

Form PTO-1594 (Rev. 06/04)
OMB Collection 0651-0027 (exp. 6/30/2005)

U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

To the Director of the U.S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)/Execution Date(s):
U.S. Bank National Association, as Collateral Agent

- Individual(s)
- General Partnership
- Corporation-State
- Other national bank
- Association
- Limited Partnership

Citizenship (see guidelines) USA
Execution Date(s) February 25, 2005
Additional names of conveying parties attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Release of Security Interest
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Mirage Resorts, Incorporated
Internal Address: Attn: B. Wright
Street Address: 3600 Las Vegas Blvd. South
City: Las Vegas
State: NV
Country: USA Zip: 89109

- Association
 - General Partnership
 - Limited Partnership
 - Corporation
 - Other
- Citizenship Nevada
If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark.
A. Trademark Application No.(s) see attached Exhibit A
B. Trademark Registration No.(s) see attached Exhibit A

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Federal Research Co., LLC
Internal Address: 9
Street Address: 1030 15th St., NW, Suite 920
City: Washington
State: DC Zip: 20005
Phone Number: 202-783-2700
Fax Number: 202-783-0145
Email Address:

6. Total number of applications and registrations involved:

62

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 1,565.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____
b. Deposit Account Number 50-3155
Authorized User Name Federal Research

9. Signature: Julie Cravitz
Signature

3-11-05
Date

Julie Cravitz
Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 15

Documents to be recorded (including cover sheet) should be faxed to (703) 306-9995, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

American LegalNet, Inc.
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EXHIBIT A

MIRAGE FEDERAL REPORT

Owner: Mirage Resorts, Incorporated

Trademark	Application Number	Filing Date	Registration Number	Registration Date	Classes
Aces & Jacks Poker & Design	74275,568	14-May-92	1,785,900	03-Aug-93	41
BACCARAT BAR	751672,857	01-Apr-98	-Pending-		42
CARIBE CAFÉ	74632,210	10-Feb-95	1,965,311	02-Apr-98	42
Club Mirage	75251,807	04-Mar-97	2,140,794	03-Mar-98	41
Coconut's Ice Cream Shop	74532,216	13-Feb-95	1,940,132	05-Dec-95	42
Globe Shopping	75495,742	03-Jun-98	2,358,420	13-Jun-00	41
GN Classic	75800,806	21-Jan-00	2,452,842	18-Jun-01	
GN Classic (stylized)	75800,805	21-Jan-00	2,431,359	27-Feb-01	41
GRAND PRIX OF SLOTS	75705,725	13-May-00	2,405,508	21-Nov-00	41

EXHIBIT A

Trademark	Application Number	Filing Date	Registration Number	Registration Date	Class
Mirage	75053,234		2,054,525	22-Apr-97	42
Mirage	74470,198	14-Dec-93	1,870,054	27-Dec-94	41
MIRAGE & PALM TREE DESIGN	74036,981	12-Mar-90	1,710,470	25-Aug-92	41,42
MIRAGE & PALM TREE DESIGN	74626,357	24-Jan-95	1,948,786	18-Jan-96	42
MIRAGE COMPUTERS	75472,592	29-Apr-98	2,374,240	08-Aug-00	9,35,37,41,42
MONEY MASQUERADE	75765,759	13-May-99	2,341,095	11-Apr-00	41
Money Maze	75495,738	03-Jun-98	2,444,751	17-Apr-01	41
MOONGATE	74632,217	13-Feb-95	1,940,133	05-Dec-95	42
NEPTUNE'S TREASURE	75765,764	13-May-99	2,341,097	11-Apr-00	41
Net Pay	75495,737	03-Jun-98	2,358,421	13-Jun-00	41
NICKELODEON	75705,763	13-May-99	Pending		41
ONDA	75547,994	02-Sep-98	2,319,881	15-Feb-00	42
PALM TREE DESIGN	74497,462	23-Aug-91	1,763,360	06-Apr-93	41,42
Royal Mania	74273,467	08-May-92	1,810,225	07-Dec-93	41
Samba Grille	75460,767	01-Apr-98	Pending		42
Shadow Creek	74420,173	02-Aug-93	1,884,010	14-Mar-95	
Shadow Creek	74420,175	02-Aug-93	1,877,675	07-Feb-95	25
Shadow Creek	74420,174	02-Aug-93	1,897,562	06-Jun-95	24 & 28
Shadow Creek Ranch (& design)	75935,793	03-Mar-00	Pending		37
The Good Life On The Mississippi Gulf Coast	76031,927	21-Apr-00	Pending		41
The Mirage	74470,199	14-Dec-93	1,870,053	27-Dec-94	41
The Poker Zone	75680,932	15-Jun-95	2,443,319	10-Apr-01	41
The Spa at Beau Rivage	75547,974	03-Sep-98	2,309,970	18-Jan-00	42

EXHIBIT A

Trademark	Application Number	Filing Date	Registration Number	Registration Date	Classes
VidAd	75/716,170	18-May-99	Pending		35
ZODIAC REELS OF FORTUNE	75/795,769	13-May-98	2,341,086	11-Apr-00	41

