

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Assignment of Trademark and Domain Name Rights

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Harrah's License Company, LLC		08/31/2010	LIMITED LIABILITY COMPANY: NEVADA

**RECEIVING PARTY DATA**

Name:	Paris Las Vegas Propco, LLC
Street Address:	One Harrah's Court
City:	Las Vegas
State/Country:	NEVADA
Postal Code:	89119
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

**PROPERTY NUMBERS Total: 14**

Property Type	Number	Word Mark
Registration Number:	2974511	BE INSPIRED
Registration Number:	2407315	C'EST SI BON
Registration Number:	3530914	EVERYTHING'S SEXIER IN PARIS
Registration Number:	3026776	GIGI PARIS
Registration Number:	2934998	JACQUES
Registration Number:	2475977	PARIS
Registration Number:	3355033	PARIS
Registration Number:	3361414	PARIS
Registration Number:	2527696	PARIS
Registration Number:	3198006	PARIS LAS VEGAS
Registration Number:	3190882	PARIS LAS VEGAS
Registration Number:	2432163	PARIS LAS VEGAS
Registration Number:	2914614	PARIS LAS VEGAS
Registration Number:	2914615	PARIS LAS VEGAS

**TRADEMARK**

**900171196**

**REEL: 004274 FRAME: 0929**

**CH \$365.00 2974511**

CORRESPONDENCE DATA

Fax Number: (212)504-6666  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: (212) 504-6423  
Email: jeffrey.liao@cwt.com  
Correspondent Name: Jeffrey Z.Y. Liao, Esq.  
Address Line 1: Cadwalader, Wickersham & Taft LLP  
Address Line 2: One World Financial Center  
Address Line 4: New York, NEW YORK 10281

ATTORNEY DOCKET NUMBER:	94987.010
NAME OF SUBMITTER:	Jeffrey Z.Y. Liao
Signature:	/Jeffrey Z.Y. Liao/
Date:	09/09/2010

Total Attachments: 9

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## ASSIGNMENT OF TRADEMARK AND DOMAIN NAME RIGHTS

**THIS ASSIGNMENT OF TRADEMARK AND DOMAIN NAME RIGHTS** (this “Assignment”) is made and entered into this 31st day of August 2010 (the “Effective Date”), by and between HARRAH’S LICENSE COMPANY, LLC, a Nevada limited liability company (the “Assignor”), and Paris Las Vegas Propco, LLC, a Delaware limited liability company (the “Assignee”).

**WHEREAS**, this Assignment is being entered into in connection with the transactions contemplated by the (i) Second Amended and Restated Mortgage Loan Agreement dated as of the date hereof between Assignee, as Borrower, JPMorgan Chase Bank, N.A., Bank of America, N.A., Citibank N.A., Credit Suisse A.G. Cayman Island Branch, Merrill Lynch Mortgage Lending, Inc., Goldman Sachs Mortgage Company, Morgan Stanley Mortgage Capital Holdings LLC, and German American Capital Corporation and the other parties thereto, and their successors and assigns (the “Amended Loan Agreement”), (ii) the Amended and Restated License Agreement dated as of the date hereof between Assignor and Assignee and the other parties thereto and (iii) the transactions contemplated by the foregoing (collectively, the “Restructuring”).

**WHEREAS**, in connection with the transactions contemplated by the Restructuring, Assignor wishes to assign to Assignee, and Assignee wishes to accept from Assignor, (i) the trademarks and trademark applications set forth on Schedule 1, attached hereto (the “Assigned Trademarks”) and (ii) the domain names set forth on Schedule 2, attached hereto (the “Assigned Domain Names”).

**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor and Assignee agree as follows:

1. Assignor hereby assigns to Assignee its entire right, title and interest in and to the Assigned Trademarks, together with the goodwill of the business associated with the Assigned Trademarks, all other corresponding rights secured under the laws of the United States, state government and any foreign country and all claims for damages by reason of past, present or future infringement or other unauthorized use of the Assigned Trademarks, including the right to collect all proceeds and damages therefrom.

2. Assignor hereby assigns to Assignee its entire right, title and interest in and to the Assigned Domain Names and all claims for damages by reason of past, present or future infringement or other unauthorized use of the Assigned Domain Names, including the right to collect all proceeds and damages therefrom.

