

01-31-2002

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Form PTO-101 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings



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

101976426

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

1. Name of conveying party(ies): Mikohn Gaming Corporation

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State Nevada, Other

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment, Merger, Security Agreement, Change of Name, Other

Execution Date: August 22, 2001

2. Name and address of receiving party(ies)

Name: Firstar Bank, N.A. Internal Address: Street Address: 101 East 5th Street City: St. Paul State: MN Zip: 55101

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State, Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s) See Schedule A to Trademark Security Interest attached

B. Trademark Registration No.(s) See Schedule A to Trademark Security Interest attached

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Paul Katz, Esq. Internal Address: Street Address: 2450 Colorado Avenue, Suite 400 E City: Santa Monica State: CA Zip: 90404

6. Total number of applications and registrations involved: 93

7. Total fee (37 CFR 3.41): \$ 2,340.00

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number: (Attach duplicate copy of this page if paying by deposit account)

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.

Paul Katz, Esq. Name of Person Signing

[Signature] Signature

October 18, 2001 Date

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

01/30/2002 DRYRNE 00000273 1893381

01 FC:481 02 FC:482

40.00 NDI documents to be recorded with required cover sheet information to: 2300.00 DP Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

ITEM NO. 1 CONTINUED . . .

Additional Names and addresses of conveying parties:

Mikohn Nevada
MGC, Inc.
Casino Excitement, Inc.
Progressive Games, Inc.

AGREEMENT	DATE	MIKOHN
MASQUE PUBLISHING	02/24/94	LICENSOR
RADIANT IMAGING, INC.	03/29/00	LICENSEE
SAFEGAMES, LTD	02/16/95	LICENSEE

E. Trademarks:

MARK	COUNTRY (STATE)	REG. NO. (APP. NO.)	REG. DATE (REL.ING DATE)	RECORD OWNER	COMMENTS
21 SUPER BUCKS AND DESIGN	U.S.	1893381 (74/482594)	05/09/95 (01/25/94)	PROGRESSIVE GAMES, INC.	REGISTERED; SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP, RECORDED ON OCTOBER 6, 1998.
21 SUPER BUCKS	U.S.	1863337 (74/232176)	11/15/94 (12/18/91)	PROGRESSIVE GAMES, INC.	REGISTERED; SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP, RECORDED ON OCTOBER 6, 1998.
A K Q J 10 ANTE BET CARIBBEAN STUD ENTERPRISES AND DESIGN	U.S.	1548674 (73/760909)	07/18/89 (10/31/88)	PROGRESSIVE GAMES, INC.	REGISTERED; SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP, RECORDED ON OCTOBER 6, 1998.
A NEW DAY IN GAMING	U.S.	1636405 (74/060626)	02/26/91 (05/21/90)	PROGRESSIVE GAMES, INC.	REGISTERED; SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP, RECORDED ON OCTOBER 6, 1998.
ADVENTURES IN TRIVIA	U.S.	(76/266622)	(06/04/01)	MIKOHN GAMING CORPORATION	PENDING
ARUBA RUM 32 AND DESIGN	U.S.	2189458 (75/359708)	09/15/98 (09/19/97)	PROGRESSIVE GAMES, INC.	REGISTERED; SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP, RECORDED ON OCTOBER 6, 1998.
ARUBA RUM 32	U.S.	1941595 (74/476740)	12/12/95 (01/05/94)	PROGRESSIVE GAMES, INC.	REGISTERED; SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP, RECORDED ON OCTOBER 6, 1998.
CALIFORNIA CLASSIC KENO	U.S.	(76/142653)	(10/06/00)	MIKOHN GAMING CORPORATION	PENDING
CALIFORNIA MILLIONS	U.S.	(76/020315)	(04/06/00)	MIKOHN GAMING CORPORATION	PENDING
CARIBBEAN STUD POKER AND DESIGN	U.S.	2227623 (75/359926)	03/02/99 (09/19/97)	PROGRESSIVE GAMES, INC.	REGISTERED; SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP, RECORDED ON OCTOBER 6, 1998.
CARIBBEAN DRAW POKER AND DESIGN	U.S.	2218521 (75/359862)	01/19/99 (09/19/97)	PROGRESSIVE GAMES, INC.	REGISTERED; SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP, RECORDED ON OCTOBER 6, 1998.

