

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM813324

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
VALLEY RACE PARK INC		04/01/2011	Corporation: TEXAS
RECEIVING PARTY DATA			
Name:	VALLEY RACE PARK LLC		
Street Address:	1330 Post Oak Blvd.		
Internal Address:	Suite 2000		
City:	Houston		
State/Country:	TEXAS		
Postal Code:	77056-3058		
Entity Type:	Limited Liability Company: TEXAS		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	2563522	VALLEY RACE PARK	
Registration Number:	2614587		
CORRESPONDENCE DATA			
Fax Number:	8602860115		
<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:	860-286-2929		
Email:	TM-CT@cantorcolburn.com		
Correspondent Name:	Cantor Colburn LLP		
Address Line 1:	20 Church Street		
Address Line 2:	Floor 22		
Address Line 4:	Hartford, CONNECTICUT 06103		
ATTORNEY DOCKET NUMBER:	PN0150003AUS		
NAME OF SUBMITTER:	Michelle P. Ciotola		
SIGNATURE:	/Michelle P. Ciotola/		
DATE SIGNED:	05/24/2023		
Total Attachments: 7			
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source=Valley Race Park LLC Certificate of Conversion#page7.tif

Form 632
(Revised 01/06)

Return in duplicate to
Secretary of State
P O Box 13697
Austin, TX 78711-3697
512 463-5555
FAX 512 463-5709

Filing Fee: See instructions



Certificate of Conversion
of a
Corporation Converting
to a
Limited Liability Company

This space reserved for office use

FILED
In the Office of the
Secretary of State of Texas

APR 01 2011

Corporations Section

Converting Entity Information

The name of the converting corporation is
Valley Race Park Inc

The jurisdiction of formation of the corporation is Texas

The date of formation of the corporation is October 11, 1988

The file number, if any, issued to the corporation by the secretary of state, is 109158500

Plan of Conversion - Alternative Statements

The corporation named above is converting to a limited liability company. The name of the limited liability company is
Valley Race Park LLC

The limited liability company will be formed under the laws of Texas

The plan of conversion is attached

If the plan of conversion is not attached the following statements must be completed

Instead of attaching the plan of conversion, the corporation certifies to the following statements

A signed plan of conversion is on file at the principal place of business of the corporation, the converting entity. The address of the principal place of business of the corporation is

1330 Post Oak Blvd, Suite 2000 Houston TX 77056-3058
Street or Mailing Address *City* *State* *Country* *Zip Code*

A signed plan of conversion will be on file after the conversion at the principal place of business of the limited liability company, the converted entity. The address of the principal place of business of the limited liability company is

1330 Post Oak Blvd, Suite 2000 Houston TX 77056-3058
Street or Mailing Address *City* *State* *Country* *Zip Code*

A copy of the plan of conversion will be furnished on written request without cost by the converting entity before the conversion or by the converted entity after the conversion to any owner or member of the converting or converted entity

Certificate of Formation for the Converted Entity

The converted entity is a Texas limited liability company. The certificate of formation of the Texas limited liability company is attached to this certificate either as an attachment or exhibit to the plan of conversion, or as an attachment or exhibit to this certificate of conversion if the plan has not been attached to the certificate of conversion.

Approval of the Plan of Conversion

The plan of conversion has been approved as required by the laws of the jurisdiction of formation and the governing documents of the converting entity.

Effectiveness of Filing (Select either A, B, or C)

- A This document becomes effective when the document is accepted and filed by the secretary of state.
 - B This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is _____.
 - C This document takes effect upon the occurrence of the future event or fact, other than the passage of time. The 90th day after the date of signing is _____.
- The following event or fact will cause the document to take effect in the manner described below:
- _____
- _____

Tax Certificate

- Attached hereto is a certificate from the comptroller of public accounts that all taxes under title 2, Tax Code, have been paid by the corporation.
- In lieu of providing the tax certificate, the limited liability company as the converted entity is liable for the payment of any franchise taxes.

Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument.

Date April 1, 2011



Secretary

Signature and title of authorized person on behalf of the converting entity

TEXAS COMPTROLLER of PUBLIC ACCOUNTS

PO Box 13528 AUSTIN TX 78711 3528



March 22, 2011

VALLEY RACE PARK INC
1330 POST OAK BLVD STE 2000
HOUSTON, TX 77056-3058

CERTIFICATE OF ACCOUNT STATUS

THE STATE OF TEXAS
COUNTY OF TRAVIS

I, Susan Combs, Comptroller of Public Accounts of the State of Texas, DO HEREBY CERTIFY that according to the records of this office

VALLEY RACE PARK INC

is, as of this date, in good standing with this office having no franchise tax reports or payments due at this time This certificate is valid through the date that the next franchise tax report will be due, May 16, 2011

This certificate does not make a representation as to the status of the entity's registration, if any, with the Texas Secretary of State

This certificate is valid for the purpose of conversion when the converted entity is subject to franchise tax as required by law This certificate is not valid for any other filing with the Texas Secretary of State

GIVEN UNDER MY HAND AND
SEAL OF OFFICE in the City of
Austin, this 22nd day of
March, 2011 A D.

A handwritten signature in cursive script that reads "Susan Combs".

