

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM450700

| | |
|------------------------------|-------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | SECURITY INTEREST |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|-------------------|----------|----------------|--|
| CEOC, LLC | | 10/06/2017 | Limited Liability Company: DELAWARE |
| DESERT PALACE LLC | | 10/06/2017 | Limited Liability Company: NEVADA |

RECEIVING PARTY DATA

| | |
|------------------------|--|
| Name: | Credit Suisse AG, Cayman Islands Branch, as Collateral Agent |
| Street Address: | Eleven Madison Avenue |
| City: | New York |
| State/Country: | NEW YORK |
| Postal Code: | 10010 |
| Entity Type: | Bank: SWITZERLAND |

PROPERTY NUMBERS Total: 63

| Property Type | Number | Word Mark |
|----------------------|---------|------------------------------|
| Registration Number: | 2335359 | ANDREOTTI |
| Registration Number: | 3246044 | BELLISSIMO |
| Registration Number: | 3678700 | BENNY'S BACK ROOM |
| Registration Number: | 3456911 | BLUESVILLE |
| Registration Number: | 3554133 | BLUESVILLE |
| Registration Number: | 2148837 | BLUESVILLE |
| Registration Number: | 4780684 | BOARDWALK CUPCAKES EST. 2014 |
| Registration Number: | 4759692 | BRIDGES DINING COMPANY |
| Registration Number: | 3141982 | CARVINGS |
| Registration Number: | 3020236 | CHAMPAGNE SLOTS |
| Registration Number: | 2523523 | COYOTE KATE'S SLOT PARLOR |
| Registration Number: | 4615290 | DARE |
| Registration Number: | 4100290 | FIGHT REPUBLIC |
| Registration Number: | 1964224 | FIORE |
| Registration Number: | 4685876 | FIRST RESORT FOR FUN |
| Registration Number: | 2829389 | FOUR WINDS |
| Registration Number: | 2829388 | FOUR WINDS |

OP \$1590.00 2335359

TRADEMARK

| Property Type | Number | Word Mark |
|----------------------|----------|--|
| Serial Number: | 87400566 | FUNNER |
| Registration Number: | 3460107 | GET MORE BANG FOR YOUR BUCK ...GUARANTEE |
| Serial Number: | 87434551 | GLAS |
| Registration Number: | 4286319 | GRAND GB BILOXI |
| Registration Number: | 2138187 | GRAND CASINO TUNICA MISSISSIPPI |
| Registration Number: | 2026250 | HARVEYS |
| Registration Number: | 2038045 | HARVEYS |
| Registration Number: | 3154177 | HARVEYS |
| Registration Number: | 2240209 | HARVEYS CASINO HOTEL YOU CAN HAVE IT ALL |
| Registration Number: | 3647464 | JOY LUCK NOODLE BAR |
| Registration Number: | 2874317 | LOUISIANA DOWNS |
| Registration Number: | 2791383 | |
| Registration Number: | 4730291 | MAGNOLIA HOUSE |
| Registration Number: | 4207977 | NATIONAL SLOT LEAGUE |
| Registration Number: | 4186191 | NSL |
| Registration Number: | 3678372 | OPEN SKY THEATER |
| Registration Number: | 4625059 | PEEK |
| Registration Number: | 4575993 | POWERHOUSE ALLEY |
| Registration Number: | 3555164 | PREVIEW |
| Registration Number: | 4598919 | PURPLE ZEBRA |
| Registration Number: | 3592854 | PUSH |
| Registration Number: | 4420107 | 'RITAS CANTINA |
| Registration Number: | 4504817 | SELU GARDEN CAFE |
| Registration Number: | 3245005 | SHEER |
| Registration Number: | 1078615 | SHOWBOAT |
| Registration Number: | 1666140 | SHOWBOAT |
| Registration Number: | 4734340 | SQUEEZE |
| Registration Number: | 2788933 | SUPER DERBY |
| Registration Number: | 1878054 | THE PARTY'S AT HARVEYS |
| Registration Number: | 3801600 | THE RESERVE |
| Registration Number: | 1019015 | THE SUMMIT |
| Registration Number: | 4709708 | THE VENUE |
| Registration Number: | 3794897 | TUNICA ROADHOUSE CASINO & HOTEL |
| Registration Number: | 3797493 | TUNICA ROADHOUSE CASINO & HOTEL |
| Registration Number: | 2221012 | VILLAGE SQUARE |
| Registration Number: | 3550200 | WHERE ENTERTAINMENT KNOWS NO BOUNDS |
| Serial Number: | 87447138 | WHISKEY ROADHOUSE |
| Registration Number: | 2837537 | WILD, WILD WEST CASINO |