3. Assignor further agrees that should additional documentation of the assignment or further acts be required to protect, secure, vest and record good title to the Assigned Trademarks or the Assigned Domain Names in Assignee, Assignor will, without further consideration, provide or execute such other documents or take such further acts as may be reasonably necessary upon Assignee’s reasonable request.

4. Assignor hereby authorizes and requests the Commissioner for Trademarks of the United States Patent and Trademark Office, and the corresponding entities or agencies in any applicable state government or foreign countries, to record Assignee as the assignee and owner of the Assigned Trademarks registered in the corresponding jurisdiction.

5. This Assignment will be governed by and construed and interpreted in accordance with the substantive laws of the State of Nevada, without giving effect to any conflicts of law rule or principle that might result in the application of the laws of another jurisdiction.

6. This Assignment may be executed in one or more counterparts, each of which will be deemed an original and all of which, when taken together, will constitute one and the same Assignment.

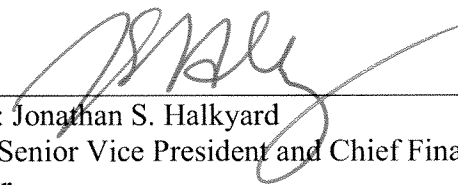
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IN WITNESS WHEREOF, the party hereto has duly executed this Assignment of Trademarks and Domain Name Rights as of the Effective Date.

ASSIGNOR:

HARRAH'S LICENSE COMPANY, LLC

By: Harrah's Operating Company, Inc., its sole member

By:   
Name: Jonathan S. Halkyard  
Title: Senior Vice President and Chief Financial Officer

STATE OF NEVADA  
COUNTY OF Clark

This instrument was acknowledged before me on

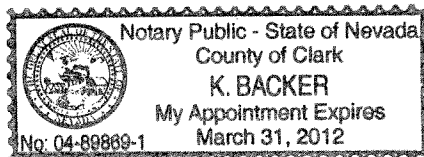
by J. Halkyard

Backer

Notary Public

(Seal)


My Commission Expires:  
\_\_\_\_\_



IN WITNESS WHEREOF, the party hereto has duly executed this Assignment of Trademarks and Domain Name Rights as of the Effective Date.

ASSIGNEE:

PARIS LAS VEGAS PROPCO, LLC

By:   
Name: Jonathan S. Halkyard  
Title: President and Treasurer

STATE OF NEVADA  
COUNTY OF Clark

This instrument was acknowledged before me on

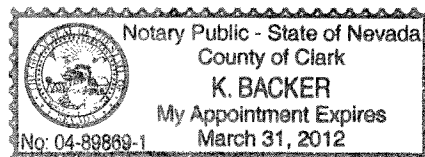
\_\_\_\_\_ by J. Halkyard

\_\_\_\_\_ K. Backer

Notary Public

(Seal)

