

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM682707

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Tioga Downs Racetrack, LLC		10/20/2021	Limited Liability Company: NEW YORK
Mid-State Raceway, Inc.		10/20/2021	Corporation: NEW YORK
RECEIVING PARTY DATA			
Name:	Western Alliance Bank, as Administrative Agent		
Street Address:	2700 West Sahara Avenue		
City:	Las Vegas		
State/Country:	NEVADA		
Postal Code:	89102		
Entity Type:	Chartered Bank: ARIZONA		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Registration Number:	4086952	VERNON DOWNS CASINO · HOTEL RACING & ENT	
Serial Number:	87170514	T TIOGA DOWNS CASINO & RESORT	
Serial Number:	87131793	TIOGA DOWNS CASINO	
Serial Number:	87102139	TIOGA DOWNS CASINO & RESORT	
Serial Number:	87084509	TIOGA DOWNS	
Serial Number:	87084502	TIOGA DOWNS CASINO	
CORRESPONDENCE DATA			
Fax Number:	2134432926		
<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:	213-617-5493		
Email:	jcravitz@sheppardmullin.com		
Correspondent Name:	SHEPPARD, MULLIN, RICHTER & HAMPTON LLP		
Address Line 1:	333 S. HOPE ST., 43RD FLOOR		
Address Line 2:	ATTN: J. CRAVITZ		
Address Line 4:	LOS ANGELES, CALIFORNIA 90071		
ATTORNEY DOCKET NUMBER:	37LB-340889		
NAME OF SUBMITTER:	Julie Cravitz		

CH \$165.00 4086952

SIGNATURE:	/julie cravitz/
DATE SIGNED:	10/20/2021
Total Attachments: 4 source=Notice of Grant of Security Interest in Trademarks (Tioga Downs - Mid-State)#page1.tif source=Notice of Grant of Security Interest in Trademarks (Tioga Downs - Mid-State)#page2.tif source=Notice of Grant of Security Interest in Trademarks (Tioga Downs - Mid-State)#page3.tif source=Notice of Grant of Security Interest in Trademarks (Tioga Downs - Mid-State)#page4.tif	

NOTICE OF
GRANT OF SECURITY INTEREST
IN TRADEMARKS

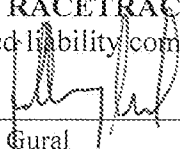
Pursuant to the Security and Pledge Agreement dated as of October 20, 2021 (as amended, modified, extended, restated, renewed, replaced, or supplemented from time to time, the “Security Agreement”) by and among AMERICAN RACING AND ENTERTAINMENT, LLC, a New York limited liability company, TIOGA DOWNS RACETRACK, LLC, a New York limited liability company, VERNON DOWNS ACQUISITION, LLC, a Delaware limited liability company, MID-STATE RACEWAY, INC., a New York corporation and MID-STATE DEVELOPMENT CORPORATION, a New York corporation, each of the other Grantors from time to time party thereto, and WESTERN ALLIANCE BANK, as the Administrative Agent (the “Administrative Agent”) for itself and the Secured Parties referenced therein, the undersigned has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications shown on Schedule 1 attached hereto (the “Trademark Collateral”), to the Administrative Agent for the ratable benefit of the Secured Parties.

The undersigned and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the Trademark Collateral (a) may only be terminated in accordance with the terms of the Security Agreement and (b) is not to be construed as an assignment of any Trademark Collateral.

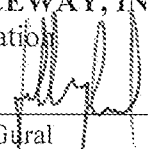
[Signature Pages Follow]

IN WITNESS WHEREOF, each of the parties hereto has caused a counterpart of this Notice to be duly executed and delivered as of the date first above written.

TIOGA DOWNS RACETRACK, LLC,
a New York limited liability company


By: 
Name: Jeffrey R. Gural
Title: Chairman and Chief Executive Officer

MID-STATE RACEWAY, INC.,
a New York corporation

By: 
Name: Jeffrey R. Gural
Title: Chairman and Chief Executive Officer

Acknowledged and Accepted:

WESTERN ALLIANCE BANK,
as Administrative Agent

By: 


Name: Laura Linton

Title: Vice President

Schedule 1

TRADEMARK COLLATERAL

Serial Number	Word Mark	Status
87170514	T TIOGA DOWNS CASINO & RESORT	REGISTERED
87131793	TIOGA DOWNS CASINO	REGISTERED
87102139	TIOGA DOWNS CASINO & RESORT	REGISTERED
87084509	TIOGA DOWNS	REGISTERED
87084502	TIOGA DOWNS CASINO	REGISTERED

Mark	International Classes	Application No. Filing Date	Registration No. Registration Date	Comments
	41, 43	85316895 May 10, 2011	4086952 January 17, 2012	REGISTERED Owner: Mid-State Raceway, Inc.