

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM695752

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Release of Security Interest in Trademarks at Reel/Frame No. 5892/0334

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Deutsche Bank AG Cayman Islands Branch, as Collateral Agent		12/17/2021	Cayman Islands Branch of a bank organized and existing under the laws of Germany: GERMANY

RECEIVING PARTY DATA

Name:	FP Holdings, L.P.
Street Address:	1501 South Pavilion Center Drive
City:	Las Vegas
State/Country:	NEVADA
Postal Code:	89135
Entity Type:	Limited Partnership: NEVADA

PROPERTY NUMBERS Total: 48

Property Type	Number	Word Mark
Registration Number:	2646679	PALMS A MALOOF CASINO RESORT
Registration Number:	2683569	POWER PAYCHECK
Registration Number:	2742897	PALMS A MALOOF CASINO RESORT
Registration Number:	2773483	PALMS
Registration Number:	2773484	PALMS
Registration Number:	2775360	PALMS CASINO RESORT
Registration Number:	2804389	HURRICANE OF CASH
Registration Number:	2819261	PALMS CASINO RESORT
Registration Number:	2949105	PALMS
Registration Number:	2969615	CLUB PALMS ALL STAR
Registration Number:	2969616	CLUB PALMS HALL OF FAMER
Registration Number:	3097131	PALMS GIRL
Registration Number:	3101128	PALMS
Registration Number:	3114586	SKY VILLAS
Registration Number:	3284829	THE MINT HIGH LIMIT LOUNGE
Registration Number:	3285568	PALMS GIRL
Registration Number:	3390461	BISTRO BUFFET

OP \$1215.00 2646679

Property Type	Number	Word Mark
Registration Number:	3416272	HOT PINK SUITE PALMS LAS VEGAS
Registration Number:	3416273	HOT PINK SUITE PALMS LAS VEGAS
Registration Number:	3417799	PEARL
Registration Number:	3452590	PEARL PALMS CONCERT THEATER
Registration Number:	3494003	PALMS LAS VEGAS HARDWOOD SUITE ESTABLISH
Registration Number:	3545265	SHOW SHOWER
Registration Number:	3574104	PALMS LAS VEGAS
Registration Number:	3592467	DRIFT SPA AND HAMMAM
Registration Number:	3628859	SKY VILLA PALMS, LAS VEGAS
Registration Number:	3640533	ROJO LOUNGE
Registration Number:	3655950	EROTIC SUITE PALMS LAS VEGAS
Registration Number:	3698800	PALMS PLACE
Registration Number:	3892571	THE PALMS SAN FRANCISCO
Registration Number:	4050091	KINGPIN SUITE PALMS · LAS VEGAS
Registration Number:	4050100	KINGPIN SUITE PALMS · LAS VEGAS
Registration Number:	4010524	PALMS SLOTS PAY LOTS
Registration Number:	4179869	CELEBRITY SUITE PALMS LAS VEGAS
Registration Number:	4162563	SLOT EMPORIUM
Registration Number:	4868489	CAFÉ 6
Registration Number:	4505132	CRIB SUITE
Registration Number:	4841448	DIRECTOR'S SUITE
Registration Number:	4715287	EROTIC SUITE
Registration Number:	4521071	G-SUITE
Registration Number:	4935181	HARDWOOD SUITE
Registration Number:	4362387	IVORY TOWER
Registration Number:	4836698	MEAT THE FAMILY
Registration Number:	4459335	PALMS
Registration Number:	4874718	PALMS
Registration Number:	4614772	PALMS CASINO RESORT
Registration Number:	4818243	PALMS LAS VEGAS
Registration Number:	4401039	TONIC

CORRESPONDENCE DATA

Fax Number: 2138918763

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.

Email: rhonda.deleon@lw.com

Correspondent Name: LATHAM & WATKINS LLP

Address Line 1: 355 SOUTH GRAND AVENUE

Address Line 4: LOS ANGELES, CALIFORNIA 90071-1560

TRADEMARK

REEL: 007534 FRAME: 0318

ATTORNEY DOCKET NUMBER:	047897-0046
NAME OF SUBMITTER:	Rhonda DeLeon
SIGNATURE:	/Rhonda DeLeon/
DATE SIGNED:	12/17/2021

Total Attachments: 5

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Release of Security Interest in Trademarks

This Release of Security Interest in Trademarks, dated as of December 17, 2021 (this “Release”), is made by DEUTSCHE BANK AG CAYMAN ISLANDS, as collateral agent for the Secured Parties (in such capacity, the “Collateral Agent”), in favor of FIESTA PARENTCO, L.L.C., a Delaware limited liability company, FP HOLDINGS, L.P., a Nevada limited partnership, FP HOLDCO, L.L.C., a Delaware limited liability company, FPIII, L.L.C., a Nevada limited liability company, PALMS PLACE, LLC, a Nevada limited liability company, PPII HOLDINGS, L.L.C., a Nevada limited liability company, N-M VENTURES LLC, a Nevada limited liability company, and N-M VENTURES II LLC, a Nevada limited liability company (each individually a “Grantor” and collectively the “Grantors”).