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MARK	COUNTRY (STATE)	REC. NO. (APP. NO.)	REG. DATE (FILING DATE)	RECORD OWNER	COMMENTS
CARIBBEAN DRAW	U.S.	2108501 (75/108139)	10/28/97 (05/22/96)	PROGRESSIVE GAMES, INC.	REGISTERED; SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP, RECORDED ON OCTOBER 6, 1998.
CARIBBEAN STUD	U.S.	1787117 (74/277417)	08/10/93 (05/21/92)	PROGRESSIVE GAMES, INC.	REGISTERED; SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP, RECORDED ON OCTOBER 6, 1998.
CARIBBEAN STUD AND DESIGN	U.S.	1568546 (73/760745)	11/28/89 (10/31/88)	PROGRESSIVE GAMES, INC.	REGISTERED; SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP, RECORDED ON OCTOBER 6, 1998.
CASINOLINK	U.S.	2232023 (75/414666)	03/16/99 (01/07/98)	MIKOHN GAMING CORPORATION	REGISTERED; SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP, RECORDED ON OCTOBER 9, 1998.
DESIGN ONLY	U.S.	2159921 (75/121928)	05/26/98 (06/19/96)	PROGRESSIVE GAMES, INC.	REGISTERED; SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP, RECORDED ON OCTOBER 6, 1998.
DRAGON HUNT	U.S.	2276083 (75/529867)	09/07/99 (07/30/98)	MIKOHN GAMING CORPORATION	REGISTERED; SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP, RECORDED ON OCTOBER 9, 1998.
GAMES OF NEVADA AND DESIGN	U.S.	2000899 (74/670764)	09/17/96 (05/04/95)	MIKOHN GAMING CORPORATION	REGISTERED; SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP, RECORDED ON MARCH 17, 1998.
GAMES OF NEVADA	U.S.	1531017 (73/726646)	03/21/89 (05/05/88)	MIKOHN GAMING CORPORATION	REGISTERED
HOLD AND DRAW BINGO	U.S.	1466436 (73/656848)	11/24/87 (04/23/87)	MIKOHN GAMING CORPORATION	REGISTERED; SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP, RECORDED ON MARCH 17, 1998.
HOLD AND DRAW	U.S.	1465650 (73/656847)	11/17/87 (04/23/87)	MIKOHN GAMING CORPORATION	REGISTERED; SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP, RECORDED ON MARCH 17, 1998.
HOT POTATO	U.S.	2323542 (75/576857)	02/29/00 (10/23/98)	MIKOHN GAMING CORPORATION	REGISTERED
MINI KENO	U.S.	1466437 (73/656849)	12/24/87 (04/23/87)	MIKOHN GAMING CORPORATION	REGISTERED; SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP, RECORDED ON MARCH 17, 1998.
MIKOHN	U.S.	(75/943749)	(03/14/00)	MIKOHN GAMING CORPORATION	PENDING
MIKOHN	U.S.	(75/943738)	(03/14/00)	MIKOHN GAMING CORPORATION	PENDING
MIKOHN	U.S.	2436607 (75/820689)	03/20/01 (10/08/99)	MIKOHN GAMING CORPORATION	REGISTERED
MIKOHN	U.S.	2043082 (75/029136)	03/11/97 (12/07/95)	MIKOHN GAMING CORPORATION	REGISTERED; SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP, RECORDED ON MARCH 17, 1998.

