

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM684310

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
SEQUENCE:	1		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Raven Asset-Based Credit Fund I LP		10/28/2021	Limited Partnership: DELAWARE
RECEIVING PARTY DATA			
Name:	Empire Resorts Real Estate II, LLC		
Street Address:	204 State Route 17B		
City:	Monticello		
State/Country:	NEW YORK		
Postal Code:	12701		
Entity Type:	Limited Liability Company: NEW YORK		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	5913512	DOS GATOS CANTINA	
Registration Number:	5953566	DOS GATOS CANTINA AUTHENTIC MEXICAN CUIS	
CORRESPONDENCE DATA			
Fax Number:	8009144240		
<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:	800-713-0755		
Email:	Michael.Violet@wolterskluwer.com, ECarrera@cahill.com		
Correspondent Name:	CT Corporation		
Address Line 1:	4400 Easton Commons Way		
Address Line 2:	Suite 125		
Address Line 4:	Columbus, OHIO 43219		
NAME OF SUBMITTER:	Elaine Carrera		
SIGNATURE:	/Elaine Carrera/		
DATE SIGNED:	10/28/2021		
Total Attachments: 6			
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**TERMINATION AND RELEASE OF SECURITY INTEREST
IN TRADEMARKS**

October 28, 2021

This Termination and Release of Security Interest in Trademarks (this “**Release**”) is granted on this 28th day of October, 2021, by Raven Asset-Based Credit Fund I LP (“**Raven**”), as lender and as collateral agent for the lenders under the security agreements referenced below, in favor of Empire Resorts Real Estate II, LLC (“**Empire Real Estate**”), with respect to the Trademark Collateral (as defined below).

W I T N E S S E T H :

WHEREAS, Empire Real Estate and other grantors party thereto and BNP Paribas (“**BNP**”) were parties to that certain bridge loan agreement, dated as of March 23, 2020 (as amended, amended and restated, supplemented or otherwise modified from time to time, the “**2020 Bridge Loan Agreement**”) to secure payment and performance in full of the secured obligations set forth therein;

WHEREAS, pursuant to the 2020 Bridge Loan Agreement, on March 23, 2020, BNP and Empire Real Estate entered into a Grant of Security Interest in Trademark Rights, which was recorded with the U.S. Patent and Trademark Office (the “**USPTO**”) on March 24, 2020, at Reel/Frame 6898/0711 (the “**2020 Trademark Security Agreement**”);

WHEREAS, on March 19, 2021, BNP and Raven entered into that certain notice of succession of agency (the “**Notice of Succession**”), which was recorded with the USPTO on March 22, 2021 at Reel/Frame 7228/0385, whereby BNP was succeeded and replaced by Raven as collateral agent for the lenders under the 2020 Bridge Loan Agreement, and any security interest in the Trademark Collateral (as defined below) granted to BNP pursuant to the 2020 Trademark Security Agreement thereunder was succeeded by and transferred to Raven in connection with the Second Lien Credit Agreement (as defined below);

WHEREAS, Empire Real Estate and other grantors party thereto and Raven are parties to that certain second lien credit agreement, dated as of March 19, 2021 (as amended, amended and restated, supplemented or otherwise modified from time to time, the “**Second Lien Credit Agreement**”) to secure payment and performance in full of the secured obligations set forth therein;

WHEREAS, on March 19, 2021, Raven and Empire Real Estate entered into a Grant of Security Interest in Trademark Rights, which was recorded with the USPTO on March 19, 2021, at Reel/Frame 7229/0546 (the “**2021 Trademark Security Agreement**”);

WHEREAS, pursuant to the 2020 Trademark Security Agreement, the Notice of Succession and the 2021 Trademark Security Agreement, Raven received security interests in all of Empire Real Estate's rights, titles and interest in the United States and throughout the world, in and to all of its then currently owned or thereafter acquired trademarks, registrations of trademarks and applications for registration, including, without limitation, those trademark registrations and applications for trademark registrations set forth on Schedule A, hereto (hereinafter all of the foregoing trademarks, trademark registrations and applications for trademark registrations, collectively, the "**Trademark Collateral**"); and

WHEREAS, Raven desires to release, on behalf of itself and the secured parties under the 2020 Bridge Loan Agreement and the Second Lien Credit Agreement, any and all security interests, and any other lien, it has in the Trademark Collateral.


NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Raven hereby agrees as follows:

1. Raven hereby releases its lien on and security interest in:
 - a. All of Empire Real Estate's right, title and interest in the Trademark Collateral that was granted to Raven under the 2020 Trademark Security Agreement (vis a vis the Notice of Succession) and the 2021 Trademark Security Agreement;
 - b. Any and all goodwill connected with the use of, and symbolized by, the Trademark Collateral;
 - c. The right to sue third parties for past, present and future infringement of any Trademark Collateral;
 - d. Any and all proceeds of and rights associated with the foregoing; and
 - e. Any and all other security interests or liens that Raven or its predecessors, successors and assigns may have in or to the Trademark Collateral under the 2020 Trademark Security Agreement and the 2021 Trademark Security Agreement.
2. Raven acknowledges and agrees that the 2020 Trademark Security Agreement and the 2021 Trademark Security Agreement have been terminated.
3. The parties authorize and request the Director of the USPTO to record this Release against the Trademark Collateral.
4. This Release shall be governed by and construed in accordance with the law of the State of New York.

5. This Release shall be binding upon Raven's representatives, successors, assigns and transferees.

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SCHEDULE A

Owner/Applicant	Mark	Registration Number/Application Number	Registration Date/Application Date	Country/State
Empire Resorts Real Estate II, LLC	DOS GATOS CANTINA	Registration Number: 5,913,512	Registration Date: 11/19/2019	USA
Empire Resorts Real Estate II, LLC		Registration Number: 5,953,566	Registration Date: 1/7/2020	USA