

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

| SUBMISSION TYPE: | NEW ASSIGNMENT | | | | | | | | | | | | | | | | | | | | | | | |
|--|---|----------------|-----------------------|---------------|--|-----------------|----------------|------------------------------|-------------------------|----------------|-----------------------|----------------|----------------|--------------|-----------|----------------|--|-----------|----------------|----------|-----------|----------------|----------|-----------|
| NATURE OF CONVEYANCE: | Fourteenth Amendment to Second Amended and Restated Trademark Collateral Assignment | | | | | | | | | | | | | | | | | | | | | | | |
| CONVEYING PARTY DATA | | | | | | | | | | | | | | | | | | | | | | | | |
| <table border="1"> <thead> <tr> <th>Name</th> <th>Formerly</th> <th>Execution Date</th> <th>Entity Type</th> </tr> </thead> <tbody> <tr> <td>Pinnacle Entertainment, Inc.</td> <td></td> <td>03/12/2012</td> <td>CORPORATION: DELAWARE</td> </tr> </tbody> </table> | | | | Name | Formerly | Execution Date | Entity Type | Pinnacle Entertainment, Inc. | | 03/12/2012 | CORPORATION: DELAWARE | | | | | | | | | | | | | |
| Name | Formerly | Execution Date | Entity Type | | | | | | | | | | | | | | | | | | | | | |
| Pinnacle Entertainment, Inc. | | 03/12/2012 | CORPORATION: DELAWARE | | | | | | | | | | | | | | | | | | | | | |
| RECEIVING PARTY DATA | | | | | | | | | | | | | | | | | | | | | | | | |
| <table border="1"> <tr> <td>Name:</td> <td>Barclays Bank PLC, as Administrative Agent</td> </tr> <tr> <td>Street Address:</td> <td>745 7th Avenue</td> </tr> <tr> <td>Internal Address:</td> <td>Attention: Craig Malloy</td> </tr> <tr> <td>City:</td> <td>New York</td> </tr> <tr> <td>State/Country:</td> <td>NEW YORK</td> </tr> <tr> <td>Postal Code:</td> <td>10019</td> </tr> <tr> <td>Entity Type:</td> <td>public limited company: UNITED KINGDOM</td> </tr> </table> | | | | Name: | Barclays Bank PLC, as Administrative Agent | Street Address: | 745 7th Avenue | Internal Address: | Attention: Craig Malloy | City: | New York | State/Country: | NEW YORK | Postal Code: | 10019 | Entity Type: | public limited company: UNITED KINGDOM | | | | | | | |
| Name: | Barclays Bank PLC, as Administrative Agent | | | | | | | | | | | | | | | | | | | | | | | |
| Street Address: | 745 7th Avenue | | | | | | | | | | | | | | | | | | | | | | | |
| Internal Address: | Attention: Craig Malloy | | | | | | | | | | | | | | | | | | | | | | | |
| City: | New York | | | | | | | | | | | | | | | | | | | | | | | |
| State/Country: | NEW YORK | | | | | | | | | | | | | | | | | | | | | | | |
| Postal Code: | 10019 | | | | | | | | | | | | | | | | | | | | | | | |
| Entity Type: | public limited company: UNITED KINGDOM | | | | | | | | | | | | | | | | | | | | | | | |
| PROPERTY NUMBERS Total: 6 | | | | | | | | | | | | | | | | | | | | | | | | |
| <table border="1"> <thead> <tr> <th>Property Type</th> <th>Number</th> <th>Word Mark</th> </tr> </thead> <tbody> <tr> <td>Serial Number:</td> <td>85319850</td> <td>L'AUBERGE</td> </tr> <tr> <td>Serial Number:</td> <td>85319829</td> <td>L'AUBERGE</td> </tr> <tr> <td>Serial Number:</td> <td>85319833</td> <td>L'AUBERGE</td> </tr> <tr> <td>Serial Number:</td> <td>85319849</td> <td>L'AUBERGE</td> </tr> <tr> <td>Serial Number:</td> <td>85319826</td> <td>L'AUBERGE</td> </tr> <tr> <td>Serial Number:</td> <td>85319830</td> <td>L'AUBERGE</td> </tr> </tbody> </table> | | | | Property Type | Number | Word Mark | Serial Number: | 85319850 | L'AUBERGE | Serial Number: | 85319829 | L'AUBERGE | Serial Number: | 85319833 | L'AUBERGE | Serial Number: | 85319849 | L'AUBERGE | Serial Number: | 85319826 | L'AUBERGE | Serial Number: | 85319830 | L'AUBERGE |
| Property Type | Number | Word Mark | | | | | | | | | | | | | | | | | | | | | | |
| Serial Number: | 85319850 | L'AUBERGE | | | | | | | | | | | | | | | | | | | | | | |
| Serial Number: | 85319829 | L'AUBERGE | | | | | | | | | | | | | | | | | | | | | | |
| Serial Number: | 85319833 | L'AUBERGE | | | | | | | | | | | | | | | | | | | | | | |
| Serial Number: | 85319849 | L'AUBERGE | | | | | | | | | | | | | | | | | | | | | | |
| Serial Number: | 85319826 | L'AUBERGE | | | | | | | | | | | | | | | | | | | | | | |
| Serial Number: | 85319830 | L'AUBERGE | | | | | | | | | | | | | | | | | | | | | | |
| CORRESPONDENCE DATA | | | | | | | | | | | | | | | | | | | | | | | | |
| Fax Number: | (714)755-8290 | | | | | | | | | | | | | | | | | | | | | | | |
| Email: | ipdocket@lw.com | | | | | | | | | | | | | | | | | | | | | | | |
| <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i> | | | | | | | | | | | | | | | | | | | | | | | | |
| Correspondent Name: | Latham & Watkins LLP | | | | | | | | | | | | | | | | | | | | | | | |
| Address Line 1: | 650 Town Center Drive | | | | | | | | | | | | | | | | | | | | | | | |
| Address Line 2: | Suite 2000 | | | | | | | | | | | | | | | | | | | | | | | |