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MARK	COUNTRY (STATE)	REG. NO. (APP. NO.)	REG. DATE (PENDING DATE)	RECORD OWNER	COMMENTS
MIKOHN	U.S.	1824259 (74/391987)	03/01/94 (05/18/93)	MIKOHN GAMING CORPORATION	REGISTERED; SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP, NOT RECORDED (ERRONEOUSLY RECORDED REG. NO. 1824249 FOR TITRA-LUBE INSTEAD)
MIKOHNVISION	U.S.	2043081 (75/029135)	03/11/97 (12/07/95)	MIKOHN GAMING CORPORATION	REGISTERED; SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP, NOT RECORDED. (ERRONEOUSLY RECORDED REG. NO. 2043081 FOR GINA INSTEAD)
MONEYTIME	U.S.	2229600 (75/306162)	03/02/99 (06/10/97)	MIKOHN GAMING CORPORATION	REGISTERED; SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP, NOT RECORDED.
MVP AND DESIGN	U.S.	2043083 (75/029287)	03/11/97 (12/07/95)	MIKOHN GAMING CORPORATION	REGISTERED; SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP, RECORDED ON MARCH 17, 1998.
MYSTERY JACKPOT AND DESIGN	U.S.	2166729 (74/684207)	06/23/98 (06/05/95)	MIKOHN GAMING CORPORATION	REGISTERED; SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP, RECORDED ON OCTOBER 9, 1998.
MYSTERY JACKPOT	U.S.	(74/606815) - MAY BE	(12/05/94)	MIKOHN GAMING CORPORATION	PENDING
PGI AND DESIGN	U.S.	2127934 (74/480658)	01/13/98 (01/19/94)	PROGRESSIVE GAMES, INC.	REGISTERED; SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP, RECORDED ON OCTOBER 6, 1998.
PGI AND DESIGN	U.S.	2127925 (74/379858)	01/13/98 (04/14/93)	PROGRESSIVE GAMES, INC.	REGISTERED; SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP, RECORDED ON OCTOBER 6, 1998.
PROGRESSIVE BLACKJACK	U.S.	(76/194307)	(01/16/01)	PROGRESSIVE GAMES, INC.	PENDING
PROGRESSIVE BLACK JACK AND DESIGN	U.S.	(75/359707)	(09/19/97)	PROGRESSIVE GAMES, INC.	PENDING; SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP, RECORDED ON OCTOBER 6, 1998.
PROGRESSIVE BAD BEAT STUD POKER	U.S.	(76/269871)	(06/11/01)	MIKOHN GAMING CORPORATION	PENDING
PROGRESSIVE JACKPOT PAI GOW POKER AND DESIGN	U.S.	(76/269638)	(06/11/01)	MIKOHN GAMING CORPORATION	PENDING
ROLLIN' BONUS	U.S.	2320754 (75/557092)	02/22/00 (09/23/98)	MIKOHN GAMING CORPORATION	REGISTERED
ROULOTTO	U.S.	2093714 (75/108137)	09/02/97 (05/22/96)	PROGRESSIVE GAMES, INC.	REGISTERED; SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP, RECORDED ON OCTOBER 6, 1998.
SAFEBC	U.S.	2228181 (75/414669)	03/02/99 (01/07/98)	MIKOHN GAMING CORPORATION	REGISTERED; SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP, RECORDED ON OCTOBER 9, 1998.

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MARK	COUNTRY (STATE)	REG. NO. (APP. NO.)	REG. DATE (PENDING DATE)	RECORD OWNER	COMMENTS
SAFEJACK	U.S.	2330725 (75/414665)	03/21/00 (01/07/98)	MIKOHN GAMING CORPORATION	REGISTERED; SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP, RECORDED ON OCTOBER 9, 1998.
SMOKE SPOT	U.S.	1965931 (74/480668)	04/02/96 (01/19/94)	PROGRESSIVE GAMES, INC.	REGISTERED; SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP, RECORDED ON OCTOBER 6, 1998.
SUPERLINK	U.S.	2303420 (75/414668)	12/28/99 (01/07/98)	MIKOHN GAMING CORPORATION	REGISTERED; SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP, RECORDED ON OCTOBER 9, 1998.
TABLELINK	U.S.	2420050 (75/701074)	01/09/01 (05/07/99)	MIKOHN GAMING CORPORATION	REGISTERED
THINK BIG	U.S.	(76/181900)	(12/14/00)	MIKOHN GAMING	PENDING
TRE CARD STUD AND DESIGN	U.S.	2368411 (75/738822)	07/18/00 (06/29/99)	MIKOHN GAMING CORPORATION	REGISTERED
WILD ARUBA STUD	U.S.	2369431 (75/584391)	07/18/00 (11/06/98)	MIKOHN GAMING CORPORATION	REGISTERED
WILD ARUBA STUD	U.S.	2274648 (75/584386)	08/31/99 (11/06/98)	MIKOHN GAMING CORPORATION	REGISTERED
X SLOT	U.S.	2281404 (75/528026)	09/28/99 (07/30/98)	MIKOHN GAMING CORPORATION	REGISTERED; SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP, RECORDED ON OCTOBER 9, 1998.

