

9-17-01



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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
AUTOTOTE CORPORATION

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State of Delaware
 Other

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):
Name: **SCIENTIFIC GAMES CORPORATION**
Internal Address: _____
Street Address: **750 Lexington Avenue, 25th Floor**
City: **New York** State: **NY** Zip: **10022**

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State of Delaware
 Other _____

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)
Additional names(s) & address(es) attached? Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other

Execution Date: **April 27, 2001**

4. Application number(s) or patent number(s):

A. Trademark Application No(s). _____

B. Trademark Registration No(s).
1,672,960

Additional numbers attached? Yes No

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

Name: **Barry R. Lipsitz**
Internal Address: _____
Street Address: **755 Main Street**
City: **Monroe** State: **CT** ZIP: **06468**

6. Total number of applications and registrations involved: **1**

7. Total fee (37 CFR 3.41).....\$ **40.00**
Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
The Commissioner is hereby authorized to charge any deficiency in the payment of the required fee(s) or credit any overpayment to Deposit Account No. 50-0625.

DO NOT USE THIS SPACE

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9. Statement and signature.
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Barry R. Lipsitz
Name of Person Signing

Signature

September 13, 2001
Date

Total number of pages including cover sheet, attachments and document: **4**

09/19/2001 DBYRME 00000043 1672960
Mail documents to be recorded with required cover sheet information to:
40.00 Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

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State of Delaware
Office of the Secretary of State PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"SCIENTIFIC GAMES CORPORATION II", A DELAWARE CORPORATION, WITH AND INTO "AUTOTOTE CORPORATION" UNDER THE NAME OF "SCIENTIFIC GAMES CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-THIRD DAY OF APRIL, A.D. 2001, AT 8:01 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE TWENTY-SEVENTH DAY OF APRIL, A.D. 2001, AT 12:01 O'CLOCK A.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2039007 8100M

AUTHENTICATION: 1115012

010214098

DATE: 05-03-01

TRADEMARK
REEL: 002369 FRAME: 0845

**CERTIFICATE OF OWNERSHIP AND MERGER
OF
SCIENTIFIC GAMES CORPORATION II
(a Delaware corporation)
INTO
AUTOTOTE CORPORATION
(a Delaware corporation)**

It is hereby certified that:

1. Autotote Corporation (the "Corporation") is a business corporation of the State of Delaware.
2. The Corporation is the owner of all of the outstanding shares of each class of stock of Scientific Games Corporation II, which is also a business corporation of the State of Delaware.
3. On April 29th, 2001, the Board of Directors of the Corporation duly adopted the following resolutions to merge Scientific Games Corporation II with and into the Corporation:

RESOLVED, that Scientific Games Corporation II be merged with and into the Corporation, and that all of the estate, property, rights, privileges, powers and franchises of Scientific Games Corporation II be vested in and held and enjoyed by the Corporation as fully and entirely and without change or diminution as the same were before held and enjoyed by Scientific Games Corporation II in its name; and further

RESOLVED, that the Corporation shall assume all of the obligations of Scientific Games Corporation II; and further


RESOLVED, that the Corporation shall cause to be executed and filed and/or recorded the documents prescribed by the laws of the State of Delaware and by the laws of any other appropriate jurisdiction, and shall cause to be performed all necessary acts within the State of Delaware and within any other appropriate jurisdiction, in connection with the foregoing merger; and further

RESOLVED, that, as of the effective date of the foregoing merger, the Corporation shall change its corporate name to Scientific Games Corporation; and further

RESOLVED, that the effective time of the Certificate of Ownership and Merger setting forth a copy of these resolutions, and the time when the merger therein provided for, shall become effective shall be 12:00 a.m., Eastern Daylight Time, on the 27th day of April, 2001.

IN WITNESS WHEREOF, I have hereunto signed my name on behalf of the Corporation, as of the 20th day of April, 2001.

AUTOTOTE CORPORATION

By: 

Name: *A. Laine*

Title: *President*

ATTEST:



Name: *Martin E. Schloss*

Title: *Vice President*