-3-

EXHIBIT A

BEAU RIVAGE FEDERAL REPORT

Owner: Mirage Resorts, Incorporated

Trademark	Application Number	Filing Date	Registration Number	Registration Date	Class
Active Sportswear (and design)	75607,267	17-Dec-98	2,373,926	01-Aug-00	35
BEAU RIVAGE	74586,542	17-Oct-94	2,274,680	31-Aug-99	21
Beau Rivage	74580,381	30-Sep-94	2,272,473	24-Aug-99	41
Beau Rivage	75504,776	18-Jun-98	2,302,917	21-Dec-99	3
Beau Rivage	74580,382	30-Sep-94	2,283,450	05-Oct-99	42
BEAU RIVAGE	74586,543	17-Oct-94	2,261,262	13-Jul-98	25
BEAU RIVAGE	74586,544	17-Oct-94	2,251,568	08-Jun-99	16
Beau Rivage (and design)	75604,041	07-Dec-98	2,388,584	19-Sep-00	42
Beau Rivage Collection	75557,034	23-Sep-98	2,312,586	25-Jan-00	35
Beau Rivage Logo (stylized)	75580,910	02-Nov-98	2,400,770	31-Oct-00	35
BEAU RIVAGE SPA (stylized)	75705,758	13-May-99	2,359,924	20-Jun-00	25

-4-

EXHIBIT A

Trademark	Application Number	Filing Date	Registration Number	Registration Date	Classes
BR (and design)	75/665,702	22-Mar-99	2,332,232	21-Mar-00	41
BR (and design)	75/665,701	22-Mar-99	2,335,520	28-Mar-00	42
BR Beau Rivage Sport (& design)	76/077,575	26-Jun-00			25
Category Five Arcade (and design)	75/580,914	02-Mar-98	2,373,868	01-Aug-00	41
CLUB BEAU RIVAGE	75/671,362	30-Mar-99	2,377,106	15-Aug-00	41
Coast Brewing Company	75/544,272	24-Aug-98	2,365,227	04-Jul-00	42
Coast Brewing Company Mississippi's Oldest Brew...	76/250,558	03-May-01	-Pending-		42
MAGNOLIA GARDENS	75/721,901	04-Jun-99	-Pending-		42
Memphis Q Steakhouse & Barbeque (and design)	75/669,623	26-Mar-99	2,407,909	28-Nov-00	42
Pelican Perch (and design)	75/589,990	02-Nov-98	2,386,392	12-Sep-00	42
RANDOM RICHES	75/671,361	30-Mar-99	-Pending-		41
Ruby Red Lager (and design)	75/708,838	17-May-99	-Pending-		32
SHADOW CREEK PRO SHOP	75/665,700	22-Mar-99	2,335,519	28-Mar-00	35

EXHIBIT A

Trademark	Application Number	Filing Date	Registration Number	Registration Date	Classes
Steelhead Stout	75874945	47-Dec-00	2,423,231	23-Jan-01	
Take Maku (and design)	75590907	02-Nov-08	2,418,138	02-Jan-01	42
The Mirage Golf Club	74377610	12-Apr-03	1,896,529	30-May-95	41 & 42
The Salon at Beau Rivage	75547905	03-Sep-08	2,309,971	18-Jan-00	42

-6-

RELEASE OF SECURITY INTEREST
IN TRADEMARKS

MIRAGE RESORTS, INCORPORATED, a Nevada corporation ("Grantor"), executed a Trademark Security Interest Assignment dated as of February 13, 2002 in favor of U.S. BANK NATIONAL ASSOCIATION, as Collateral Agent ("Agent"), which was duly recorded in the United States Patent and Trademark Office on May 2, 2002 at Reel 002492, Frame 0613, and pursuant to which the Grantor assigned and granted to Agent a security interest in and to all of Grantor's right, title and interest in and to its trademarks and trademark applications, including the trademarks listed on Exhibit A attached hereto (the "Marks") and the goodwill associated therewith.

Agent wishes to release, retransfer and reassign to Grantor, without representation or warranty, all of Agent's right, title and interest in and to the Marks and the goodwill associated therewith.

Agent's execution, acknowledgment or delivery of this instrument does not constitute (a) a waiver or release of any indebtedness or other obligation on the part of Grantor under any document, instrument or agreement secured by, or described in, the Trademark Security Interest Assignment, or (b) a waiver of any (i) default or event of default, or (ii) any right, power, privilege or remedy on the part of Grantor, under any such document, instrument or agreement.

For good and valuable consideration, receipt and sufficiency of which is hereby acknowledged, Agent, on behalf of itself, its successors, legal representatives and assigns, hereby releases, retransfers and reassigns to Grantor, without representation or warranty of any kind, express or implied, all of Agent's right, title and interest in and to the Marks and the goodwill associated therewith.

IN WITNESS WHEREOF, Agent has executed this Release of Security Interest in Trademarks as of this 25th day of February, 2005.