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F. Trademark Licenses:

AGREEMENT	DATE	MARKING
BUD JONES COMPANY	09/12/00	LICENSOR
COAST GAMING SUPPLY, INC.	11/05/01	LICENSOR
CREATION ROBCO INC.	11/10/00	LICENSOR
ENCORE SOFTWARE, INC.	10/01/00	LICENSOR
GRAPH TO GRAPHICS	09/12/00	LICENSOR
HASBRO, INC.—YAHTZEE	08/18/98	LICENSEE
HASBRO, INC.—BATTLESHIP	08/18/98	LICENSEE
HASBRO, INC.—MONOPOLY	08/18/98	LICENSEE
HASBRO, INC.—CLUE	06/26/00	LICENSEE
HASBRO, INC.—TRIVIAL PURSUIT	06/26/00	LICENSEE
HAVAS INTERACTIVE INCORPORATED	12/01/99	LICENSOR
INTERNATIONAL GAME TECHNOLOGY	12/01/99	LICENSEE
IMAGE TRANSFORM LTD.	03/20/01	LICENSOR
MIDWEST GAME SUPPLY COMPANY	09/12/00	LICENSOR
PINNACLE FURNISHINGS	04/15/01	LICENSOR
SIGNATURES NETWORK—RIPLEY'S	01/01/00	LICENSEE
STATION CASINOS, INC.	02/02/01	LICENSOR
TCS	11/11/01	LICENSOR

G. Trade Secret Licenses: None**H. Intellectual Property Matters:** See Schedule 4.6

TRADEMARK SECURITY AGREEMENT

This **TRADEMARK SECURITY AGREEMENT**, dated as of August 22, 2001 (this "**Agreement**"), is among Mikohn Gaming Corporation, a Nevada corporation (the "**Company**"), each of the undersigned Subsidiaries of the Company (the Company and such Subsidiaries, each a "**Debtor**" and collectively, the "**Debtors**"), and Firststar Bank, N.A. (together with any successor Trustee pursuant to the terms of the Indenture, the "**Secured Party**"), acting in the capacity of collateral agent for the benefit of the holders of the Notes of the Debtor issued under the Indenture.

RECITALS:

WHEREAS, reference is made to that certain Indenture, dated as of August 22, 2001 hereof (as it may be amended, restated, supplemented or otherwise modified from time to time, the "**Indenture**"), by and among the Company, the other Debtors party thereto and the Secured Party.

WHEREAS, in connection with the Indenture, each Debtor and the Secured Party have entered into a Pledge and Security Agreement, dated as of August 22, 2001 (the "**Pledge and Security Agreement**").

WHEREAS, pursuant to the Pledge and Security Agreement, Debtors are required to execute and deliver this Agreement and grant to Secured Party a security interest and continuing lien in all of the Trademarks.

WHEREAS, in consideration of the extension of credit as set forth in the Indenture each Debtor has agreed to secure all obligations under the Indenture.

NOW, THEREFORE, in consideration of the premises and the agreements, provisions and covenants herein contained, each Debtor and the Secured Party agree as follows:

1. DEFINITIONS

1.1 Defined Terms. In this Agreement, including in the paragraphs above, unless otherwise defined herein or the context otherwise requires, capitalized terms used in this Agreement have the meanings set forth in the Pledge and Security Agreement.