| Property Type | Number | Word Mark |
|----------------------|---------|--------------------------|
| Registration Number: | 4557182 | APOSTROPHE |
| Registration Number: | 3738566 | BEIJING NOODLE NO. 9 |
| Registration Number: | 4231389 | LAUREL COLLECTION |
| Registration Number: | 4614679 | RESPLENDENCE STARTS HERE |
| Registration Number: | 2961555 | SEAHORSE |
| Registration Number: | 5273062 | STRIPSIDE CAFÉ & BAR |
| Registration Number: | 4759136 | TIGER WOK & RAMEN |
| Registration Number: | 4976084 | VISTA COCKTAIL LOUNGE |

CORRESPONDENCE DATA

Fax Number: 8004947512
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: 202-370-4750
Email: ipteam@cogencyglobal.com
Correspondent Name: Joanna McCall
Address Line 1: 1025 Vermont Ave NW, Suite 1130
Address Line 2: COGENCY GLOBAL INC.
Address Line 4: Washington, D.C. 20005

| | |
|--------------------------------|-----------------|
| ATTORNEY DOCKET NUMBER: | F173796 |
| NAME OF SUBMITTER: | Sonya Jackman |
| SIGNATURE: | /Sonya Jackman/ |
| DATE SIGNED: | 11/13/2017 |

Total Attachments: 10
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Trademark Security Agreement

TRADEMARK SECURITY AGREEMENT dated as of October 6, 2017 (this “Agreement”), made by CEOC, LLC, a Delaware limited liability company (“CEOC”) and Desert Palace LLC, a Nevada limited liability company (“Desert Palace” and, together with CEOC, each a “Pledgor” and collectively, the “Pledgors”), in favor of Credit Suisse AG, Cayman Islands Branch, as Collateral Agent (as defined below).

WHEREAS, under the Collateral Agreement, dated as of October 6, 2017 (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the “Collateral Agreement”), among CAESARS ENTERTAINMENT OPERATING COMPANY, INC., a Delaware corporation, CEOC, LLC, and each subsidiary of the Borrower (as defined in the Collateral Agreement) from time to time party thereto and CREDIT SUISSE AG, CAYMAN ISLANDS BRANCH, as collateral agent (together with its successors and permitted assigns in such capacity, the “Collateral Agent”) for the Secured Parties (as defined therein), each Pledgor has granted to the Collateral Agent, for the benefit of the Secured Parties, a security interest in, among other property, certain intellectual property of such Pledgor, and has agreed as a condition thereof to execute this Agreement for recording with the United States Patent and Trademark Office (“USPTO”).

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

SECTION 1. **Terms.** Capitalized terms used in this Agreement and not otherwise defined herein have the meanings specified in the Collateral Agreement. The rules of construction specified in Section 1.01(b) of the Collateral Agreement also apply to this Agreement.

SECTION 2. **Grant of Security Interest.** As security for the payment and performance, as the case may be, in full of the Secured Obligations when due, each Pledgor pursuant to the Collateral Agreement did, and hereby does, grant to the Collateral Agent, for the benefit of the Secured Parties, a security interest in all of such Pledgor’s right, title and interest in or to any and all of the following assets now owned or at any time hereafter acquired by such Pledgor or in which such Pledgor now has or at any time in the future may acquire any right, title or interest (collectively, the “IP Collateral”):

- (i) all Trademarks, including those listed on Schedule I;

provided, however, that the foregoing pledge, assignment and grant of security interest will not cover any Excluded Property, including any “intent-to-use” applications for trademark or service mark registrations filed pursuant to Section 1(b) of the Lanham Act, 15 U.S.C. § 1051, unless and until an Amendment to Allege Use or a Statement of Use under Sections 1(c) or 1(d) of the Lanham Act has been filed, to the extent, if any, that any assignment of an “intent-to-use” application prior to such filing would violate the Lanham Act.

