

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM463798

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
MTR Gaming Group, Inc.		02/28/2018	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	Presque Isle Downs, Inc.		
Street Address:	100 State Street		
Internal Address:	Suite B-100		
City:	Erie		
State/Country:	PENNSYLVANIA		
Postal Code:	16507		
Entity Type:	Corporation: PENNSYLVANIA		
PROPERTY NUMBERS Total: 10			
Property Type	Number	Word Mark	
Serial Number:	85359351	PRESQUE ISLE DOWNS & CASINO	
Serial Number:	85359337	PRESQUE ISLE DOWNS & CASINO	
Serial Number:	85281179	DOWNS CLUBHOUSE & LOUNGE	
Serial Number:	85281142	DOWNS CLUBHOUSE & LOUNGE	
Serial Number:	78368529	PRESQUE ISLE DOWNS	
Serial Number:	78368525	PRESQUE ISLE DOWNS	
Serial Number:	85510348	BACKSTRETCH BUFFET	
Serial Number:	85510341	BACKSTRETCHBAR	
Serial Number:	85510264	BACKSTRETCH BAR	
Serial Number:	85510259	BACKSTRETCH BUFFET	
CORRESPONDENCE DATA			
Fax Number:	2138924270		
<i>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.</i>			
Phone:	424-386-4370		
Email:	ndang@milbank.com		
Correspondent Name:	Nathaniel Dang		
Address Line 1:	2029 Century Park East		
Address Line 2:	33rd Floor		

OP \$265.00 85359351

TRADEMARK

Address Line 4: Los Angeles, CALIFORNIA 90067

NAME OF SUBMITTER: Nathaniel Dang

SIGNATURE: /Nathaniel Dang/

DATE SIGNED: 02/28/2018

Total Attachments: 5

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BILL OF SALE AND TRADEMARK ASSIGNMENT

This agreement (the "Agreement") is entered into between MTR Gaming Group, Inc., a Delaware corporation ("MTR") and Presque Isle Downs, Inc., a Pennsylvania corporation ("Presque").

WHEREAS, MTR owns the U.S. trademark and service mark applications listed in Exhibit A, Schedule 1, attached hereto (collectively, the "Marks");

WHEREAS, Presque is a wholly-owned subsidiary of MTR; and

WHEREAS, MTR wishes to sell and assign to Presque, and Presque wishes to purchase from MTR, all of MTR's right, title, and interest in and to the Marks, including all goodwill associated with the Marks.

NOW, THEREFORE, in consideration of the foregoing and the mutual covenants contained herein, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

1. **Assignment**. MTR sells, assigns, transfers and conveys unto Presque, all of MTR's right, title, and interest to the Marks, worldwide, including any causes of action relating to said Marks, claims for damages, profits and costs, both in equity and law, for any infringement or infringements of rights accruing in said Marks on or before the date of the Assignment, together with all goodwill associated with the Marks, and the subsequent trademark registration thereof as set forth Exhibit A, Schedule 1. Promptly after receiving complete payment as set forth in this Agreement, MTR will execute the assignment attached as Exhibit A and deliver the signed assignment to Presque. Assignor further agrees for itself and on behalf of any affiliates, successors and assigns to cooperate in the registration of the Marks.

2. **Payment**. In full consideration of the rights granted in this Agreement, Presque will pay to MTR the sum of ten dollars (\$10.00).


3. **Entire Agreement**. This Agreement contains the entire understanding of the parties, and there are no written or oral representations governing this Agreement that have not been included herein. This Agreement cannot be modified or otherwise changes except in a writing signed by both parties.

4. **Execution**. The Agreement may be executed in one or more counterparts, each of which will be deemed an original, all of which together will constitute one and the same instrument, without affecting the validity hereof. Scanned signatures shall be deemed binding for all purposes.

Effective Date: February 28, 2018

IN WITNESS WHEREOF, the each of the undersigned has hereto signed or caused this agreement to be signed by its duly authorized officer as of the date first above written.

MTR GAMING GROUP, INC.

By: 
Name: Gary L. Carano
Title: Chief Executive Officer

PRESQUE ISLE DOWNS, INC.


By: 
Name: Gary L. Carano
Title: Chief Executive Officer

EXHIBIT A

TRADEMARK ASSIGNMENT

WHEREAS, MTR Gaming Group, Inc., a Delaware corporation (“MTR”) owns the U.S. trademark and service mark applications listed in Schedule 1 (collectively, the “Marks”);

WHEREAS, Presque Isle Downs, Inc. is a Pennsylvania corporation (“Presque”); and

WHEREAS, Presque is a wholly-owned subsidiary of MTR;

WHEREAS, MTR wishes to assign to Presque all of its rights, title and interest in the Marks, including the pending U.S. applications related to the Marks, worldwide, together with the goodwill of the business symbolized by the Marks, and the subsequent trademark registration thereof the goodwill of its business connected to the Marks, and any causes of action relating to said Marks, claims for damages, profits and costs, both in equity and law, for any infringement or infringements of rights accruing in said Marks on or before the date of the assignment (collectively, the “Property”);

WHEREAS, MTR further agrees for itself and on behalf of any affiliates, successors and assigns to cooperate in the registration of the Marks; and

WHEREAS, Presque wishes to receive the Property from MTR;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, MTR assigns the Property to Presque.

MTR GAMING GROUP, INC.

PRESQUE ISLE DOWNS, INC.

Name:

Title:

Name:

Title:

SCHEDULE 1

<u>Mark</u>	<u>App./Serial No.</u>	<u>Reg. No.</u>	<u>Classes</u>	<u>Goods/Services</u>
PRESQUE ISLE DOWNS & CASINO	85359351	4289720	IC 041; US 100, 101, 107	Entertainment services, namely, organizing and conducting horse races, and casino services.
PRESQUE ISLE DOWNS & CASINO	85359337	4429207	IC 041; US 100, 101, 107	Entertainment services, namely, organizing and conducting horse races, and casino services.
DOWNS CLUBHOUSE & LOUNGE	85281179	4177241	IC 043; US 100, 101	Bar and restaurant services.
DOWNS CLUBHOUSE & LOUNGE	85281142	4127085	IC 043; US 100, 101	Bar and restaurant services.
PRESQUE ISLE DOWNS	78368529	3529005	IC 041; US 100, 101, 107	Entertainment Services, Namely Organizing And Conducting Horse Races, and casino services.
PRESQUE ISLE DOWNS	78368525	3525647	IC 041; US 100, 101, 107	Entertainment Services, Namely Organizing And Conducting Horse Races, and casino services.
BACKSTRETCH BUFFET	85510348	4197740	IC 043; US 100, 101	Bar and restaurant services.
BACKSTRETCH BAR	85510341	4197739	IC 043; US 100,	Bar and restaurant services.

			101	
BACKSTRETCH BAR	85510264	4197734	IC 043; US 100, 101	Bar and restaurant services.
BACKSTRETCH BUFFET	85510259	4197732	IC 043; US 100, 101	Bar and restaurant services.