2. GRANT OF SECURITY

2.1 Grant of Security. Subject to applicable Gaming Laws (with respect to those Debtors which are Gaming Subsidiaries), each Debtor hereby grants to the Secured Party a security interest and continuing lien on all of such Debtor's right, title and interest in, to and under all Trademarks of such Debtor including, but not limited to, those referenced in Schedule A hereto.

2.2 Pledge and Security Agreement. This Agreement has been executed and delivered by Debtors for the purpose of recording the security interest of Secured Party in the Trademarks with the United States Patent and Trademark Office. The security interest and continuing lien granted herein has been granted as a supplement to, and not in limitation of, the security interest and continuing lien granted

to Secured Party under the Pledge and Security Agreement. The Pledge and Security Agreement (including without limitation all rights and remedies of Secured Party thereunder, and Certain Limited Exclusions as defined in Section 2.2 therein) shall remain in full force and effect in accordance with its terms, and is incorporated herein by reference.

3 RELEASE OF SECURITY INTEREST

3.1 Release of Security Interest. For avoidance of doubt, upon the payment in full of all Secured Obligations, the security interest and continuing lien granted hereby shall be released hereunder and of record and all rights to the Trademarks granted hereunder shall revert to Debtors. Upon any such termination the Secured Party shall, at Debtors' expense, execute and deliver to Debtors such documents as Debtors shall reasonably request to evidence such termination.

4 COUNTERPARTS.

4.1 Counterparts. This Agreement may be executed in any number of counterparts, each of which when so executed shall be deemed an original, but all such counterparts together shall constitute one and the same instrument.

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AGREEMENT	DATE	MIKOHN
MASQUE PUBLISHING	02/24/94	TELENSOR
RADIANT IMAGING, INC.	03/29/00	TELENSOR
SAFE GAMES LTD	02/16/95	TELENSOR

E. Trademarks:

MARK	COUNTRY (STATE)	REG. NO. (APP. NO.)	REG. DATE (FILING DATE)	RECORD OWNER	COMMENTS
21 SUPER BUCKS AND DESIGN	U.S.	1892381 (74/482594)	05/09/95 (01/25/94)	PROGRESSIVE GAMES, INC.	REGISTERED. SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP. RECORDED ON OCTOBER 6, 1998.
21 SUPER BUCKS	U.S.	1863337 (74/232176)	11/15/94 (12/18/91)	PROGRESSIVE GAMES, INC.	REGISTERED. SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP. RECORDED ON OCTOBER 6, 1998.
A K O J 10 ANTE BET CARIBBEAN STUD ENTERPRISES AND DESIGN	U.S.	1548674 (73/760909)	07/18/89 (10/31/88)	PROGRESSIVE GAMES, INC.	REGISTERED. SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP. RECORDED ON OCTOBER 6, 1998.
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ARUBA RUM 12 AND DESIGN	U.S.	2189458 (75/350708)	09/15/98 (09/19/97)	PROGRESSIVE GAMES, INC.	REGISTERED. SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP. RECORDED ON OCTOBER 6, 1998.
ARUBA RUM 12	U.S.	1941595 (74/476740)	12/12/95 (01/05/94)	PROGRESSIVE GAMES, INC.	REGISTERED. SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP. RECORDED ON OCTOBER 6, 1998.
CALIFORNIA CLASSIC RENO	U.S.	(76/142633)	(10/06/00)	MIKOHN GAMING CORPORATION	PENDING
CALIFORNIA MILLIONS	U.S.	(76/020315)	(04/06/00)	MIKOHN GAMING CORPORATION	PENDING
CARIBBEAN STUD POKER AND DESIGN	U.S.	2227623 (75/350926)	03/02/99 (07/19/97)	PROGRESSIVE GAMES, INC.	REGISTERED. SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP. RECORDED ON OCTOBER 6, 1998.
CARIBBEAN DRAW POKER AND DESIGN	U.S.	2218521 (75/350862)	01/19/99 (09/19/97)	PROGRESSIVE GAMES, INC.	REGISTERED. SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP. RECORDED ON OCTOBER 6, 1998.

