STATES

RECEIVING PARTY DATA

Name:	MARINA DISTRICT FINANCE COMPANY, INC.
Street Address:	One Borgata Way
City:	Atlantic City
State/Country:	NEW JERSEY
Postal Code:	08401
Entity Type:	Corporation: NEW JERSEY
Name:	MARINA DISTRICT DEVELOPMENT COMPANY, LLC
Street Address:	One Borgata Way
City:	Atlantic City
State/Country:	NEW JERSEY
Postal Code:	08401
Entity Type:	Limited Liability Company: NEW JERSEY

PROPERTY NUMBERS Total: 21

Property Type	Number	Word Mark
Registration Number:	3253836	BORGATA
Registration Number:	3257953	POWER PRIZE JACKPOT AND PLAYERS CARD BON
Registration Number:	3279368	BORGATA
Registration Number:	2857893	MIXX
Registration Number:	2856004	GO TO YOUR HAPPY PLACE
Registration Number:	2849691	BORGATA
Registration Number:	2861458	BORGATA HOTEL CASINO & SPA
Registration Number:	2826573	BORGATA HOTEL CASINO & SPA
Registration Number:	2811863	BORGATA HOTEL CASINO & SPA
Registration Number:	2858017	GO TO YOUR HAPPY PLACE
Registration Number:	2859034	GO TO YOUR HAPPY PLACE
Registration Number:	2891997	RAPID PAY
Registration Number:	3308049	REVEL

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	3261778	REVEL
Registration Number:	2855333	REVEL
Registration Number:	2855332	REVEL
Registration Number:	2931721	BORGATA
Registration Number:	2872782	BORGATA
Registration Number:	3653198	SLOT DOLLARS
Registration Number:	2771933	BORGATA
Registration Number:	2779763	THE BORGATA

CORRESPONDENCE DATA

Fax Number: 4152687522

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

Phone: 4152687000

Email: ksamia@mofo.com

Correspondent Name: Jennifer Lee Taylor

Address Line 1: 425 Market Street

Address Line 2: c/o Morrison & Foerster LLP

Address Line 4: San Francisco, CALIFORNIA 94105

NAME OF SUBMITTER: Jennifer Lee Taylor

SIGNATURE: /JLT2/

DATE SIGNED: 08/01/2016

Total Attachments: 4

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TERMINATION OF TRADEMARK SECURITY AGREEMENT

This Termination of Trademark Security Agreement (this "Termination"), dated as of August 1, 2016, is executed by WELLS FARGO BANK, NATIONAL ASSOCIATION ("Wells Fargo"), as Collateral Agent (the "Secured Party"), in favor of MARINA DISTRICT FINANCE COMPANY, INC., a New Jersey corporation and MARINA DISTRICT DEVELOPMENT COMPANY, LLC a New Jersey limited liability company (each individually, a "Grantor", and collectively, the "Grantors"). Unless otherwise defined herein or the context otherwise requires, terms used in this Termination, including its preamble and recitals, have the meanings provided (or incorporated by reference) in the Trademark Security Agreement (as defined below).

RECITALS

WHEREAS, the Grantors, the Lenders, and Wells Fargo, as L/C Issuer, Swing Line Lender and administrative agent for the Lenders, entered in a certain Amended and Restated Credit Agreement, dated as of July 24, 2013 (as amended or otherwise modified from time to time, the "Credit Agreement"); and

WHEREAS, the Grantors and the Secured Party entered into a certain Trademark Security Agreement dated as of August 6, 2010 (as reaffirmed by that certain Omnibus Reaffirmation dated as of July 24, 2013, among the Grantors and Wells Fargo, the "Trademark Security Agreement"); and

WHEREAS, pursuant to the Trademark Security Agreement, the Grantors granted to the Secured Party a security interest in certain "Trademark Collateral" including certain trademarks; and

WHEREAS, the Credit Agreement and the Trademark Security Agreement have been terminated.

NOW, THEREFORE, the Secured Party agrees as follows:


1. The Secured Party is executing and delivering this Termination as further evidence of the termination of the Trademark Security Agreement.

2. The Secured Party claims no right, title or interest whatsoever in or to any of the "Trademark Collateral" described in the Trademark Security Agreement, and, accordingly, the Secured Party expressly terminates its security interest in the trademarks listed on Exhibit A hereto, which security interest was evidenced by the recordation of the Trademark Security Agreement with the United States Patent and Trademark Office on August 6, 2010, in Reel/Frame 4526/0050.

3. The Secured Party shall, at no expense to itself, take all further actions, and provide to the Grantors, their successors, assigns or other legal representatives, all such cooperation and assistance (including, without limitation, the execution and delivery of any and all documents or other instruments), requested by the Grantors to more fully and effectively effectuate the purposes of this Termination.

IN WITNESS WHEREOF, this Termination is executed as of the first date written above.

WELLS FARGO BANK, NATIONAL
ASSOCIATION

By: 
Name: Julius R. Zamora
Title: Vice President

Signature Page to Termination of Trademark Security Agreement

TRADEMARK
REEL: 005843 FRAME: 0843

Exhibit A

to Termination of Trademark Security Agreement

**MARINA DISTRICT FINANCE COMPANY, INC.
MARINA DISTRICT DEVELOPMENT COMPANY, LLC**

Item A - Trademarks

Serial Number	Reg. Number	Trademark
78977691	3253836	BORGATA
78800680	3257953	POWER PRIZE JACKPOT AND PLAYERS CARD BONUS
78579998	3279368	BORGATA
78202049	2857893	MIXX
78253869	2856004	GO TO YOUR HAPPY PLACE
78206891	2849691	BORGATA
78183961	2861458	BORGATA HOTEL CASINO & SPA
78183960	2826573	BORGATA HOTEL CASINO & SPA
78183959	2811863	BORGATA HOTEL CASINO & SPA
78253865	2858017	GO TO YOUR HAPPY PLACE
78253867	2859034	GO TO YOUR HAPPY PLACE
78253827	2891997	RAPID PAY
78233836	3308049	REVEL
78233834	3261778	REVEL
78233833	2855333	REVEL
78233832	2855332	REVEL
78206796	2931721	BORGATA
78206794	2872782	BORGATA
77407258	3653198	SLOT DOLLARS
75653806	2771933	BORGATA
75653819	2779763	THE BORGATA

Item B – Trademarks Licenses

License agreement between MGM Grand Hotel, LLC and MDDC for the right to use the Seablue name for Borgata's fine dining restaurant managed by the Michael Mina Group.

Boutique Agreement with IT USA to operate a "Just Cavalli" retail store in The Water Club; Agreement provides for a license to use the "Just Cavalli" name.

Boutique Agreement with La Perla to operate a "La Perla" retail store in The Water Club; Agreement provides for a license to use the "La Perla" name.

Trademark and Service Mark License Agreement with MDO Development Corporation to use the name "Water Club".