



Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

101985950 TRADEMARKS ONLY

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

Tab settings

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

<p>1. Name of conveying party(ies):</p> <p>MGM MIRAGE 10.24.01</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association</p> <p><input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership</p> <p><input checked="" type="checkbox"/> Corporation-State Delaware</p> <p><input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies)</p> <p>Name: <u>Metro-Goldwyn-Mayer Lion Corp.</u></p> <p>Internal F-1024</p> <p>Address: _____</p> <p>Street Address: <u>2500 Broadway Street</u></p> <p>City: <u>Santa Monica</u> State: <u>CA</u> Zip: <u>90404-3061</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____</p> <p><input type="checkbox"/> Association _____</p> <p><input type="checkbox"/> General Partnership _____</p> <p><input type="checkbox"/> Limited Partnership _____</p> <p><input checked="" type="checkbox"/> Corporation-State <u>Delaware</u></p> <p><input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from assignment)</p> <p>Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance:</p> <p><input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger</p> <p><input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name</p> <p><input type="checkbox"/> Other _____</p> <p>Execution Date: <u>September 21, 2001</u></p>	

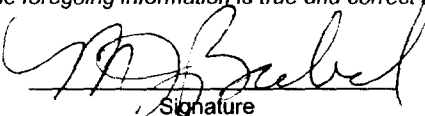
<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s)</p>	<p>B. Trademark Registration No.(s) <u>1882732</u> <u>1882733</u></p> <p>Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Debi Coleman-Dabbs</u></p> <p>Internal Address: <u>F-1024</u></p> <p>Street Address: <u>2500 Broadway Street</u></p> <p>City: <u>Santa Monica</u> State: <u>CA</u> Zip: <u>90404-3061</u></p>	<p>6. Total number of applications and registrations involved: 2</p> <p>7. Total fee (37 CFR 3.41).....\$ <u>80.00</u></p> <p><input type="checkbox"/> Enclosed</p> <p><input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number:</p> <p><u>13-2985</u></p> <p>(Attach duplicate copy of this page if paying by deposit account)</p>
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DO NOT USE THIS SPACE

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.

Mary Biebel  October 23, 2001

Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 2

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

02/15/2002 6TOM11 00000183 132985 1882732
01 FC:481 40.00 CH
02 FC:482 25.00 CH

DEED OF ASSIGNMENT

THIS ASSIGNMENT is made the 21st day of September 2001 between MGM MIRAGE, a corporation organized under the laws of Delaware with its principal place of business at 3400 Las Vegas Boulevard, South, Las Vegas, Nevada 89109 (the "Assignor") and Metro-Goldwyn-Mayer Lion Corp., a corporation organized under the laws of Delaware with its principal place of business at 2500 Broadway Street, Santa Monica, California 90404-3061 (the "Assignee").

WHEREAS, the Assignor has adopted and used in the United States the trademarks listed in the Schedule hereto and is the owner of the registrations thereof shown in the said Schedule; and

WHEREAS, the Assignee wishes to acquire all of the Assignor's rights in and to the Trademarks and the goodwill associated therewith.

NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Assignor hereby assigns, transfers and conveys to the Assignee all rights, title and interest in and to the Trademarks and the registrations thereof and associated goodwill and the right to recover for damages and profits and all other remedies for past third party infringements thereof.

THE SCHEDULE

Trademark Registration

Registration No.

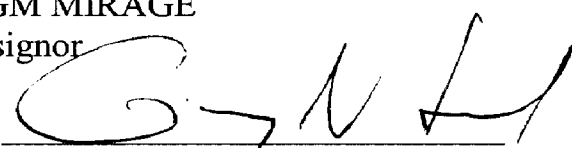
Grand Street Lion I
Grand Street Lion II

1882732
1882733

MGM MIRAGE

Assignor

By:



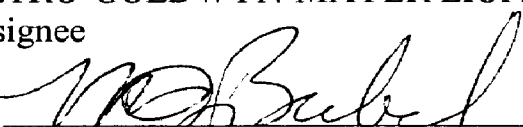
Gary N. Jacobs

Its: Executive Vice President & General Counsel

METRO-GOLDWYN-MAYER LION CORP.

Assignee

By:



Mary J. Biebel

Its: Senior Vice President
Legal Division