MARK	COUNTRY (STATE)	REG. NO. (APP. NO.)	REG. DATE (FILING DATE)	RECORD OWNER	COMMENTS
CARIBBEAN DRAW	U.S.	2108501 (75/138139)	10/28/97 (05/22/96)	PROGRESSIVE GAMES, INC.	REGISTERED. SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP. RECORDED ON OCTOBER 6, 1998.
CARIBBEAN STUD	U.S.	1787117 (74/277417)	08/10/93 (05/21/92)	PROGRESSIVE GAMES, INC.	REGISTERED. SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP. RECORDED ON OCTOBER 6, 1998.
CARIBBEAN STUD AND DESIGN	U.S.	1568546 (73/760745)	11/28/89 (10/31/88)	PROGRESSIVE GAMES, INC.	REGISTERED. SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP. RECORDED ON OCTOBER 6, 1998.
CASINOLINK	U.S.	2232023 (75/414666)	03/16/99 (01/07/98)	MIKOHN GAMING CORPORATION	REGISTERED. SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP. RECORDED ON OCTOBER 9, 1998.
DESIGN ONLY	U.S.	2159921 (75/121928)	05/26/98 (06/19/96)	PROGRESSIVE GAMES, INC.	REGISTERED. SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP. RECORDED ON OCTOBER 6, 1998.
DRAGON HUNT	U.S.	2276583 (75/529867)	09/07/99 (07/30/98)	MIKOHN GAMING CORPORATION	REGISTERED. SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP. RECORDED ON OCTOBER 9, 1998.
GAMES OF NEVADA AND DESIGN	U.S.	2000899 (74/670764)	09/17/96 (05/04/95)	MIKOHN GAMING CORPORATION	REGISTERED. SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP. RECORDED ON MARCH 17, 1998.
GAMES OF NEVADA	U.S.	1531917 (75/726646)	03/21/89 (05/05/88)	MIKOHN GAMING CORPORATION	REGISTERED
HOLD AND DRAW BINGO	U.S.	1466436 (73/556848)	11/24/87 (04/23/87)	MIKOHN GAMING CORPORATION	REGISTERED. SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP. RECORDED ON MARCH 17, 1998.
HOLD AND DRAW	U.S.	1465550 (73/656847)	11/17/87 (04/23/87)	MIKOHN GAMING CORPORATION	REGISTERED. SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP. RECORDED ON MARCH 17, 1998.
HOT POTATO	U.S.	2323442 (75/576857)	02/29/00 (10/23/98)	MIKOHN GAMING CORPORATION	REGISTERED
MINI KENO	U.S.	1466437 (73/656849)	12/24/87 (04/23/87)	MIKOHN GAMING CORPORATION	REGISTERED. SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP. RECORDED ON MARCH 17, 1998.
MIKOHN	U.S.	(75/943749)	(03/14/09)	MIKOHN GAMING CORPORATION	PENDING
MIKOHN	U.S.	(75/943738)	(03/14/09)	MIKOHN GAMING CORPORATION	PENDING
MIKOHN	U.S.	2436697 (75/820689)	03/20/01 (10/08/99)	MIKOHN GAMING CORPORATION	REGISTERED
MIKOHN	U.S.	2043082 (75/929136)	03/11/97 (12/07/95)	MIKOHN GAMING CORPORATION	REGISTERED. SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL LLP. RECORDED ON MARCH 17, 1998.