My Commission Expires: \_\_\_\_\_



**Schedule 1**

**ASSIGNED TRADEMARKS**

<b>Jurisdiction</b>	<b>Trademark</b>	<b>Appl. No.</b>	<b>Filing Date</b>	<b>Reg. No.</b>	<b>Reg. Date</b>	<b>Status</b>
U.S.	Be Inspired	78/366079	2/11/2004	2974511	7/19/2005	Registered
U.S.	C'est Si Bon	75/728104	6/14/1999	2407315	11/21/2000	Registered
U.S.	Everything's Sexier in Paris	77/451232	4/17/2008	3530914	11/11/2008	Registered
U.S.	Gigi Paris	78/381582	3/10/2004	3026776	12/13/2005	Registered
U.S.	Jacques	78/379402	3/5/2004	2934998	3/22/2005	Registered
U.S.	Paris	74/653425	3/29/1995	2475977	8/7/2001	Registered
U.S.	Paris	77/074187	1/2/2007	3355033	12/18/2007	Registered
U.S.	Paris (Design)	77/070558	12/22/2006	3361414	1/1/2008	Registered
U.S.	Paris (Stylized)	74/703331	7/18/1995	2527696	1/8/2002	Registered
U.S.	Paris Las Vegas (Design)	78/320459	10/29/2003	3198006	1/16/2007	Registered
U.S.	Paris Las Vegas (Design)	78/319829	10/28/2003	3190882	1/2/2007	Registered
U.S.	Paris Las Vegas (Design)	75/622575	1/14/1999	2432163	2/27/2001	Registered
U.S.	Paris Las Vegas (Design)	78/319907	10/28/2003	2914614	12/28/2004	Registered
U.S.	Paris Las Vegas (Design)	78/320257	10/29/2003	2914615	12/28/2004	Registered
Nevada	Cafe Belle Madeleine (Logo)			E0025682010-5	1/15/2010	Registered
Nevada	du Parc			32,653	1/25/2000	Registered
Nevada	Eiffel Tour			32,363	9/30/1999	Registered
Nevada	Gustav's Bar			32,646	1/25/2000	Registered
Nevada	JJ'S Boulangerie			32,649	1/25/2000	Registered
Nevada	La Cave (Design)			32,596	12/29/1999	Registered
Nevada	La Menagerie de Paris			32,373	9/30/2004	Registered
Nevada	La Vogue			32,370	9/30/1999	Registered
Nevada	L'art de Paris			32,371	9/30/1999	Registered
Nevada	Le Bar du Sport			32,647	1/25/2000	Registered
Nevada	Le Cafe du Parc			32,705	2/2/2000	Registered
Nevada	Le Cafe Ile St. Louis			32,660	1/25/2000	Registered
Nevada	Le Journal			32,365	9/30/1999	Registered
Nevada	Le Provencal			32,671	1/25/2000	Registered
Nevada	Le Salon Des Tables			32,645	1/25/2000	Registered
Nevada	Le Village Buffet (Design)			32,654	1/24/2000	Registered

Jurisdiction	Trademark	Appl. No.	Filing Date	Reg. No.	Reg. Date	Status
Nevada	Lenotre			32,369	9/30/1999	Registered
Nevada	Les Elements			32,368	9/30/1999	Registered
Nevada	Les Enfants			32,372	9/30/1999	Registered
Nevada	Les Memoires			32,367	9/30/1999	Registered
Nevada	Napoleon's			32,648	1/25/2000	Registered
Nevada	Paris			32,879	3/28/2000	Registered
Nevada	Paris (Stylized)			32,878	3/28/2000	Registered
Nevada	Presse			32,366	9/30/1999	Registered

Schedule 2

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**TRADEMARK**  
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**Schedule 2**

**ASSIGNED DOMAIN NAMES**

	<b>Registrant</b>	<b>Domain Name</b>	<b>Registrar</b>
1.	Harrah's License Company	BOOKParisLASVEGAS.COM	NSI
2.	Harrah's License Company	CAFEDEParisCASINO.COM	NSI
3.	Harrah's License Company	CASINODELParis.COM	NSI
4.	Harrah's License Company	CASINODEParis.INFO	NSI
5.	Harrah's License Company	CASINOENParis.COM	NSI
6.	Harrah's License Company	CASINOParis.COM	NSI
7.	Harrah's License Company	CASINO-PARIS.NET	NSI
8.	Harrah's License Company	CASINOParisLASVEGAS.COM	NSI
9.	Harrah's License Company	CASINOParis-LASVEGAS.COM	NSI
10.	Harrah's License Company	CASINO-Paris-LASVEGAS.COM	NSI
11.	Harrah's License Company	CASINOParisLASVEGAS.NET	NSI
12.	Harrah's License Company	CASINOParisLASVEGAS.ORG	NSI
13.	Harrah's License Company	CASINOParisRED.COM	NSI
14.	Harrah's License Company	CHECKOUTParisLASVEGAS.COM	NSI
15.	Harrah's License Company	CHOICESATParisLASVEGAS.COM	NSI
16.	Harrah's License Company	EParisLASVEGASCASINO.COM	NSI
17.	Harrah's License Company	EXPERIENCEParisLASVEGAS.COM	NSI
18.	Harrah's License Company	GAYParisLASVEGAS.COM	NSI
19.	Harrah's License Company	GOParisLASVEGAS.COM	NSI
20.	Harrah's License Company	GOParisLASVEGAS.COM	NSI
21.	Harrah's License Company	ICASINOParis.COM	NSI
22.	Harrah's License Company	LASVEGASParis.COM	NSI
23.	Harrah's License Company	LASVEGASParisCASINO.COM	NSI
24.	Harrah's License Company	LASVEGASParisHOTEL.COM	NSI
25.	Harrah's License Company	LIVEPARISLASVEGAS.COM	NSI
26.	Harrah's License Company	Paris-CASINO.COM	NSI
27.	Harrah's License Company	ParisCASINO.ORG	NSI
28.	Harrah's License Company	ParisCASINOHOTEL.COM	NSI
29.	Harrah's License Company	ParisCASINOLASVEGAS.COM	NSI
30.	Harrah's License Company	ParisCASINOPOKER.COM	NSI
31.	Harrah's License Company	ParisCASINORESERVATIONS.COM	NSI
32.	Harrah's License Company	Paris-CASINOS.COM	NSI