OP \$165.00 85319850

Address Line 4: Costa Mesa, CALIFORNIA 92626

ATTORNEY DOCKET NUMBER: 043546-0006

NAME OF SUBMITTER: Rhonda DeLeon

Signature: /Rhonda DeLeon/

Date: 03/19/2012

Total Attachments: 4

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**FOURTEENTH AMENDMENT TO SECOND AMENDED AND RESTATED
TRADEMARK COLLATERAL ASSIGNMENT**

This FOURTEENTH AMENDMENT TO SECOND AMENDED AND RESTATED TRADEMARK COLLATERAL ASSIGNMENT, dated as of March 12, 2012, is made by Pinnacle Entertainment, Inc. ("Grantor"), in favor of BARCLAYS BANK PLC ("Barclays") as the Administrative Agent, having succeeded to the interests of the Prior Administrative Agent (as defined below) as the Secured Party (as that term is defined in the Second Amended and Restated Trademark Collateral Assignment as hereinafter defined). Any capitalized terms used herein and not defined herein shall have the meanings ascribed thereto in the Second Amended and Restated Trademark Collateral Assignment.

WHEREAS, Grantors entered into that certain Second Amended and Restated Trademark Collateral Assignment, dated as of December 14, 2005, in favor of Lehman Commercial Paper Inc., as the original administrative agent under the Second Amended and Restated Credit Agreement ("Prior Administrative Agent") for the ratable benefit of each of the lenders from time to time parties to the Second Amended and Restated Credit Agreement (as amended prior to the date hereof, the "Second Amended and Restated Trademark Collateral Assignment").

WHEREAS, pursuant to that certain ASSIGNMENT AND ASSUMPTION (INTELLECTUAL PROPERTY), recorded with the USPTO on July 24, 2009, at Reel/Frame No. 004031/0434, the Prior Administrative Agent's interest as Secured Party under the Second Amended and Restated Trademark Collateral Assignment was assigned to, and assumed by, Barclays.

WHEREAS, Grantor has acquired certain additional trademarks registered with the USPTO, as indicated on Exhibit A attached hereto (the "Additional Marks"), and Secured Party and Grantor desire to amend Schedule 1 of the Second Amended and Restated Trademark Collateral Assignment ("Schedule 1") to include the Additional Marks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Grantor hereby agrees as follows:

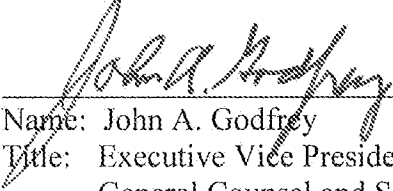
1. Schedule 1. Schedule 1 shall be amended to include the Additional Marks. The security interest granted to Secured Party under the Second Amended and Restated Trademark Collateral Assignment shall extend to the Additional Marks, and the Additional Marks shall be, and be deemed to be, part of the Collateral.

[Remainder of page intentionally left blank]

IN WITNESS WHEREOF, Grantor has executed this Fourteenth Amendment to Second Amended and Restated Trademark Collateral Assignment by its duly authorized officer as of the date first written above.

PINNACLE ENTERTAINMENT, INC.,
a Delaware corporation

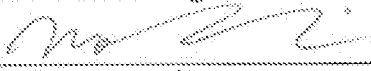
By:


Name: John A. Godfrey
Title: Executive Vice President,
General Counsel and Secretary

ACCEPTED AND AGREED
AS OF THE DATE FIRST
ABOVE WRITTEN:

"Secured Party"




BARCLAYS BANK PLC,
as Administrative Agent

By: 
Name: Noam Azachi
Title: Assistant Vice President

Fourteenth Amendment to
Second Amended and Restated Trademark Collateral Assignment

TRADEMARK
REEL: 004738 FRAME: 0738

Exhibit A

| Mark | Owner/Assignee | Class(es) | Registration Number | Registration Date |
|---|------------------------------|-----------|---------------------|-------------------|
| L'AUBERGE | Pinnacle Entertainment, Inc. | 35 | 4,106,901 | February 28, 2012 |
| L'AUBERGE | Pinnacle Entertainment, Inc. | 41 | 4,106,897 | February 28, 2012 |
| L'AUBERGE | Pinnacle Entertainment, Inc. | 43 | 4,106,899 | February 28, 2012 |
| L'AUBERGE (Stylized)  | Pinnacle Entertainment, Inc. | 35 | 4,106,900 | February 28, 2012 |
| L'AUBERGE (Stylized)  | Pinnacle Entertainment, Inc. | 41 | 4,106,896 | February 28, 2012 |
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