

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM592382

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	08/14/2020

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Williams Electronics Games, Inc.		08/14/2020	Corporation: DELAWARE

RECEIVING PARTY DATA

Name:	SG Gaming, Inc.
Street Address:	6601 Bermuda Road
City:	Las Vegas
State/Country:	NEVADA
Postal Code:	89119
Entity Type:	Corporation: NEVADA

PROPERTY NUMBERS Total: 38

Property Type	Number	Word Mark
Registration Number:	1432068	ALLEY CATS
Registration Number:	2064047	ATTACK FROM MARS
Registration Number:	1538300	BANZAI RUN
Registration Number:	1220704	BLACK KNIGHT
Registration Number:	2250258	CACTUS CANYON
Registration Number:	2185113	CIRQUS VOLTAIRE
Registration Number:	1386145	COMET
Registration Number:	1463739	F-14 TOMCAT
Registration Number:	2237241	FAST BREAK
Registration Number:	1521074	FIRE
Registration Number:	1212279	FIREPOWER
Registration Number:	1424115	GRAND LIZARD
Registration Number:	1404227	HIGH SPEED
Registration Number:	1220705	HYPERBALL
Registration Number:	2012784	JACK-BOT
Registration Number:	2182982	MEDIEVAL MADNESS
Registration Number:	2243836	MONSTER BASH
Registration Number:	2304061	NO GOOD GOLFERS!

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	1450989	PIN BOT
Registration Number:	2406642	PINBALL 2000
Registration Number:	2388642	PINBALL 2000
Registration Number:	2306618	REVENGE FROM MARS
Registration Number:	1971625	ROAD SHOW
Registration Number:	2132859	SAFECRACKER
Registration Number:	2092112	SCARED STIFF
Registration Number:	1522771	SPACE STATION
Registration Number:	6035143	SWORD OF RAGE
Registration Number:	1538301	SWORDS OF FURY
Registration Number:	2084663	TALES OF THE ARABIAN NIGHTS
Registration Number:	1549298	TAXI
Registration Number:	2199004	THE CHAMPION PUB
Registration Number:	1926848	THE GETAWAY
Registration Number:	1964734	THEATRE OF MAGIC
Registration Number:	2398598	WHO DUNNIT
Registration Number:	2024569	WHODUNNIT
Registration Number:	1940684	WILLIAMS
Registration Number:	2263021	WILLIAMS
Registration Number:	0746529	W

CORRESPONDENCE DATA

Fax Number:

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

Phone: 7025325847

Email: cynthia.smith@scientificgames.com

Correspondent Name: Cynthia Smith

Address Line 1: 6601 Bermuda Road

Address Line 4: Las Vegas, NEVADA 89119

ATTORNEY DOCKET NUMBER:	CORP, NC, WILLIAMS MERGER
NAME OF SUBMITTER:	Cynthia Smith
SIGNATURE:	/cynthia smith/
DATE SIGNED:	08/17/2020

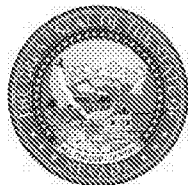
Total Attachments: 13

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STATE OF NEVADA

BARBARA K. CEGAVSKE
Secretary of State



Commercial Recordings Division
202 N. Carson Street
Carson City, NV 89701
Telephone (775) 684-5708
Fax (775) 684-7138
North Las Vegas City Hall
2250 Las Vegas Blvd North, Suite 400
North Las Vegas, NV 89030
Telephone (702) 486-2880
Fax (702) 486-2888

KIMBERLEY PERONDI
Deputy Secretary for
Commercial Recordings

**OFFICE OF THE
SECRETARY OF STATE**

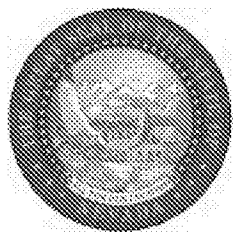
Certified Copy

8/14/2020 12:03:09 PM

Work Order Number: W2020081400470
Reference Number: 20200853000
Through Date: 8/14/2020 12:03:09 PM
Corporate Name: SG Gaming, Inc.

The undersigned filing officer hereby certifies that the attached copies are true and exact copies of all requested statements and related subsequent documentation filed with the Secretary of State's Office, Commercial Recordings Division listed on the attached report.