WHEREAS, by (i) that certain Security Agreement, dated as of June 8, 2016, in favor of the Collateral Agent (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the “Security Agreement”), and (ii) that certain related Confirmatory Grant of Security Interest in United States Intellectual Property, dated as of October 3, 2016, in favor of the Collateral Agent (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the “IP Security Agreement”), which IP Security Agreement was recorded with the United States Patent and Trademark Office on October 4, 2016 at Reel **5891** Frame **0203** and Reel **5892** Frame **0334**, the Grantors granted to the Collateral Agent, for the benefit of the Secured Parties, a lien on and security interest in all of the Grantors’ right, title and interest in, to and under the Intellectual Property (as defined in the IP Security Agreement), including those Trademarks listed on Schedule I hereto; and

WHEREAS, the Grantors desire the Collateral Agent to release, discharge, terminate and cancel its lien on and security interest granted to it in the (i) Trademarks set forth on Schedule I hereto, (ii) all proceeds of such Trademarks, (iii) the goodwill associated with such Trademarks, and (iv) all causes of action arising prior to or after the date hereof for infringement of such Trademarks or unfair competition regarding the same (collectively, the “Trademark Collateral”), in each case, under the Security Agreement and the IP Security Agreement.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Collateral Agent, on behalf of the Secured Parties, does hereby release, discharge, terminate and cancel any and all of its right, title and interest granted to it in and to the Trademark Collateral under the Security Agreement and the IP Security Agreement, and assigns, transfers and conveys to the Grantors any and all of its rights, title and interests granted to it in the Trademark Collateral under the Security Agreement and the IP Security Agreement.


The Collateral Agent authorizes and requests that the Commissioner for Trademarks and any other applicable government officer record this Release.

This Release and the rights and obligations of the parties hereto shall be governed by, and construed and interpreted in accordance with, the laws of the State of New York.

[Signature page follows]

**DEUTSCHE BANK AG CAYMAN ISLANDS
BRANCH, as Collateral Agent**

By: 
Name: Philip Tancorra
Vice President
Title: philip.tancorra@db.com
212-250-6576

By: 
Name: Jessica Lutrario
Associate
Title: 212-250-8235
jessica.lutrario@db.com

Schedule I

Owner/Grantor	Mark	International Class(es)	Application No. Filing Date	Registration No.	Registration Date
FP Holdings, L.P.	PALMS A MALOOF CASINO RESORT	041	76097695 7/27/2000	2646679	11/5/2002
FP Holdings, L.P.	POWER PAYCHECK	041	76408995 5/16/2002	2683569	2/4/2003
FP Holdings, L.P.	PALMS A MALOOF CASINO RESORT	042	76097696 7/27/2000	2742897	7/29/2003
FP Holdings, L.P.	PALMS	043	76475479 12/13/2002	2773483	10/14/2003
FP Holdings, L.P.	PALMS	041	76475480 12/13/2002	2773484	10/14/2003
FP Holdings, L.P.	PALMS CASINO RESORT	041	76478488 12/26/2002	2775360	10/21/2003
FP Holdings, L.P.	HURRICANE OF CASH	041	76475478 12/13/2002	2804389	1/13/2004
FP Holdings, L.P.	PALMS CASINO RESORT	043	76496142 3/10/2003	2819261	3/2/2004
FP Holdings, L.P.	PALMS	035	76496143 3/10/2003	2949105	5/10/2005
FP Holdings, L.P.	CLUB PALMS ALL STAR	041	76595047 5/28/2004	2969615	7/19/2005
FP Holdings, L.P.	CLUB PALMS HALL OF FAMER	041	76595048 5/28/2004	2969616	7/19/2005
FP Holdings, L.P.	PALMS GIRL	041	76613502 9/23/2004	3097131	5/30/2006
FP Holdings, L.P.	PALMS	025	76496144 3/10/2003	3101128	6/6/2006
FP Holdings, L.P.	SKY VILLAS	043	76486053 1/30/2003	3114586	7/11/2006
FP Holdings, L.P.	THE MINT HIGH LIMIT LOUNGE	041	77043015 11/13/2006	3284829	8/28/2007
FP Holdings, L.P.	PALMS GIRL	16, 25	78650081 6/14/2005	3285568	8/28/2007
FP Holdings, L.P.	BISTRO BUFFET	43	78938882 7/27/2006	3390461	2/26/2008
FP Holdings, L.P.	HOT PINK SUITE	43	78977705	3416272	4/22/2008