MARK	COUNTRY (STATE)	REG. NO. (APP. NO)	REG. DATE (FILING DATE)	RECORD OWNER	COMMENTS
MIKOHN	U.S.	1824289 (74391987)	03/01/94 (05/18/93)	MIKOHN GAMING CORPORATION	REGISTERED; SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL L.P. NOT RECORDED (ERRONEOUSLY RECORDED REG. NO. 1824249 FOR TITRA-41198 INSTEAD)
MIKOHNVISION	U.S.	2043081 (75029135)	03/11/97 (12/07/95)	MIKOHN GAMING CORPORATION	REGISTERED; SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL L.P. NOT RECORDED. (ERRONEOUSLY RECORDED REG. NO. 2043081 FOR GINA INSTEAD)
MONETIME	U.S.	2229600 (75309167)	03/02/99 (06/10/97)	MIKOHN GAMING CORPORATION	REGISTERED; SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL L.P. NOT RECORDED
MVP AND DESIGN	U.S.	2043083 (75029287)	03/11/97 (12/07/95)	MIKOHN GAMING CORPORATION	REGISTERED; SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL L.P. RECORDED ON MARCH 17, 1998.
MYSTERY JACKPOT AND DESIGN	U.S.	2166729 (74634207)	06/23/98 (06/05/95)	MIKOHN GAMING CORPORATION	REGISTERED; SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL L.P. RECORDED ON OCTOBER 9, 1998.
MYSTERY JACKPOT	U.S.	(74609815) - MAY BE	(12/05/94)	MIKOHN GAMING CORPORATION	PENDING
POI AND DESIGN	U.S.	2127934 (74480658)	01/13/98 (01/19/94)	PROGRESSIVE GAMES, INC.	REGISTERED; SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL L.P. RECORDED ON OCTOBER 6, 1998.
POI AND DESIGN	U.S.	2127925 (74379858)	01/13/98 (04/14/93)	PROGRESSIVE GAMES, INC.	REGISTERED; SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL L.P. RECORDED ON OCTOBER 6, 1998.
PROGRESSIVE BLACKJACK	U.S.	(76194307)	(01/16/01)	PROGRESSIVE GAMES, INC.	PENDING
PROGRESSIVE BLACKJACK AND DESIGN	U.S.	(75359707)	(09/19/97)	PROGRESSIVE GAMES, INC.	PENDING; SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL L.P. RECORDED ON OCTOBER 6, 1998.
PROGRESSIVE BAD BEAT STUD POKER	U.S.	(76269871)	(06/11/01)	MIKOHN GAMING CORPORATION	PENDING
PROGRESSIVE JACKPOT PAI GOW POKER AND DESIGN	U.S.	(76269638)	(06/11/01)	MIKOHN GAMING CORPORATION	PENDING
ROLLIN' BONUS	U.S.	2220754 (75157092)	02/22/00 (09/23/98)	MIKOHN GAMING CORPORATION	REGISTERED
ROLI LOTTO	U.S.	2093714 (75198137)	09/02/97 (05/22/96)	PROGRESSIVE GAMES, INC.	REGISTERED; SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL L.P. RECORDED ON OCTOBER 6, 1998.
SAFEBAC	U.S.	2225181 (75414668)	03/02/99 (01/07/98)	MIKOHN GAMING CORPORATION	REGISTERED; SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL L.P. RECORDED ON OCTOBER 9, 1998.

MARK	COUNTRY (STATE)	REG. NO. (APP. NO.)	REG. DATE (FILING DATE)	RECORD OWNER	COMMENTS
SAFEJACK	U.S.	2330725 (75-14665)	03/21/00 (01/07/98)	MIKOHN GAMING CORPORATION	REGISTERED. SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL L.P. RECORDED ON OCTOBER 9, 1998
SMOKE SPOI	U.S.	1965931 (74-480668)	04/02/96 (01/19/94)	PROGRESSIVE GAMES, INC.	REGISTERED. SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL L.P. RECORDED ON OCTOBER 6, 1998
SUPERLINK	U.S.	2303420 (75-414668)	12/28/99 (01/07/98)	MIKOHN GAMING CORPORATION	REGISTERED. SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL L.P. RECORDED ON OCTOBER 9, 1998
TABBLELINK	U.S.	2429950 (75/751074)	01/09/01 (05/07/99)	MIKOHN GAMING CORPORATION	REGISTERED
THINK BIG	U.S.	(76-181900)	(12/14/00)	MIKOHN GAMING	PENDING
THE CARD STUD AND DESIGN	U.S.	2368411 (75/738822)	07/18/00 (06/29/99)	MIKOHN GAMING CORPORATION	REGISTERED
WILD ARUBA STUD	U.S.	2369431 (75-584391)	07/18/00 (11/06/98)	MIKOHN GAMING CORPORATION	REGISTERED
WILD ARUBA STUD	U.S.	2274648 (75-584386)	08/31/99 (11/06/98)	MIKOHN GAMING CORPORATION	REGISTERED
X-SLOT	U.S.	2281404 (75-528026)	09/28/99 (07/30/98)	MIKOHN GAMING CORPORATION	REGISTERED. SECURITY INTEREST HELD BY FIRST SOURCE FINANCIAL L.P. RECORDED ON OCTOBER 9, 1998

