

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 Merger
 Security Agreement Change of Name
 Other Release of Security Interest

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

2. Name and address of receiving party(ies)
Additional names, addresses, or citizenship attached? Yes No

Name: MGM Grand Hotel, LLC
Internal
Address: Attn: B. Wright
Street Address: 3600 Las Vegas Blvd. South
City: Las Vegas
State: NV
Country: USA Zip: 89109
 Association Citizenship
 General Partnership Citizenship
 Limited Partnership Citizenship
 Corporation Citizenship
 Other LLC 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)

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: 34

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 865.00
 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

Julie Cravitz
Name of Person Signing

3-11-05
Date

Total number of pages including cover sheet, attachments, and document: 9

Documents to be recorded (including cover sheet) should be faxed to (703) 306-6996, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

American LegalNet, Inc.
www.USCourtForms.com

CFH \$865.00 503155 75441891

EXHIBIT A

MGM FEDERAL REPORT

Owner: MGM Grand Hotel, LLC

Trademark	Application Number	Filing Date	Registration Number	Registration Date	Class
5 (AND DESIGN)	75237504	08-Feb-07	2,327,051	07-Mar-00	41
EFX	74638372	27-Feb-06	2,003,988	01-Oct-96	6, 14, 20 & 25
EFX	74634924	16-Feb-06	1,999,223	10-Sep-96	9, 16, 18, 21, 28, 41 & 42
EFX! The Special Effects Spectacular	74638369	27-Feb-05	1,973,692	14-May-96	6/14/2025
Grand Kidz	75211300	10-Dec-06	2,128,708	13-Jan-98	25 & 35
Grand Kidz (and design)	75211308	10-Dec-06	2,119,795	09-Dec-97	25 & 42
LIGHTNING BOLT	74437201	15-Sep-03	1,892,761	02-May-95	41
LIGHTNING BOLT (AND DESIGN)	74437202	15-Sep-03	1,938,981	28-Nov-95	41
MAGIC SCREEN THEATRE	74437244	15-Sep-03	1,889,472	11-Apr-95	41
MAGIC SCREEN THEATRE (& DESIGN)	74437243	15-Sep-03	1,897,130	30-May-95	41
PAWS	75263964	26-Mar-07	2,453,414	22-May-01	28
PAWS	75263966	26-Mar-07	2,498,551	18-Oct-01	25
PAWS	75264077	26-Mar-07	2,457,546	05-Jun-01	14
PAWS LOGO	75264006	26-Mar-07	2,275,389	07-Sep-99	14
PAWS LOGO	75264000	26-Mar-07	2,254,126	15-Jun-99	28

EXHIBIT A

Trademark	Application Number	Filing Date	Registration Number	Registration Date	Class(es)
PAWS LOGO	75/284,003	26-Mar-97	2,248,125	25-May-99	25
PAWS LOGO	75/284,005	26-Mar-97	2,433,769	08-Mar-01	16
PERUZZI FINE JEWELRY (& DESIGN)	75/286,418	01-May-97	2,174,742	21-Jul-98	41
PZ (& DESIGN)	75/182,322	04-Nov-96	2,135,097	03-Feb-98	14
SILLYOZBUL	74/374,481	01-Apr-93	1,809,172	07-Dec-93	16
SKY SKREAMER	75/097,008	01-May-96	2,207,881	08-Dec-98	25, 41
SKYSCREAMER	75/976,813	01-May-96	2,224,448	18-Feb-99	41
Star Lane	74/899,545	17-Dec-94	2,082,755	29-Jul-97	36
Studio 54	75/345,543	22-Aug-97	2,520,438	18-Dec-01	41
STUDIO 54	74/370,269	16-Apr-93	1,870,863	27-Dec-94	42
STUDIO 54 (AND DESIGN)	75/441,891	27-Feb-98	Pending		41
STUDIO 54 AND DESIGN	75/441,970	27-Feb-98	Pending		42
STUDIO WALK	75/976,930	25-Jan-96	2,149,814	07-Apr-98	36, 42
TAKE 5	75/237,508	06-Feb-97	2,319,664	15-Feb-00	41
TAKE 5	75/282,911	06-Feb-97	2,208,623	01-Dec-98	16, 41, 42
TAKE 5 (and design)	75/237,505	06-Feb-97	2,319,663	15-Feb-00	41
The Art of Entertainment	75/442,378	30-Jul-96	2,125,079	30-Dec-97	16 & 35

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EXHIBIT A

Trademark	Application Number	Filing Date	Registration Number	Registration Date	Classes
THE CITY OF ENTERTAINMENT	75096,596	30-Apr-96	2,170,691	07-Jul-98	25, 41, 42
Yellow Brick Road Oz Club	74493,598	23-Feb-94	1,909,480	01-Aug-95	41

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RELEASE OF SECURITY INTEREST
IN TRADEMARKS

MGM GRAND HOTEL, LLC, a Nevada limited liability company ("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 002496, Frame 0462, 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:

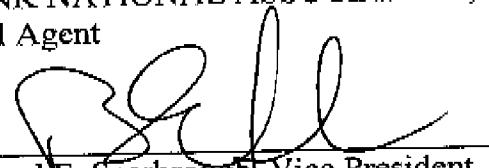

Brad E. Scarbrough, Vice President

EXHIBIT A

See Attached

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MGM FEDERAL REPORT

Owner: MGM Grand Hotel, LLC

Trademark	Application Number	Filing Date	Registration Number	Registration Date	Classes
5 (AND DESIGN)	75/237,504	06-Feb-97	2,327,051	07-Mar-00	41
EPX	74/638,372	27-Feb-95	2,003,988	01-Oct-96	6, 14, 20 & 25
EPX	74/634,824	16-Feb-95	1,999,223	10-Sep-96	9, 16, 18, 21, 28, 41 & 42
EPX! The Special Effects Spectacular	74/638,369	27-Feb-95	1,973,692	14-May-96	6/14/20/25
Grand Kidz	75/211,309	10-Dec-96	2,128,706	13-Jan-98	25 & 35
Grand Kidz (and design)	75/211,308	10-Dec-96	2,119,795	09-Dec-97	25 & 42
LIGHTNING BOLT	74/437,201	15-Sep-93	1,892,761	02-May-95	41
LIGHTNING BOLT (AND DESIGN)	74/437,202	15-Sep-93	1,938,981	28-Nov-95	41
MAGIC SCREEN THEATRE	74/437,214	15-Sep-93	1,889,472	11-Apr-95	41
MAGIC SCREEN THEATRE (& DESIGN)	74/437,213	15-Sep-93	1,897,130	30-May-95	41
PAWS	75/263,964	26-Mar-97	2,453,414	22-May-01	28
PAWS	75/263,965	26-Mar-97	2,498,551	16-Oct-01	25
PAWS	75/264,077	26-Mar-97	2,457,546	05-Jun-01	14
PAWS LOGO	75/264,006	26-Mar-97	2,276,369	07-Sep-99	14
PAWS LOGO	75/264,000	26-Mar-97	2,254,426	15-Jun-99	28

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PAWS LOGO	75/264,005	26-Mar-97	2,433,769	06-Mar-01	16
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TAKE 5	75/282,911	06-Feb-97	2,206,623	01-Dec-98	16, 41, 42
TAKE 5 (and design)	75/237,505	06-Feb-97	2,319,663	15-Feb-00	41
The Art of Entertainment	75/142,376	30-Jul-96	2,125,079	30-Dec-97	16 & 35

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Yellow Brick Road Oz Club	74/493,696	23-Feb-94	1,909,480	01-Aug-95	41

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