	PALMS LAS VEGAS (and Design)		11/22/2005		
FP Holdings, L.P.	HOT PINK SUITE PALMS LAS VEGAS	43	78977706 11/22/2005	3416273	4/22/2008
FP Holdings, L.P.	PEARL	43	77252919 8/10/2007	3417799	4/29/2008
FP Holdings, L.P.	PEARL PALMS CONCERT THEATER	43	77252914 8/10/2007	3452590	6/24/2008
FP Holdings, L.P.	PALMS LAS VEGAS HARDWOOD SUITE ESTABLISHED 2005 (and Design)	43	78832198 3/8/2006	3494003	8/26/2008
FP Holdings, L.P.	SHOW SHOWER	43	78832662 3/8/2006	3545265	12/9/2008
FP Holdings, L.P.	PALMS LAS VEGAS	41, 43	78915996 6/23/2006	3574104	2/10/2009
FP Holdings, L.P.	DRIFT SPA AND HAMMAM	44	77334067 11/20/2007	3592467	3/17/2009
FP Holdings, L.P.	SKY VILLA PALMS, LAS VEGAS (and Design)	43	78759284 11/22/2005	3628859	5/26/2009
FP Holdings, L.P.	ROJO LOUNGE (and Design)	43	77327534 11/12/2007	3640533	6/16/2009
FP Holdings, L.P.	EROTIC SUITE PALMS LAS VEGAS (and Design)	43	78759178 11/22/2005	3655950	7/14/2009
FP Holdings, L.P.	PALMS PLACE	43	77708856 4/7/2009	3698800	10/20/2009
FP Holdings, L.P.	THE PALMS SAN FRANCISCO	36	78825804 2/28/2006	3892571	12/21/2010
FP Holdings, L.P.	KINGPIN SUITE PALMS · LAS VEGAS (and Design)	25	78832319 3/8/2006	4050091	11/1/2011
FP Holdings, L.P.	KINGPIN SUITE PALMS · LAS VEGAS (and Design)	43	78981425 3/8/2006	4050100	11/1/2011
FP Holdings, L.P.	PALMS SLOTS PAY LOTS	41	85158303 10/21/2010	4010524	8/9/2011
FP Holdings, L.P.	CELEBRITY SUITE PALMS LAS VEGAS (and Design)	43	78832514 3/8/2006	4179869	7/24/2012
FP Holdings, L.P.	SLOT EMPORIUM	41	85329063 5/24/2011	4162563	6/19/2012

FP Holdings, L.P.	CAFÉ 6	43	86631578 5/15/2015	4868489	12/8/2015
FP Holdings, L.P.	CRIB SUITE	43	86042683 8/20/2013	4505132	4/1/2014
FP Holdings, L.P.	DIRECTOR'S SUITE	43	86579515 3/27/2015	4841448	10/27/2015
FP Holdings, L.P.	EROTIC SUITE	43	86349759 7/28/2014	4715287	4/7/2015
FP Holdings, L.P.	G-SUITE	43	86042703 8/20/2013	4521071	4/29/2014
FP Holdings, L.P.	HARDWOOD SUITE	43	86579594 3/27/2015	4935181	4/12/2016
FP Holdings, L.P.	IVORY TOWER	43	85669213 7/5/2012	4362387	7/2/2013
FP Holdings, L.P.	MEAT THE FAMILY	43	86579628 3/27/2015	4836698	10/20/2015
FP Holdings, L.P.	PALMS	44	86042643 8/20/2013	4459335	12/31/2013
FP Holdings, L.P.	PALMS (Stylized)	25, 35, 41, 43, 44	85745115 10/3/2012	4874718	12/22/2015
FP Holdings, L.P.	PALMS CASINO RESORT (Stylized)	35, 41, 43, 44	85982631 10/3/2012	4614772	9/30/2014
FP Holdings, L.P.	PALMS LAS VEGAS (Stylized)	25, 35, 41, 43, 44	85745106 10/3/2012	4818243	9/22/2015
FP Holdings, L.P.	TONIC (Stylized)	43	85591199 4/6/2012	4401039	9/10/2013
N-M Ventures LLC	FANCY SAUCE	43	85513265 1/10/2012	4269629	1/1/2013
N-M Ventures LLC	FANCY SAUCE	41	85513286 1/10/2012	4283930	1/29/2013
N-M Ventures LLC	GBDC	43	85445883 10/12/2011	4157373	6/12/2012
N-M Ventures LLC	GBDC	41	85445843 10/12/2011	4157371	6/12/2012
N-M Ventures LLC	GBDC	25	85445831 10/12/2011	4388716	8/20/2013
N-M Ventures LLC	GBDC (Stylized)	43	85445919 10/12/2011	4157378	6/12/2012
N-M Ventures LLC	GBDC (Stylized)	41	85445909 10/12/2011	4157376	6/12/2012
N-M Ventures LLC	GBDC (Stylized)	25	85445905 10/12/2011	4388717	8/20/2013