

04-14-2000

FORM PTO-1534  
1-31-92

RECORDATION FORM COVER SHEET U.S. D

TRADEMARKS ONLY



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Tab settings

To the Honorable Commissioner of Patents :



original documents or copy thereof.

1. Name of conveying party(ies):  
Hilton Hotels Corporation

03-08-2000

U.S. Patent & TMOfc/TM Mail Rcpt Dt. #26

Name of receiving party(ies): 3-8-00  
Place Entertainment Corporation  
4th Floor

Street Address: 3930 Howard Hughes Parkway  
City: Las Vegas State: NV ZIP: 89109

- Individual(s)
- General Partnership
- Corporation-State
- Other

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

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

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

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

Execution Date: 3/2/2000

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

A. Trademark Application No.(s)

75/660,563

B. Trademark registration No.(s)

Additional numbers attached?  Yes  No

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

Name: Mr. Lou Nunziata

Internal Address: 4th Floor  
Park Place Entertainment Corp.

Street Address: 3930 Howard Hughes Parkway,

City: Las Vegas State: NV ZIP: 89109

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): ..... \$ 40.00  
 Enclosed  
 Authorized to be charged to deposit account

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

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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.

Susan L. Johnson

Name of Person Signing

Signature

3/7/2000

Date

Total number of pages comprising cover sheet:

2

OMB No. 0651-0011 (exp. 4/94)

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Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks  
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Public burden reporting for this sample cover sheet is estimated to average 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011).

TRADEMARK  
REEL: 002050 FRAME: 0332

**TRADEMARK ASSIGNMENT**

WHEREAS, HILTON HOTELS CORPORATION, a Delaware Corporation, having its principal place of business at 9336 Civic Center Drive, Beverly Hills, California 90210 (hereinafter, "Assignor"), is the owner of the mark identified below:

U.S. Application No.: 75/660,563  
Filed: March 15, 1999  
Mark: B BALLY TOTAL FITNESS (and Design)  
Int'l Class: 5, for Nutritional supplements, vitamins, nutritional drinks and mixes

WHEREAS, PARK PLACE ENTERTAINMENT CORPORATION, a Delaware corporation having its principal place of business at 3930 Howard Hughes Parkway, 4th Floor, Las Vegas, Nevada 89109 (hereinafter, "Assignee") is desirous of acquiring said mark and name and said application number.

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, said Assignor does hereby assign unto said Assignee all right, title and interest in and to said mark, together with that part of the good will of the business connected with the use of and symbolized by said mark and name, as well as all rights to damages or profits, due or accrued, arising out of past infringement of said mark or name or injury to the said good will, and the right to sue for and recover the same in the Assignee's own name.

The Commissioner of Patents and Trademarks is requested to record this Assignment in the files of the U.S. Patent and Trademark Office and provide a file stamped copy to the corporate headquarters as follows:

Mr. Louis J. Nunziata  
Trademark Administrator/Paralegal  
Park Place Entertainment Corporation  
3930 Howard Hughes Parkway, 4th Floor  
Las Vegas, NV 89109  
Tel No.: (702) 699-5052 or (702) 699-5110

Hilton Hotels Corporation  
A Delaware Corporation (Assignor)

3/2/00  
Date

James E. Holtzman  
Name:  
Title: SVP