SECTION 3. **Collateral Agreement.** The security interests granted to the Collateral Agent herein are granted in furtherance, and not in limitation of, the security interests granted to the Collateral Agent pursuant to the Collateral Agreement. Each Pledgor hereby acknowledges

and affirms that the rights and remedies of the Collateral Agent with respect to the IP Collateral are more fully set forth in the Collateral Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein. In the event of any conflict between the terms of this Agreement and the Collateral Agreement, the terms of the Collateral Agreement shall govern.

SECTION 4. *Recordation.* Each Pledgor hereby requests and authorizes the USPTO to record this Agreement against the IP Collateral.

SECTION 5. *Counterparts.* This Agreement may be executed in two or more counterparts, each of which shall constitute an original but all of which when taken together shall constitute but one contract. Delivery of an executed signature page to this Agreement by facsimile or other electronic transmission shall be as effective as delivery of a manually signed counterpart of this Agreement.

SECTION 6. *Governing Law.* THIS AGREEMENT AND ANY CLAIMS, CONTROVERSY, DISPUTE OR CAUSES OF ACTION (WHETHER IN CONTRACT OR TORT OR OTHERWISE) BASED UPON, ARISING OUT OF OR RELATING TO THIS AGREEMENT SHALL BE CONSTRUED IN ACCORDANCE WITH AND GOVERNED BY THE LAW OF THE STATE OF NEW YORK, WITHOUT REGARD TO ANY PRINCIPLE OF CONFLICTS OF LAW THAT COULD REQUIRE THE APPLICATION OF ANY OTHER LAW.

[SIGNATURE PAGES FOLLOW]

IN WITNESS WHEREOF, the parties hereto have duly executed this Agreement as of the day and year first above written.


CEOC, LLC

By: 

Name: Eric Hession

Title: Chief Financial Officer and Treasurer

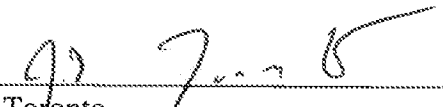
DESERT PALACE LLC

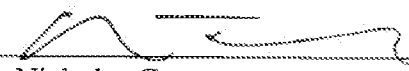
By: 
Name: Randall Eisenberg
Title: Chief Restructuring Officer

[Signature Page to Trademark Security Agreement]

TRADEMARK
REEL: 006203 FRAME: 0661

CREDIT SUISSE AG, CAYMAN ISLANDS
BRANCH,
as Collateral Agent

By: 
Name: John Toronto
Title: Authorized Signatory

By: 
Name: Nicholas Goss
Title: Authorized Signatory

**SCHEDULE I
Trademarks**

| Owner | Country/State | Trademark | Status | Registration No. / Application No. (as applicable) | Registration Date / Application Date (as applicable) |
|--------------|--------------------------|------------------------------|---------------|---|---|
| CEOOC, LLC | United States of America | Andreotti (Block) | Registered | 2335359 | 3/28/2000 |
| CEOOC, LLC | United States of America | Bellissimo | Registered | 3246044 | 5/29/2007 |
| CEOOC, LLC | United States of America | Benny's Back Room | Registered | 3678700 | 9/8/2009 |
| CEOOC, LLC | United States of America | Bluesville (Block) | Registered | 3456911 | 7/1/2008 |
| CEOOC, LLC | United States of America | Bluesville (Logo) | Registered | 3554133 | 12/30/2008 |
| CEOOC, LLC | United States of America | Bluesville (Logo) | Registered | 2148837 | 4/7/1998 |
| CEOOC, LLC | United States of America | Boardwalk Cupcakes (logo) | Registered | 4780684 | 7/28/2015 |
| CEOOC, LLC | United States of America | Bridges Dining Company | Registered | 4759692 | 6/23/2015 |
| CEOOC, LLC | United States of America | Carvings | Registered | 3141982 | 9/12/2006 |
| CEOOC, LLC | United States of America | Champagne Slots | Registered | 3020236 | 11/29/2005 |
| CEOOC, LLC | United States of America | Coyote Kate's Slot Parlor | Registered | 2523523 | 12/25/2001 |
| CEOOC, LLC | United States of America | Dare | Registered | 4615290 | 9/30/2014 |
| CEOOC, LLC | United States of America | Fight Republic (Block) | Registered | 4100290 | 2/14/2012 |
| CEOOC, LLC | United States of America | Fiore | Registered | 1964224 | 3/26/1996 |
| CEOOC, LLC | United States of America | First Resort for Fun | Registered | 4685876 | 2/10/2015 |
| CEOOC, LLC | United States of America | Four Winds (Block) | Registered | 2829389 | 4/6/2004 |
| CEOOC, LLC | United States of America | Four Winds (Design) | Registered | 2829388 | 4/6/2004 |

