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Form PTO-1594  
(Rev. 10/02)  
OMB No. 0651-0027 (exp. 6/30/2005)  
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U.S. DEPARTMENT OF COMMERCE  
U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):  
PNC Bank, National Association  
*4-11-03*

Individual(s)       Association  
 General Partnership       Limited Partnership  
 Corporation-State  
 Other National Banking Association

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

3. Nature of conveyance:  
 Assignment       Merger  
 Security Agreement       Change of Name  
 Other Release of Security Interest

Execution Date: April 9, 2003

2. Name and address of receiving party(ies)  
Name: Arlington International Racecourse,  
Internal \_\_\_\_\_ Inc.  
Address: \_\_\_\_\_

Street Address: P.O. Box 7  
City: Arlington Hts State: IL Zip: 60006

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State Illinois  
 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) \_\_\_\_\_  
\_\_\_\_\_

B. Trademark Registration No.(s) \_\_\_\_\_  
*Exhibit A. CW*  
See Attached Schedule A.

Additional number(s) attached  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:  
Name: Cynthia L. Stewart  
Internal Address: 32nd floor  
\_\_\_\_\_

Street Address: 400 West Market Street  
\_\_\_\_\_

City: Louisville State: KY Zip: 40202-3363

6. Total number of applications and registrations involved: ..... 54

7. Total fee (37 CFR 3.41).....\$1,365.00  
 Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number: \_\_\_\_\_

DO NOT USE THIS SPACE

9. Signature.  
*04/15/2003 BYRNE 00000163 2437269*  
*01 FC:8521 40.00 DP*  
*02 FC:8522 1325.00 DP*  
Cynthia L. Stewart  
Name of Person Signing

*Cynthia Stewart*  
Signature  
April 9, 2003  
Date

Total number of pages including cover sheet, attachments, and document: 7

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

**Exhibit A**  
**to Notice of Termination of Security Interests in Trademarks**

INSIDE RAIL	REGISTRATION # 2,437,269
A-CLUB	REGISTRATION # 2,575,234
MUD BUG OTB CHICAGO YA BET! IST 5	REGISTRATION # 2,415,761
ARLINGTON-WASHINGTON FUTURITY	REGISTRATION # 1,955,931
INTERNATIONAL FESTIVAL OF RACING	REGISTRATION # 1,980,602
HANSHIN HANDICAP	REGISTRATION # 1,967,951
ARLINGTON HANDICAP	REGISTRATION # 1,972,394
SECRETARIAT	REGISTRATION # 1,986,605
SEA O'ERIN HANDICAP	REGISTRATION # 1,928,105
ARLINGTON-WASHINGTON LASSIE	REGISTRATION # 1,933,051
WINDY CITY STAKES	REGISTRATION # 1,977,762
AMERICAN DERBY	REGISTRATION # 1,977,761
SPRINGFIELD STAKES	REGISTRATION # 1,975,924
WASHINGTON PARK HANDICAP	REGISTRATION # 1,952,705
ARLINGTON CLASSIC	REGISTRATION # 1,955,925
PUCKER UP STAKES	REGISTRATION # 1,957,401
ROUND TABLE STAKES	REGISTRATION # 1,952,704
BEVERLY D	REGISTRATION # 1,922,590
MODESTY HANDICAP	REGISTRATION # 1,957,400
SADDLES & SILKS	REGISTRATION # 1,829,644
MUD BUG	REGISTRATION # 1,852,805
A and Design	REGISTRATION # 1,643,068
ARLINGTON MILLION	REGISTRATION # 1,643,067
ARLINGTON INTERNATIONAL RACECOURSE	REGISTRATION # 1,696,540
ARLINGTON MILLION X	REGISTRATION # 1,665,281
ARLINGTON and Design	REGISTRATION # 1,643,066
INTERNATIONAL FESTIVAL OF RACING	REGISTRATION # 1,473,710
ARLINGTON MATRON HANDICAP	REGISTRATION # 1,969,474
ILLINOIS BREEDERS' FUTURITY	REGISTRATION # 2,020,160
ILLINOIS BREEDERS' DEBUTANTE	REGISTRATION # 1,983,490
SHERIDAN STAKES	REGISTRATION # 2,028,155
CHICAGO DEBUTANTE STAKES	REGISTRATION # 2,021,637
CHICAGO JUVENILE STAKES	REGISTRATION # 2,021,635
STARS AND STRIPES HANDICAP	REGISTRATION # 1,955,926
QUAD CITIES BETTING PARLOR	REGISTRATION # 2,000,456
ADRENALINE	REGISTRATION# 1,969,747
ARLINGTON HEIGHTS OAKS	REGISTRATION# 1,933,054
ISAAC MURPHY STAKES	REGISTRATION# 1,933,055
ANITA PEABODY HANDICAP	REGISTRATION# 1,979,309
BRUCE ROBERTS HANDICAP	REGISTRATION# 1,937,117
CLEOPATRA HANDICAP	REGISTRATION# 1,954,528
COLFAX MAID STAKES	REGISTRATION# 1,975,925
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JOHN D. HERTZ STAKES	REGISTRATION# 1,928,107

LAURANCE ARMOUR HANDICAP  
MISTY ISLE STAKES  
NEWBURY HANDICAP  
ROLLING MEADOWS STAKES  
SWOON'S SON HANDICAP  
W.H.BISHOP HANDICAP  
THE ARLINGTON EXPERIENCE

REGISTRATION# 1,955,928  
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REGISTRATION# 1,938,479  
REGISTRATION# 1,644,666

10190816.1  
4/9/2003

**NOTICE OF TERMINATION OF  
SECURITY INTERESTS IN TRADEMARKS**

**WHEREAS, EACH OF ARLINGTON INTERNATIONAL RACECOURSE, INC., ARLINGTON MANAGEMENT SERVICES, INC., TURF CLUB OF ILLINOIS, INC., ARLINGTON GLOBAL SERVICES, INC., ARLINGTON OTB CORP., KFI CORPORATION, and QUAD CITY DOWNS, INC.,** has granted and conveyed unto **PNC BANK, NATIONAL ASSOCIATION**, a national banking association, in its capacity as Agent (in such capacity, the "Agent") under the Credit Agreement dated as of April 23, 1999, among Churchill Downs Incorporated, a Kentucky corporation (the "Borrower"), certain financial institutions identified therein (the "Lenders") and Agent, as the same has been amended and modified (as so amended and modified, the "Credit Agreement") (the Lenders being herein collectively referred to as the "Secured Parties"), a security interest in and to the trademarks set forth on Exhibit A (the "Marks"), all as more fully stated in that certain Patent, Trademark, and Copyright Security Agreement dated as of September 8, 2000 (the "Security Agreement");

**WHEREAS**, an assignment of the security interest in the Marks was recorded in the United States Patent and Trademark Office beginning at [i] Reel 002254, Frame 0962 and [ii] Reel 002449, Frame 0623; and

**WHEREAS**, the Secured Parties no longer claim any security interest in the Marks or their registrations.



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