Document Number	Description	Number of Pages
20200852997	Articles of Merger	4



Certified By: Rhonda Tuin
Certificate Number: B202008141006361
You may verify this certificate
online at <http://www.nvssos.gov>

Respectfully,

BARBARA K. CEGAVSKE
Nevada Secretary of State



BARBARA K. CEGAVSKE
 Secretary of State
 202 North Carson Street
 Carson City, Nevada 89701-4201
 (775) 684-5708
 Website: www.nvsos.gov
 www.nvsilverflume.gov

Filed in the Office of <i>Barbara K. Cegavske</i>	Business Number C7798-1991
Secretary of State State Of Nevada	Filing Number 20200852997
	Filed On 8/14/2020 8:00:00 AM
	Number of Pages 4

ABOVE SPACE IS FOR OFFICE USE ONLY

Articles of Conversion/Exchange/Merger

NRS 92A.200 and 92A.205

This filing completes the following: Conversion Exchange Merger

TYPE OR PRINT - USE DARK INK ONLY - DO NOT HIGHLIGHT

1. Entity Information: (Constituent, Acquired or Merging)	Entity Name: <div style="border: 1px solid black; padding: 2px;">Williams Electronics Games, Inc.</div> Jurisdiction: <div style="border: 1px solid black; padding: 2px;">Delaware</div> Entity Type*: <div style="border: 1px solid black; padding: 2px;">Corporation</div> <i>If more than one entity being acquired or merging please attach additional page.</i>
2. Entity Information: (Resulting, Acquiring or Surviving)	Entity Name: <div style="border: 1px solid black; padding: 2px;">SG Gaming, Inc.</div> Jurisdiction: <div style="border: 1px solid black; padding: 2px;">Nevada</div> Entity Type*: <div style="border: 1px solid black; padding: 2px;">Corporation</div>
3. Plan of Conversion, Exchange or Merger: (select one box)	<input type="checkbox"/> The entire plan of conversion, exchange or merger is attached to these articles. <input checked="" type="checkbox"/> The complete executed plan of conversion is on file at the registered office or principal place of business of the resulting entity. The entire plan of exchange or merger is on file at the registered office of the acquiring corporation, limited-liability company or business trust, or at the records office address if a limited partnership, or other place of business of the acquiring entity (NRS 92A.200). <input type="checkbox"/> The complete executed plan of conversion for the resulting domestic limited partnership is on file at the records office required by NRS 85.330. (Conversion only)
4. Approval: (If more than one entity being acquired or merging please attach additional approval page.)	Exchange/Merger: Owner's approval (NRS 92A.200) (options a, b or c must be used for each entity) <input checked="" type="checkbox"/> A. Owner's approval was not required from the: <input type="checkbox"/> Acquired/merging <input checked="" type="checkbox"/> Acquiring/surviving <input type="checkbox"/> B. The plan was approved by the required consent of the owners of: <input type="checkbox"/> Acquired/merging <input type="checkbox"/> Acquiring/surviving <input type="checkbox"/> C. Approval of plan of exchange/merger for Nevada non-profit corporation (NRS 92A.160): Non-profit Corporations only: The plan of exchange/merger has been approved by the directors of the corporation and by each public officer or other person whose approval of the plan of merger is required by the articles of incorporation of the domestic corporation. <input type="checkbox"/> Acquired/merging <input type="checkbox"/> Acquiring/surviving <div style="border: 1px solid black; padding: 2px; margin-bottom: 5px;">Williams Electronics Games, Inc.</div> Name of acquired/merging entity <div style="border: 1px solid black; padding: 2px; margin-bottom: 5px;">SG Gaming, Inc.</div> Name of acquiring/surviving entity
5. Effective Date and Time: (Optional)	Date: <div style="border: 1px solid black; width: 150px; height: 20px; display: inline-block;"></div> Time: <div style="border: 1px solid black; width: 100px; height: 20px; display: inline-block;"></div> (must not be later than 90 days after the certificate is filed)

* corporation, limited partnership, limited-liability limited partnership, limited-liability company or business trust.



BARBARA K. CEGAVSKE
 Secretary of State
 202 North Carson Street
 Carson City, Nevada 89701-4201
 (775) 684-5708
 Website: www.nvsos.gov
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Articles of Conversion/Exchange/Merger

NRS 92A.200 and 92A.205

This filing completes the following: Conversion Exchange Merger

TYPE OR PRINT - USE DARK INK ONLY - DO NOT HIGHLIGHT

4. Approval

Continued:

(If more than one entity being acquired or merging please attach additional approval page.)

