

## TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT																														
NATURE OF CONVEYANCE:	Eighteenth 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>10/26/2012</td> <td>CORPORATION: DELAWARE</td> </tr> </tbody> </table>				Name	Formerly	Execution Date	Entity Type	Pinnacle Entertainment, Inc.		10/26/2012	CORPORATION: DELAWARE																				
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RECEIVING PARTY DATA																															
<table border="1"> <tr> <td>Name:</td> <td colspan="3">Barclays Bank PLC, as Administrative Agent</td> </tr> <tr> <td>Street Address:</td> <td colspan="3">745 7th Avenue</td> </tr> <tr> <td>Internal Address:</td> <td colspan="3">Attention: Craig Malloy</td> </tr> <tr> <td>City:</td> <td colspan="3">New York</td> </tr> <tr> <td>State/Country:</td> <td colspan="3">NEW YORK</td> </tr> <tr> <td>Postal Code:</td> <td colspan="3">10019</td> </tr> <tr> <td>Entity Type:</td> <td colspan="3">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		
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PROPERTY NUMBERS Total: 1																															
<table border="1"> <thead> <tr> <th>Property Type</th> <th>Number</th> <th>Word Mark</th> </tr> </thead> <tbody> <tr> <td>Registration Number:</td> <td>4210878</td> <td>RIVER DOWNS</td> </tr> </tbody> </table>				Property Type	Number	Word Mark	Registration Number:	4210878	RIVER DOWNS																						
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CORRESPONDENCE DATA																															
<p>Fax Number: 7147558290</p> <p><i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i></p> <p>Email: ipdocket@lw.com</p> <p>Correspondent Name: Latham &amp; Watkins LLP</p> <p>Address Line 1: 650 Town Center Drive</p> <p>Address Line 2: Suite 2000</p> <p>Address Line 4: Costa Mesa, CALIFORNIA 92626</p>																															
ATTORNEY DOCKET NUMBER:	043546-0003																														
NAME OF SUBMITTER:	Rhonda DeLeon																														
Signature:	/Rhonda DeLeon/																														

OP \$40.00 4210878

Date:

11/26/2012

**Total Attachments: 4**

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

This EIGHTTEENTH AMENDMENT TO SECOND AMENDED AND RESTATED TRADEMARK COLLATERAL ASSIGNMENT, dated as of October 26, 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 an additional trademark registered with the USPTO, as indicated on Exhibit A attached hereto (the "Additional Mark"), 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 Mark.

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

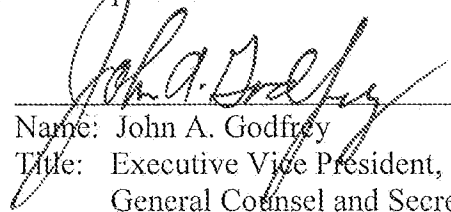
1. Schedule 1. Schedule 1 shall be amended to include the Additional Mark. The security interest granted to Secured Party under the Second Amended and Restated Trademark Collateral Assignment shall extend to the Additional Mark, and the Additional Mark shall be, and be deemed to be, part of the Collateral.

[Remainder of page intentionally left blank]

IN WITNESS WHEREOF, Grantor has executed this Eighteenth 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

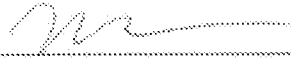
By:   
Name: Noam Azachi  
Title: Assistant Vice President

Exhibit A

Mark	Owner/Assignee	Class(es)	Registration Number	Registration Date
RIVER DOWNS	Pinnacle Entertainment, Inc.	25	4,210,878	9/18/2012