F. Trademark Licenses:

AGREEMENT	DATE	MIKOHN
BUD JONES COMPANY	09/12/00	LICENSOR
COAST GAMING SUPPLY, INC.	11/05/01	LICENSOR
CREATION ROBO INC.	11/10/00	LICENSOR
ENCORE SOFTWARE, INC.	10/01/00	LICENSOR
GRAPH TO GRAPHICS	09/12/00	LICENSOR
HASBRO, INC.—YAHIZLE	08/18/98	LICENSEE
HASBRO, INC.—BATTLESHIP	08/18/98	LICENSEE
HASBRO, INC.—MONOPOLY	08/18/98	LICENSEE
HASBRO, INC.—CLUE	06/26/00	LICENSEE
HASBRO, INC.—TRIVIAL PURSUIT	06/26/00	LICENSEE
HAVAS INTERACTIVE INCORPORATED	12/01/99	LICENSOR
INTERNATIONAL GAME TECHNOLOGY	12/01/99	LICENSEE
IMAGE TRANSFORM LTD.	03/20/01	LICENSOR
MIDWEST GAME SUPPLY COMPANY	09/12/00	LICENSOR
PINNACLE FURNISHINGS	04/15/01	LICENSOR
SIGNATURES NETWORK—RIPLEY'S	01/01/00	LICENSEE
STATION CASINOS, INC.	02/02/01	LICENSOR
TCS	11/11/01	LICENSOR

G. Trade Secret Licenses: None

H. Intellectual Property Matters: See Schedule 4.6

IN WITNESS WHEREOF, each Debtor and the Secured Party have caused this Agreement to be duly executed and delivered by their respective officers thereunto duly authorized as of the date first written above.

MIKOHN GAMING CORPORATION

By: _____

Name:
Title:

CASINO EXCITEMENT, INC.

By: _____

Name:
Title:

GAMES OF NEVADA, INC.

By: _____

Name:
Title:

MGC, INC.

By: _____

Name:
Title:

MIKOHN INTERNATIONAL, INC.

By: _____

Name:
Title:

MIKOHN NEVADA

By: _____

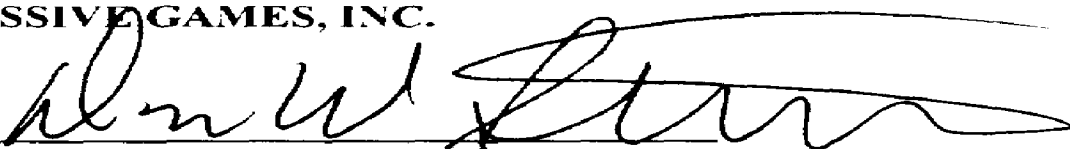


Name:

Title:

PROGRESSIVE GAMES, INC.

By: _____



Name:

Title:

FIRSTAR BANK, N.A.,

as the Secured Party

By: _____

Name:

Title:

MIKOHN NEVADA

By: _____
Name:
Title:

PROGRESSIVE GAMES, INC.

By: _____
Name:
Title:

FIRSTAR BANK, N.A.,
as the Secured Party

By: *Frank P. Lester*
Name: *Frank P. Lester*
Title: *Vice President*

STATE OF NEVADA)
)
COUNTY OF CLARK)

ss.

This instrument was acknowledged before me on _____, 2001, by
DON STEVENS as EX.V.P. + CFO of MILKON.

Sharon Masden
Name: SHARON MASNEN

My Commission expires on: Aug. 24, 2003