Exchange/Merger:

Owner's approval (NRS 92A.200) (options a, b or c must be used for each entity)

- A. Owner's approval was not required from the:
- Acquired/merging
 - Acquiring/surviving
- B. The plan was approved by the required consent of the owners of:
- Acquired/merging
 - Acquiring/surviving
- C. Approval of plan of exchange for Nevada non-profit corporation (NRS 92A.160):
- Non-profit Corporations only: The plan of exchange/merger has been approved by the directors of the corporation and by each public officer or other person whose approval of the plan of merger is required by the articles of incorporation of the domestic corporation.
- Acquired/merging
 - Acquiring/surviving

Williams Electronics Games, Inc.

Name of acquired/merging entity

SG Gaming, Inc.

Name of acquiring/surviving entity

4. Approval

Continued:

(If more than one entity being acquired or merging please attach additional approval page.)

Exchange/Merger:

Owner's approval (NRS 92A.200) (options a, b or c must be used for each entity)

- A. Owner's approval was not required from the:
- Acquired/merging
 - Acquiring/surviving
- B. The plan was approved by the required consent of the owners of:
- Acquired/merging
 - Acquiring/surviving
- C. Approval of plan of exchange for Nevada non-profit corporation (NRS 92A.160):
- Non-profit Corporations only: The plan of exchange/merger has been approved by the directors of the corporation and by each public officer or other person whose approval of the plan of merger is required by the articles of incorporation of the domestic corporation.
- Acquired/merging
 - Acquiring/surviving

Name of acquired/merging entity

Name of acquiring/surviving entity



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Articles of Conversion/Exchange/Merger

NRS 92A.200 and 91A.205

6. Forwarding Address for Service of Process:
 (Conversion and Mergers only, if resulting/surviving entity is foreign)

Name	Country
Care of: 	
Address	
City	State Zip/Postal Code

7. Amendment, if any, to the articles or certificate of the surviving entity. (NRS 92A.200):
 (Merger only) **

None.

** Amended and restated articles may be attached as an exhibit or integrated into the articles of merger. Please entitle them "Restated" or "Amended and Restated," accordingly. The form to accompany restated articles prescribed by the secretary of state must accompany the amended and/or restated articles. Pursuant to NRS 92A.180 (merger of subsidiary into parent - Nevada parent owning 90% or more of subsidiary), the articles of merger may not contain amendments to the constituent documents of the surviving entity except that the name of the surviving entity may be changed.

8. Declaration:
 (Exchange and Merger only)

Exchange:
 The undersigned declares that a plan of exchange has been adopted by each constituent entity (NRS 92A.200).

Merger: (Select one box)

The undersigned declares that a plan of merger has been adopted by each constituent entity (NRS 92A.200).

The undersigned declares that a plan of merger has been adopted by the parent domestic entity (NRS 92A.180).

9. Signature Statement: (Required)

Conversion:
 A plan of conversion has been adopted by the constituent entity in compliance with the law of the jurisdiction governing the constituent entity.

Signatures - must be signed by:

- If constituent entity is a Nevada entity: an officer of each Nevada corporation; all general partners of each Nevada limited partnership or limited-liability limited partnership; a manager of each Nevada limited-liability company with managers or one member if there are no managers; a trustee of each Nevada business trust; a managing partner of a Nevada limited-liability partnership (a.k.a. general partnership governed by NRS chapter 87).
- If constituent entity is a foreign entity: must be signed by the constituent entity in the manner provided by the law governing it.

Name of constituent entity



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Articles of Conversion/Exchange/Merger

NRS 92A.200 and 91A.205

9. Signature Statement
 Continued: (Required)

Exchange:

Signatures - Must be signed by: An officer of each Nevada corporation; All general partners of each Nevada limited partnership; All general partners of each Nevada limited-liability limited partnership; A manager of each Nevada limited-liability company with managers or a member if there are no Managers; A trustee of each Nevada business trust (NRS 92A.230)

Unless otherwise provided in the certificate of trust or governing instrument of a business trust, an exchange must be approved by all the trustees and beneficial owners of each business trust that is a constituent entity in the exchange.

The articles of exchange must be signed by each foreign constituent entity in the manner provided by the law governing it (NRS 92A.230). Additional signature blocks may be added to this page or as an attachment, as needed.

