

09-19-2000



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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
Effective Date
Month Day Year
- Merger
- Change of Name
- Other Release of Security Interest

Conveying Party

Mark if additional names of conveying parties attached

Name Bankers Trust Company

Execution Date
Month Day Year
 07251997

Formerly

- Individual General Partnership Limited Partnership Corporation Association

Other Banking Corporation

Citizenship/State of Incorporation/Organization New York

Receiving Party

Mark if additional names of receiving parties attached

Name Autotote Systems, Inc.

DBA/AKA/TA

Composed of

Address (line 1) 100 Bellevue Road

Address (line 2)

Address (line 3) Newark Delaware 19714
City State/Country Zip Code

- Individual General Partnership Limited Partnership

Corporation Association

Other

Citizenship/State of Incorporation/Organization Delaware

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

09/19/2000 MTHA11 00000137 1276741
01 FC:481 40.00 OP
02 FC:482 100.00 OP

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Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 002139 FRAME: 0521

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="1276741"/>	<input type="text" value="1613644"/>	<input type="text"/>
<input type="text" value="1373540"/>	<input type="text" value="1672960"/>	<input type="text"/>
<input type="text" value="1242618"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved. #

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: #

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

Beth H. Alter

August 30, 2000

Name of Person Signing

Signature

Date Signed

TRADEMARK RELEASE

This Release is granted on this 28th day of July, 1997,
by BANKERS TRUST COMPANY, as Collateral Agent ("Collateral Agent"), to
AUTOTOTE SYSTEMS, INC., a Delaware corporation ("Assignor"), as follows:

W I T N E S S E T H

WHEREAS, the Assignor has heretofore granted to the Collateral Agent
a security interest in certain U.S. trademarks, trademark registrations and trademark
applications as more particularly set forth on Schedule A attached hereto (the "Marks");
and

WHEREAS, the Collateral Agent wishes to release and restore all right,
title and interest in and to the Marks to the Assignor and to dissolve any and all Liens
and encumbrances respecting the Marks shown on the attached Schedule A hereto.


NOW, THEREFORE, for good and valuable consideration, receipt of
which is hereby acknowledged, the Collateral Agent hereby releases, discharges, quit
claims and relinquishes unto the Assignor any and all right, title and interest in and to
the Marks, and more particularly, (i) the security interest in the trademarks, trademark
registrations and trademark applications as set forth on Schedule A hereto, (ii) all
Proceeds and products of the Marks, (iii) the goodwill of the business symbolized by
the Marks and (iv) all causes of action arising prior to the date hereof for infringement
of any of the Marks or unfair competition regarding the same, and granted to Collateral

0000G9G5.W51

Agent by the Assignor, which security interest was duly recorded on May 16, 1994 at Trademark Reel 1154, Frame 0022 and on March 1, 1996 at Reel 1436, Frame 0236 in the United States Patent and Trademark Office.

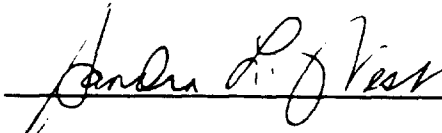
IN WITNESS WHEREOF, the undersigned, by and through its authorized officer, has caused this instrument to be executed under seal on the date first written above.

BANKERS TRUST COMPANY,
as Collateral Agent

By 
Name:
Title:

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

On this 25th day of July, 1997, before me personally appeared T. J. MORRIS, to me known who, being by me duly sworn, did depose and say that ~~he~~ ~~she~~ is VICE PRESIDENT of the Collateral Agent described herein and which executed the foregoing instrument and that he signed his name thereto pursuant to the authority granted by the Collateral Agent.



Notary Public

SANDRA L. WEST
Notary Public, State of New York
No. 31-4942401
Qualified in New York County
Commission Expires September 15, 1998

SCHEDULE A

UNITED STATES TRADEMARKS

<u>REGISTERED MARK</u>	<u>REGISTRATION NO.</u>	<u>REGISTRATION DATE</u>
Autotote	1,276,741	5/8/84
Autovend	1,373,540	12/3/85
Autotrak	1,242,618	6/21/88
SAM	1,613,644	6/18/90
TINY-TIM	1,672,960	1/21/92