Susan Combs
Texas Comptroller

Taxpayer number 13828671563
File number 0109158500

Form 05-304 (Rev 12-07/17)

TRADEMARK
REEL: 008085 FRAME: 0341

Form 205
(Revised 12/09)

Submit in duplicate to
Secretary of State
P O Box 13697
Austin, TX 78711-3697
512 463-5555
FAX 512 463-5709
Filing Fee: \$300



This space reserved for office use

FILED
In the Office of the
Secretary of State of Texas
APR 01 2011
Corporations Section

Article 1 – Entity Name and Type

The filing entity being formed is a limited liability company The name of the entity is

Valley Race Park LLC

The name must contain the words "limited liability company," "limited company," or an abbreviation of one of these phrases

Article 2 – Registered Agent and Registered Office

(See instructions Select and complete either A or B and complete C)

A. The initial registered agent is an organization (cannot be entity named above) by the name of

Capitol Corporate Services, Inc.

OR

B The initial registered agent is an individual resident of the state whose name is set forth below

First Name MI Last Name Suffix

C The business address of the registered agent and the registered office address is

800 Brazos Ste 400 Austin TX 78701

Street Address City State Zip Code

Article 3—Governing Authority

(Select and complete either A or B and provide the name and address of each governing person)

A. The limited liability company will have managers The name and address of each initial manager are set forth below

B The limited liability company will not have managers The company will be governed by its members, and the name and address of each initial member are set forth below

NAME AND ADDRESS OF GOVERNING PERSON (Enter the name of either an individual or an organization, but not both.)				
IF INDIVIDUAL				
First Name	MI	Last Name	Suffix	
OR				
IF ORGANIZATION				
Sam Houston Race Park LLC				
Organization Name				
7575 N Sam Houston Parkway West	Houston	TX	77064-3417	
Street or Mailing Address	City	State	Country	Zip Code

NAME AND ADDRESS OF GOVERNING PERSON (Enter the name of either an individual or an organization, but not both)				
IF INDIVIDUAL				
OR	<i>First Name</i>	<i>M.I</i>	<i>Last Name</i>	<i>Suffix</i>
	IF ORGANIZATION			
<i>Organization Name</i>				
<i>Street or Mailing Address</i>		<i>City</i>	<i>State</i>	<i>Country Zip Code</i>

NAME AND ADDRESS OF GOVERNING PERSON (Enter the name of either an individual or an organization, but not both)				
IF INDIVIDUAL				
OR	<i>First Name</i>	<i>M.I</i>	<i>Last Name</i>	<i>Suffix</i>
	IF ORGANIZATION			
<i>Organization Name</i>				
<i>Street or Mailing Address</i>		<i>City</i>	<i>State</i>	<i>Country Zip Code</i>

Article 4 -- Purpose

The purpose for which the company is formed is for the transaction of any and all lawful purposes for which a limited liability company may be organized under the Texas Business Organizations Code

Supplemental Provisions/Information

Text Area. [The attached addendum if any is incorporated herein by reference]

The limited liability company is being formed under a plan of conversion. The converting entity is Valley Race Park Inc, a Texas for-profit corporation formed on October 11, 1988 (File No 109158500). The converting entity's address is 1330 Post Oak Blvd, Suite 2000, Houston, TX 77056-3058

Organizer

The name and address of the organizer

Bernard L. Birkel

Name

1330 Post Oak Blvd , Suite 2000

Street or Mailing Address

Houston

City

TX

State

77056-3058

Zip Code

Effectiveness of Filing (Select either A, B, or C)

- A. This document becomes effective when the document is filed by the secretary of state
- B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing The delayed effective date is _____
- C. This document takes effect upon the occurrence of the future event or fact, other than the passage of time The 90th day after the date of signing is _____
- The following event or fact will cause the document to take effect in the manner described below

Execution

The undersigned affirms that the person designated as registered agent has consented to the appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized to execute the filing instrument

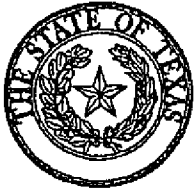
Date April 1, 2011



Signature of organizer

Bernard L. Birkel

Printed or typed name of organizer



**Acceptance of Appointment
and
Consent to Serve as Registered Agent
§5.201(b) Business Organizations Code**

The following form may be used when the person designated as registered agent in a registered agent filing is an individual

Acceptance of Appointment and Consent to Serve as Registered Agent

I acknowledge, accept and consent to my designation or appointment as registered agent in Texas for

Name of represented entity

I am a resident of the state and understand that it will be my responsibility to receive any process, notice, or demand that is served on me as the registered agent of the represented entity, to forward such to the represented entity, and to immediately notify the represented entity and submit a statement of resignation to the Secretary of State if I resign

X

Signature of registered agent

Printed name of registered agent

Date (mm/dd/yyyy)

The following form may be used when the person designated as registered agent in a registered agent filing is an organization

Acceptance of Appointment and Consent to Serve as Registered Agent

I am authorized to act on behalf of Capitol Corporate Services, Inc.

Name of organization designated as registered agent

The organization is registered or otherwise authorized to do business in Texas. The organization acknowledges, accepts and consents to its appointment or designation as registered agent in Texas for Valley Race Park LLC

Name of represented entity

The organization takes responsibility to receive any process, notice, or demand that is served on the organization as the registered agent of the represented entity, to forward such to the represented entity, and to immediately notify the represented entity and submit a statement of resignation to the Secretary of State if the organization resigns

X

Signature of person authorized to act on behalf of organization

Gayle Windle, Asst Secretary on behalf
of Capitol Corporate Services, Inc.

Printed name of authorized person

3/31/2011
Date (mm/dd/yyyy)