Merger:

Signatures - Must be signed by: An officer of each Nevada corporation; All general partners of each Nevada limited partnership; All general partners of each Nevada limited-liability limited partnership; A manager of each Nevada limited-liability company with managers or one member if there are no managers; A trustee of each Nevada business trust (NRS 92A.230).

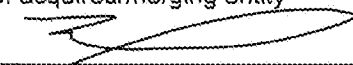
The articles of merger must be signed by each foreign constituent entity in the manner provided by the law governing it (NRS 92A.230). Additional signature blocks may be added to this page or as an attachment, as needed.

10. Signature(s):
 (Required)

Williams Electronics Games, Inc.

Name of acquired/merging entity

X


 Signature (Exchange/Merger)

President

Title

08/14/2020

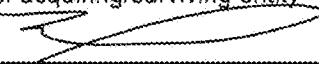
Date

If more than one entity being acquired or merging please attach additional page of information and signatures.

SG Gaming, Inc.

Name of acquiring/surviving entity

X


 Signature (Exchange/Merger)

Secretary

Title

08/14/2020

Date

X

 Signature of Constituent Entity (Conversion)

 Title

Title

 Date

Date

Please include any required or optional information in space below:
 (attach additional page(s) if necessary)

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"WILLIAMS ELECTRONICS GAMES, INC.", A DELAWARE CORPORATION, WITH AND INTO "SG GAMING, INC." UNDER THE NAME OF "SG GAMING, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF NEVADA, AS RECEIVED AND FILED IN THIS OFFICE ON THE FOURTEENTH DAY OF AUGUST, A.D. 2020, AT 1:12 O`CLOCK P.M.




Jeffrey W. Bullock, Secretary of State

3447985 8100M
SR# 20206754807

You may verify this certificate online at corp.delaware.gov/authver.shtml

Authentication: 203471789
Date: 08-14-20

TRADEMARK
REEL: 007024 FRAME: 0106

**STATE OF DELAWARE
CERTIFICATE OF OWNERSHIP AND MERGER
OF
WILLIAMS ELECTRONICS GAMES, INC.
INTO
SG GAMING, INC.**

August 14, 2020

Pursuant to Section 253 of the General Corporation Law of the State of Delaware (the "DGCL"), SG Gaming, Inc., a Nevada corporation ("Parent"), hereby certifies the following information relating to the merger of Williams Electronics Games, Inc., a Delaware corporation (the "Subsidiary"), with and into Parent (the "Merger"):

FIRST: Parent owns all of the issued and outstanding shares of capital stock of the Subsidiary.

SECOND: The resolutions of the Board of Directors of Parent and Subsidiary, duly adopted by a joint written consent as of August 14, 2020, and attached hereto as Exhibit A, approved and adopted an agreement and plan of merger pursuant to which the Subsidiary will merge with and into Parent pursuant to Section 253 of the DGCL.

THIRD: The corporation surviving with respect to the Merger shall be Parent (the "Surviving Entity").

FOURTH: The articles of incorporation of Parent shall remain the articles of incorporation of the Surviving Entity.

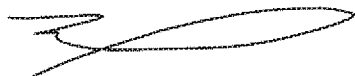
FIFTH: This Certificate of Ownership and Merger, and the Merger provided for herein, shall become effective August 14, 2020.

SIXTH: The Surviving Entity agrees that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of any constituent corporation of Delaware, as well as the enforcement of any obligation of the Surviving Entity arising from the Merger, and irrevocably appoints the Secretary of State of Delaware as its agent to accept services of process in any such suit or proceeding. The Secretary of State shall mail a copy of any such process to the Surviving Company at 6601 Bermuda Road, Las Vegas, Nevada 89119.

[Signature appears on the following page]

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Ownership and Merger as of the date first set forth above.