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|-----------|--------------------------|---|------------|-----------|------------|
| CEOC, LLC | United States of America | Funner | Pending | 87/400566 | 4/6/2017 |
| CEOC, LLC | United States of America | Get More Bang for your Buck ... Guaranteed! | Registered | 3460107 | 7/8/2008 |
| CEOC, LLC | United States of America | Glas | Pending | 87/434551 | 5/3/2017 |
| CEOC, LLC | United States of America | Grand Biloxi (Logo) | Registered | 4286319 | 2/24/1998 |
| CEOC, LLC | United States of America | Grand Casino Tunica Mississippi (Design) | Registered | 2138187 | 2/24/1998 |
| CEOC, LLC | United States of America | Harveys (Block) | Registered | 2026250 | 12/31/1996 |
| CEOC, LLC | United States of America | Harveys (Design) | Registered | 2038045 | 2/18/1997 |
| CEOC, LLC | United States of America | Harveys (Stylized) | Registered | 3154177 | 10/10/2006 |
| CEOC, LLC | United States of America | Harveys Casino Hotel You Can Have it All | Registered | 2240209 | 4/20/1999 |
| CEOC, LLC | United States of America | Joy Luck Noodle Bar | Registered | 3647464 | 6/30/2009 |
| CEOC, LLC | United States of America | Louisiana Downs (Block) | Registered | 2874317 | 8/17/2004 |
| CEOC, LLC | United States of America | Louisiana Downs Racing Horses (Design) | Registered | 2791383 | 12/9/2003 |
| CEOC, LLC | United States of America | Magnolia House (Block) | Registered | 4730291 | 5/5/2015 |
| CEOC, LLC | United States of America | National Slot League | Registered | 4207977 | 9/11/2012 |
| CEOC, LLC | United States of America | NSL Logo | Registered | 4186191 | 8/7/2012 |
| CEOC, LLC | United States of America | Open Sky Theater | Registered | 3678372 | 9/8/2009 |
| CEOC, LLC | United States of America | Peek (Block) | Registered | 4625059 | 10/21/2014 |
| CEOC, LLC | United States of America | Powerhouse Alley | Registered | 4575993 | 7/29/2014 |
| CEOC, LLC | United States of America | Preview | Registered | 3555164 | 12/30/2008 |
| CEOC, LLC | United States of America | Purple Zebra | Registered | 4598919 | 9/2/2014 |
| CEOC, LLC | United States of America | Push | Registered | 3592854 | 3/17/2009 |
| CEOC, LLC | United States of America | ritas Cantina (Design) | Registered | 4420107 | 10/15/2013 |
| CEOC, LLC | United States of America | Selu Garden Café | Registered | 4504817 | 4/1/2014 |
| CEOC, LLC | United States of America | Sheer | Registered | 3245005 | 5/22/2007 |

