

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Grand Traverse Band Economic Development Corporation, a corporation formed under the laws of, and wholly owned by, the Grand Traverse Band of Ottawa and Chippewa Indians		01/31/2012	Federally recognized Indian Tribe and Native American sovereign nation: UNITED STATES

RECEIVING PARTY DATA

Name:	PNC Bank, National Association, as Collateral Agent
Street Address:	120 N. Washington Square
Internal Address:	Attn: Douglas C. Barcy
City:	Lansing
State/Country:	MICHIGAN
Postal Code:	48933
Entity Type:	National Banking Association: UNITED STATES

PROPERTY NUMBERS Total: 8

Property Type	Number	Word Mark
Registration Number:	3732113	BOURBONS 72
Registration Number:	3712802	BOURBONS 72
Registration Number:	3778696	COFFEE SPOON
Registration Number:	3732121	GRAND REWARDS PLAYERS CLUB
Serial Number:	77431871	LEVEL 3 LOUNGE
Serial Number:	77431836	SEASONS BUFFET
Registration Number:	3386634	MICHIGAN POKER OPEN
Registration Number:	3552384	MICHIGAN POKER OPEN

CORRESPONDENCE DATA

CH \$215.00 3732113

Fax Number: (213)612-2499
Phone: 213-612-2020
Email: lpartmann@orrick.com

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Correspondent Name: Ramon Galvan
Address Line 1: 777 South Figueroa Street, Suite 3200
Address Line 2: Orrick, Herrington & Sutcliffe LLP
Address Line 4: Los Angeles, CALIFORNIA 90017

ATTORNEY DOCKET NUMBER:	13579-2/1640
NAME OF SUBMITTER:	Ramon Galvan
Signature:	/Ramon Galvan/
Date:	02/01/2012

Total Attachments: 5

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GRANT OF SECURITY INTEREST

TRADEMARKS

THIS GRANT OF SECURITY INTEREST, dated as of January 31, 2012, is executed by GRAND TRAVERSE BAND ECONOMIC DEVELOPMENT CORPORATION, a corporation formed under the laws of, and wholly-owned by, the Grand Traverse Band of Ottawa and Chippewa Indians, a federally recognized Indian Tribe and Native American sovereign nation (the "Borrower"), in favor of PNC BANK, NATIONAL ASSOCIATION, as the Collateral Agent for the Lenders and other parties described below (in such capacity, the "Collateral Agent").

A. Pursuant to that certain Third Amended and Restated Loan Agreement, dated as of January 31, 2012 (as the same may be amended, modified, supplemented or restated from time to time, the "Loan Agreement"), by and among the Borrower, the lenders party thereto from time to time (collectively, the "Lenders"), PNC Bank, National Association, as Administrative Agent for the Lenders, the Lenders have agreed to extend loans and other financial accommodations to the Borrower upon the terms and subject to the conditions set forth therein.

B. The Borrower has adopted, used and is using, or has a bona fide intention to use, the trademarks, more particularly described on Schedules 1-A and 1-B annexed hereto and made a part hereof, which trademarks are registered or subject to an application for registration in the United States Patent and Trademark Office (collectively, the "Trademarks").

C. Pursuant to that certain Third Amended and Restated Collateral Agency Agreement, dated as of January 31, 2012 (as the same may be amended, modified, supplemented or restated from time to time, the "Collateral Agency Agreement"), among the Collateral Agent, the Administrative Agent and the Secured Creditors (as defined in the Collateral Agency Agreement), the Secured Creditors appointed PNC Bank, National Association to act as Collateral Agent for itself and the other Secured Creditors.

D. The Borrower has entered into a Third Amended and Restated Security Agreement (Intellectual Property) dated as of January 31, 2012 (as the same may be amended, modified, supplemented or restated from time to time, the "Security Agreement") in favor of the Collateral Agent (for the ratable benefit of the Collateral Agent and the Secured Creditors).

E. Pursuant to the Security Agreement, the Borrower has granted to the Collateral Agent (for the ratable benefit of the Collateral Agent and the Secured Creditors) a security interest in all right, title and interest of the Borrower in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks and the customer lists and records related to the Trademarks and the applications and registrations thereof, and all proceeds thereof, including any and all causes of action which may exist by reason of infringement thereof (the "Collateral"), to secure the payment, performance and observance of the Secured Obligations, as defined in the Security Agreement.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Borrower does hereby further grant to the Collateral Agent a security interest

in the Collateral to secure the prompt payment, performance and observance of the Secured Obligations.

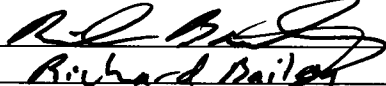
The Borrower does hereby further acknowledge and affirm that the rights and remedies of the Collateral Agent with respect to the security interest in the Collateral granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

The Collateral Agent's address is:

PNC Bank, National Association
120 N. Washington Square
Lansing, MI 48933
Attention: Douglas C. Barcy
Telephone: (517) 334-5226
Telecopier: (517) 334-5489

IN WITNESS WHEREOF, the Borrower has caused this Grant of Security Interest to be executed as of the day and year first above written.

GRAND TRAVERSE BAND ECONOMIC
DEVELOPMENT CORPORATION

By: 
Name: Richard Bailey
Title: CEO

SCHEDULE 1-A TO GRANT OF SECURITY INTEREST

TRADEMARKS

(See Attached)

SCHEDULE 1-B TO GRANT OF SECURITY INTEREST

TRADEMARK APPLICATIONS

(See Attached)

TRADEMARKS AND TRADEMARK APPLICATIONS

	EDC	043-Restaurants	77431895 March 26, 2008	3732113 -- December 29, 2009
Bourbons 72	EDC	043-Restaurants	77433429 March 27, 2008	3712802 -- November 17, 2009
	EDC	043-Coffeehouse & Snack Bar Services	77431923 March 26, 2008	3778696 -- April 20, 2010
	EDC	028 -- Promotional Game Cards	77434083 March 28, 2008	3732121 -- December 29, 2009
	EDC	043-Cocktail Lounges	77431871 March 26, 2008	N/A
	EDC	043- Self Service Restaurants	77431836 March 26, 2008	N/A
	EDC	041-Casino Gaming	78811874 February 10, 2006	3386634 February 19, 2008
Michigan Poker Open	EDC	041-Casino Gaming	78809714 February 8, 2006	3552384 December 23, 2008