U.S. BANK NATIONAL ASSOCIATION, as
Collateral Agent

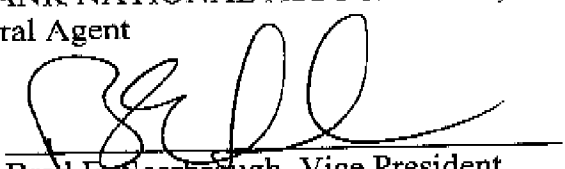
By: 
Brad E. Scarbrough, Vice President

EXHIBIT A

See Attached

EXHIBIT A

MIRAGE FEDERAL REPORT

Owner: Mirage Resorts, Incorporated

Trademark	Application Number	Filing Date	Registration Number	Registration Date	Classes
Aces & Jacks Poker & Design	74/275,503	14-May-92	1,785,900	03-Aug-93	41
BACCARAT BAR	75/672,857	01-Apr-99	Pending		42
CARIBE CAFÉ	74/633,219	13-Feb-95	1,965,311	02-Apr-96	42
Club Mirage	75/251,807	04-Mar-97	2,140,794	03-Mar-98	41
Coconut's Ice Cream Shop	74/633,215	13-Feb-95	1,940,132	05-Dec-95	42
Globe Shopping	75/495,712	03-Jun-98	2,358,420	13-Jun-00	41
GN Classic	75/900,806	21-Jan-00	2,462,842	19-Jun-01	
GN Classic (stylized)	75/900,805	21-Jan-00	2,431,359	27-Feb-01	41

GRAND PRIX OF SLOTS	75/705,725	13-May-99	2,405,508	21-Nov-00	41
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Mirage	74/470,190	14-Dec-93	1,870,054	27-Dec-94	41
MIRAGE & PALM TREE DESIGN	74/036,981	12-Mar-90	1,710,470	25-Aug-92	41,42
MIRAGE & PALM TREE DESIGN	74/626,357	24-Jan-95	1,948,786	16-Jan-96	42
MIRAGE COMPUTERS	75/472,582	23-Apr-98	2,374,240	08-Aug-00	9,35,37,41,42
MONEY MASQUERADE	75/705,759	13-May-99	2,341,095	11-Apr-00	41
Money Maze	75/495,738	03-Jun-98	2,444,751	17-Apr-01	41
MOONGATE	74/633,217	13-Feb-95	1,940,133	05-Dec-95	42
NEPTUNE'S TREASURE	75/705,764	13-May-99	2,341,097	11-Apr-00	41
Net Pay	75/495,737	03-Jun-98	2,358,421	13-Jun-00	41
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ONDA	75/547,994	03-Sep-98	2,319,881	15-Feb-00	42
PALM TREE DESIGN	74/197,402	23-Aug-91	1,763,360	06-Apr-93	41,42
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Shadow Creek Ranch (& design)	75/935,793	03-Mar-00	Pending		37
The Good Life On The Mississippi Gulf Coast	76/031,927	21-Apr-00	Pending		41
The Mirage	74/470,189	14-Dec-93	1,870,053	27-Dec-94	41
The Poker Zone	75/689,032	15-Jun-95	2,443,319	10-Apr-01	41
The Spa at Beau Rivage	75/547,871	03-Sep-98	2,309,970	18-Jan-00	42

-2-

EXHIBIT A

Trademark	Application Number	Filing Date	Registered Number	Registration Date	Class
VidiAd	75/716,170	18-May-99	Pending		35
ZODIAC REELS OF FORTUNE	75/705,760	13-May-99	2,341,086	11-Apr-00	41

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Beau Rivage	74/580,381	30-Sep-94	2,272,473	24-Aug-99	41
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BEAU RIVAGE	74/586,513	17-Oct-94	2,261,262	13-Jul-99	25
BEAU RIVAGE	74/586,511	17-Oct-94	2,251,568	08-Jun-99	16
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-4-

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BR (and design)	75/665,701	22-Mar-99	2,335,520	28-Mar-00	42
BR Beau Rivage Sport (& design)	76/077,575	26-Jun-00			25
Category Five Arcade (and design)	75/580,914	02-Nov-98	2,373,668	01-Aug-00	41
CLUB BEAU RIVAGE	75/671,362	30-Mar-99	2,377,106	15-Aug-00	41
Coast Brewing Company	75/541,272	24-Aug-98	2,365,227	04-Jul-00	42
Coast Brewing Company Mississippi's Oldest Brew..	76/250,558	03-May-01	Pending		42
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Memphis Q Steakhouse & Barbeque (and design)	75/669,623	26-Mar-99	2,407,909	28-Nov-00	42
Pelican Perch (and design)	75/580,900	02-Nov-98	2,386,392	12-Sep-00	42
RANDOM RICHES	75/671,361	30-Mar-99	Pending		41
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SHADOW CREEK PRO SHOP	75/665,700	22-Mar-99	2,335,519	28-Mar-00	35

-5-

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Take Maku (and design)	75/580,907	02-Nov-98	2,418,138	02-Jan-01	42
The Mirage Golf Club	74/377,610	12-Apr-93	1,696,529	30-May-95	41 & 42
The Salon at Beau Rivage	75/547,995	03-Sep-98	2,309,971	18-Jan-00	42

-6-