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|-------------------|--------------------------|--|------------|-----------|------------|
| CEOC, LLC | United States of America | Showboat (Block) | Registered | 1078615 | 11/29/1977 |
| CEOC, LLC | United States of America | Showboat (Script) | Registered | 1666140 | 11/26/1991 |
| CEOC, LLC | United States of America | Squeeze (Design) | Registered | 4734340 | 5/12/2015 |
| CEOC, LLC | United States of America | Super Derby (Block) | Registered | 2788933 | 12/2/2003 |
| CEOC, LLC | United States of America | The Party's at Harveys (Block) | Registered | 1878054 | 2/7/1995 |
| CEOC, LLC | United States of America | The Reserve | Registered | 3801600 | 6/15/2010 |
| CEOC, LLC | United States of America | The Summit (Block) | Registered | 1019015 | 8/26/1975 |
| CEOC, LLC | United States of America | The Venue (logo) | Registered | 4709708 | 3/24/2015 |
| CEOC, LLC | United States of America | Tunica Roadhouse Casino & Hotel (Design) | Registered | 3794897 | 5/25/2010 |
| CEOC, LLC | United States of America | Tunica Roadhouse Casino & Hotel (Design) | Registered | 3797493 | 6/1/2010 |
| CEOC, LLC | United States of America | Village Square (Block) | Registered | 2221012 | 1/26/1999 |
| CEOC, LLC | United States of America | Where Entertainment Knows No Bounds | Registered | 3550200 | 12/23/2008 |
| CEOC, LLC | United States of America | Whiskey Roadhouse | Pending | 87/447138 | 5/12/2017 |
| CEOC, LLC | United States of America | Wild, Wild West Casino | Registered | 2837537 | 5/4/2004 |
| Desert Palace LLC | United States of America | Apostrophe | Registered | 4557182 | 6/24/2014 |
| Desert Palace LLC | United States of America | Beijing Noodle No. 9 | Registered | 3738566 | 1/19/2010 |
| Desert Palace LLC | United States of America | Laurel Collection (Block) | Registered | 4231389 | 10/23/2012 |
| Desert Palace LLC | United States of America | Resplendence Starts Here | Registered | 4614679 | 9/30/2014 |
| Desert Palace LLC | United States of America | Seahorse | Registered | 2961555 | 6/7/2005 |
| Desert Palace LLC | United States of America | Stripside Cafe & Bar | Registered | 5273062 | 8/22/2017 |
| Desert Palace LLC | United States of America | Tiger Wok & Ramen | Registered | 4759136 | 6/23/2015 |
| Desert Palace LLC | United States of America | Vista Cocktail Lounge (Logo) | Registered | 4976084 | 6/14/2016 |

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|-----------|-------------------------------|---|------------|---------------|------------|
| CEOC, LLC | Arizona | Agave's | Registered | 56724 | 11/19/2012 |
| CEOC, LLC | California | Dive | Registered | 68932 | 10/21/2013 |
| CEOC, LLC | California | Uchoose | Registered | 68931 | 10/21/2013 |
| CEOC, LLC | Canada | Grand Casino (pot o'gold design) | Registered | TMAA445624 | 7/28/1995 |
| CEOC, LLC | Canada | Showboat (Block) | Registered | TMAA519431 | 11/16/1999 |
| CEOC, LLC | European Union (Community) | Showboat (Block) | Registered | 3677457 | 7/8/2005 |
| CEOC, LLC | Indiana | Envy Stage Bar | Registered | 2008-0359 | 5/14/2008 |
| CEOC, LLC | Indiana | Midwest Regional Poker Championships | Registered | 2016-0311 | 6/1/2016 |
| CEOC, LLC | Indiana | The Venue (logo) | Registered | 2009-0045 | 1/21/2009 |
| CEOC, LLC | Iowa | Stir Cove Backstage Grill (Design) | Registered | 5480TM-439811 | 7/13/2012 |
| CEOC, LLC | Iowa | Stir Cove Concert Series (Design) | Registered | 5480TM-440692 | 7/30/2012 |
| CEOC, LLC | Louisiana | "Louisiana Downs" | Registered | 51-0725 | 4/19/1993 |
| CEOC, LLC | Louisiana | Best Blackjack in Louisiana (Block) | Registered | 54-3112 | 12/30/1996 |
| CEOC, LLC | Louisiana | Fillies & Fighters (Design) | Registered | 60-7294 | 7/16/2009 |
| CEOC, LLC | Louisiana | Frozen SeRum | Registered | 63-7822 | 6/21/2012 |
| CEOC, LLC | Louisiana | Horse Cents (Block) | Registered | 58-0417 | 12/4/2003 |
| CEOC, LLC | Louisiana | Impulse, Inc. | Registered | 57-0311 | 4/30/2001 |
| CEOC, LLC | Louisiana | Pepper Rose (Design) | Registered | 57-2528 | 12/17/2001 |
| CEOC, LLC | Louisiana | Super Derby | Registered | 51-0724 | 4/19/1993 |
| CEOC, LLC | Mississippi | The Links at Cottonwoods (Block) | Registered | 102124675 | 11/12/2008 |
| CEOC, LLC | Nevada | American River Cafe (Block) | Registered | SM00300034 | 5/29/1997 |
| CEOC, LLC | Nevada | American River Cafe (Design) | Registered | SM0030-0450 | 11/17/1997 |
| CEOC, LLC | Nevada | Friday's Station | Registered | SM0030-0253 | 8/26/1997 |