Schedule 2

	<b>Registrant</b>	<b>Domain Name</b>	<b>Registrar</b>
33.	Harrah's License Company	ParisCASINOVEGAS.COM	NSI
34.	Harrah's License Company	ParisCITYCASINO.COM	NSI
35.	Harrah's License Company	ParisCLUBCASINO.COM	NSI
36.	Harrah's License Company	ParisGAMINGLASVEGAS.COM	NSI
37.	Harrah's License Company	ParisHOTELANDCASINO.NET	NSI
38.	Harrah's License Company	Paris-HOTEL-CASINO.COM	NSI
39.	Harrah's License Company	ParisHOTELINLASVEGAS.NET	NSI
40.	Harrah's License Company	ParisHOTELLASVEGAS.COM	NSI
41.	Harrah's License Company	Paris-HOTEL-LAS-VEGAS.COM	NSI
42.	Harrah's License Company	ParisHOTELNCASINO.ORG	NSI
43.	Harrah's License Company	ParisHOTELSCASINO.COM	NSI
44.	Harrah's License Company	ParisIAN-CASINO.COM	NSI
45.	Harrah's License Company	ParisINSPIRES.COM	NSI
46.	Harrah's License Company	ParisINTERNETCASINO.COM	NSI
47.	Harrah's License Company	ParisLASVEGAS.BIZ	NSI
48.	Harrah's License Company	ParisLASVEGAS.COM	NSI
49.	Harrah's License Company	Paris-LASVEGAS.COM	NSI
50.	Harrah's License Company	ParisLASVEGAS.INFO	NSI
51.	Harrah's License Company	ParisLASVEGAS.NET	NSI
52.	Harrah's License Company	ParisLASVEGAS.ORG	NSI
53.	Harrah's License Company	ParisLASVEGASCASINO.COM	NSI
54.	Harrah's License Company	ParisLASVEGAS-HATTON.COM	NSI
55.	Harrah's License Company	Paris-LAS-VEGAS-HOTEL.COM	NSI
56.	Harrah's License Company	Paris-LAS-VEGAS-HOTELS.COM	NSI
57.	Harrah's License Company	ParisLASVEGASONLINECASINO.COM	NSI
58.	Harrah's License Company	ParisLASVEGASWEDDINGS.COM	NSI
59.	Harrah's License Company	ParisLOSVEGAS.COM	NSI
60.	Harrah's License Company	ParisLV.BIZ	NSI
61.	Harrah's License Company	ParisLV.COM	NSI
62.	Harrah's License Company	Paris-LV.COM	NSI
63.	Harrah's License Company	ParisLV.INFO	NSI
64.	Harrah's License Company	Paris-LV.INFO	NSI
65.	Harrah's License Company	ParisLVCASINO.COM	NSI
66.	Harrah's License Company	ParisPOKERCASINO.COM	NSI

Schedule 2

	<b>Registrant</b>	<b>Domain Name</b>	<b>Registrar</b>
67.	Harrah's License Company	ParisRACEANDSPORTS.COM	NSI
68.	Harrah's License Company	ParisRACEANDSPORTSBOOK.COM	NSI
69.	Harrah's License Company	ParisREDCASINO.COM	NSI
70.	Harrah's License Company	ParisROOMCASINO.COM	NSI
71.	Harrah's License Company	ParisVEGAS.COM	NSI
72.	Harrah's License Company	PLAYParis.COM	NSI
73.	Harrah's License Company	PRODUCERSATParis.COM	NSI
74.	Harrah's License Company	SHOPParisLASVEGAS.COM	NSI

Schedule 2

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**RECORDED: 09/09/2010**

**TRADEMARK  
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