SG GAMING, INC.,
a Nevada corporation

By: 
Name: Michael C. Eklund
Title: Treasurer and Secretary

*[Certificate of Ownership and Merger –
Williams Electronics Games, Inc. into SG Gaming, Inc.]*

TRADEMARK
REEL: 007024 FRAME: 0108

EXHIBIT A

RESOLUTIONS OF THE BOARD OF DIRECTORS OF PARENT AND SUBSIDIARY

(see attached)

**JOINT WRITTEN CONSENT
OF THE BOARDS OF DIRECTORS
OF
WILLIAMS ELECTRONICS GAMES, INC.
AND
SG GAMING, INC.**

August 14, 2020

The undersigned, being all of the members of the boards of directors (the "Boards") of Williams Electronics Games, Inc., a Delaware corporation (the "Subsidiary"), and SG Gaming, Inc., a Nevada corporation (the "Company"), acting pursuant to the applicable sections of the Delaware General Corporation Law ("DGCL") and Nevada Revised Statutes ("NRS"), the Subsidiary's Amended and Restated By-laws and the Company's Second Amended and Restated Bylaws, as applicable, hereby adopt the following resolutions with the same force and effect as if the resolutions had been adopted at a duly held meeting of each Board and direct that this joint written consent be filed with the minutes of the proceedings of each Board:

Approval of Merger of Williams Electronics Gaming, Inc. into SG Gaming, Inc.

WHEREAS, the Subsidiary is a wholly owned subsidiary of the Company; and

WHEREAS, the Board of each of the Subsidiary and the Company deems it advisable and in the best interests of the Subsidiary and the Company, respectively, to merge the Subsidiary with and into the Company, with the Company as the surviving entity in the merger (the "Merger"), pursuant to Section 253 of the Delaware General Corporation Law (the "DGCL") and NRS 92A.120, 92A.180 and 92A.190, and in accordance with the terms and provisions of the agreement and plan of merger in the form reviewed by each of the Boards (the "Merger Agreement").

THEREFORE, IT IS HEREBY RESOLVED, that the Merger Agreement, the terms and conditions set forth therein and the transactions contemplated thereby, including, without limitation, the Merger, are hereby authorized, approved and adopted in all respects; and

RESOLVED FURTHER, that any officer of each of the Subsidiary and the Company is hereby authorized, empowered and directed to consummate the transactions contemplated by the Merger Agreement, to cause the performance by each such entity of its obligations thereunder, and to do all acts and execute and deliver all other agreements, documents, certificates, filings and other instruments, within and without the States of Delaware and Nevada, including with any regulatory authorities, that are necessary to carry out the intent of the foregoing resolutions and consummate the Merger in accordance with the provisions of the Merger Agreement, the DGCL and the NRS, including, without limitation, to prepare, execute and file with the Delaware Secretary of State a certificate of ownership and merger and with the Nevada Secretary of State articles of merger.

General Authorization

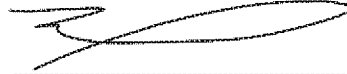
RESOLVED, that any act heretofore authorized, taken or done, and any agreement, instrument, certificate or other document heretofore executed and delivered, on behalf of the Subsidiary and the Company by any officer, employee or agent thereof in connection with or in furtherance of the foregoing resolutions of any of the transactions contemplated thereby, are hereby ratified, confirmed, authorized and approved in all respects; and

RESOLVED FURTHER, that this joint written consent may be executed in counterparts (including by electronic signatures), and delivered by facsimile or other electronic transmission, each of which shall be deemed an original document and which together shall constitute a single consent.

[Signatures appear on the following page]

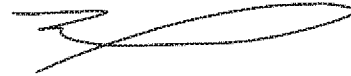
IN WITNESS WHEREOF, the undersigned, being all of the members of the board of directors of each of the Subsidiary and the Company, have executed this joint written consent as of the date first set forth above.

**BOARD OF DIRECTORS OF THE
SUBSIDIARY:**



Michael C. Eklund

BOARD OF DIRECTORS OF THE COMPANY:



Michael C. Eklund

Matthew Wilson

*[Signature page of Joint Written Consent of Boards of Directors –
Williams Electronics Games, Inc. / SG Gaming, Inc. (Merger)]*

**TRADEMARK
REEL: 007024 FRAME: 0112**

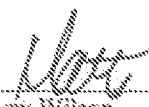
IN WITNESS WHEREOF, the undersigned, being all of the members of the board of directors of each of the Subsidiary and the Company, have executed this joint written consent as of the date first set forth above.

**BOARD OF DIRECTORS OF THE
SUBSIDIARY:**

.....
Michael C. Eklund

BOARD OF DIRECTORS OF THE COMPANY:

.....
Michael C. Eklund


.....
Matthew Wilson

*[Signature page of Joint Written Consent of Boards of Directors --
Williams Electronics Games, Inc. / SG Gaming, Inc. (Merger)]*