| | | | | | | |
|-------------------|--------------|--------------------------------|------------|----------------|------------|--|
| | | (Block) | | | | |
| CEOC, LLC | Nevada | Quick Pik - Quick Pick | Registered | SM0022-0778 | 6/23/1989 | |
| CEOC, LLC | Nevada | Sage Room (Block) | Registered | E0411842011-4 | 7/18/2011 | |
| CEOC, LLC | Nevada | South Shore Room | Registered | SM0018-0002 | 9/1/1982 | |
| CEOC, LLC | Nevada | Sushi Kai | Registered | E0551752014-5 | 10/23/2014 | |
| CEOC, LLC | New Jersey | \$10,000 Pyramid | Registered | 10296 | 2/26/1992 | |
| CEOC, LLC | New Jersey | 6ix A Bistro (logo) | Registered | 23095 | 7/16/2008 | |
| CEOC, LLC | New Jersey | Casa Di Napoli (Words) | Registered | 21223 | 12/11/2002 | |
| CEOC, LLC | New Jersey | French Quarter Buffet (Design) | Registered | 21224 | 12/11/2002 | |
| CEOC, LLC | New Jersey | Gold Tooth Getties | Registered | 20499 | 12/5/2000 | |
| CEOC, LLC | New Jersey | Mansion Cafe (Script) | Registered | 21221 | 12/11/2002 | |
| CEOC, LLC | New Jersey | Mountain Bar (and Logo) | Registered | 14809 | 8/11/1997 | |
| CEOC, LLC | New Jersey | Noodle Village (logo) | Registered | 22733 | 3/30/2007 | |
| CEOC, LLC | New Jersey | Pickles - More than a Deli | Registered | 15515 | 12/17/1998 | |
| CEOC, LLC | New Jersey | Studio (Stylized) | Registered | 15289 | 7/14/1998 | |
| CEOC, LLC | New Jersey | The Vixens (Logo) | Registered | 23535 | 8/3/2010 | |
| CEOC, LLC | New Jersey | Wild about Wings (logo) | Registered | 23534 | 8/3/2010 | |
| CEOC, LLC | Pennsylvania | C-Bar (Logo) | Registered | 3341491 | 7/18/2011 | |
| CEOC, LLC | Pennsylvania | Mien Noodles (Logo) | Registered | 3341005 | 8/16/2010 | |
| CEOC, LLC | Pennsylvania | The Copper Mug | Registered | 3338702 | 10/23/2006 | |
| Desert Palace LLC | Nevada | Alto | Registered | 20170323096-53 | 7/28/2017 | |
| Desert Palace LLC | Nevada | Color - A Salon | Registered | E0331812009-0 | 6/11/2009 | |
| Desert Palace LLC | Nevada | Spanish Steps | Registered | E0147662010-0 | 3/25/2010 | |

TRADEMARK

REEL: 006203 FRAME: 0667

RECORDED: 11/13/2017