

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

RECORDATION FORM COVER SHEET

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

10-02-2002



To the Honorable Commissioner of Patent

documents or copy thereof.

1. Name of conveying party(ies):

Showboat, Inc.

9.00.02

102238389

receiving party(ies)

Name: Harrah's Operating Company, Inc.

Internal Address: Law Department - Tyler

Street Address: 1023 Cherry Road

City: Memphis State: TN Zip: 38117

- Individual(s) Association General Partnership Limited Partnership Corporation-State Other incorporated in Nevada

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

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

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: May 31, 2002

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

A. Trademark Application No.(s) 76/408501

B. Trademark Registration No.(s) See attached

Additional number(s) attached Yes No

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

Name: Jane Tyler

Internal Address: Law Department

Harrah's Entertainment, Inc.

Street Address: 1023 Cherry Road

City: Memphis State: TN Zip: 38117

6. Total number of applications and registrations involved:

15

7. Total fee (37 CFR 3.41): \$ 390.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

501436

FRANCO SECTION

DO NOT USE THIS SPACE

9. Signature.

Jane E. Tyler, Assistant Secretary

Name of Person Signing

Jane E Tyler

Signature

9/25/02

Date

Total number of pages including cover sheet, attachments, and document: 5

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

Conveying Party:

Showboat, Inc., a Nevada corporation

Receiving Party:

Harrah's Operating Company, Inc., a Delaware corporation

Assignment Execution Dated:

May 31, 2002

Registrations:

<i>Description of Mark</i>	<i>Registration Number</i>	<i>Registration Date</i>
Showboat (Block)	1,078,615	11-29-97
Showboat (Block)	1,066,734	05-31-97
Showboat (Script)	1,666,140	11-26-91
Showboat (Boat Design)	1,078,106	11-22-97
Showboat (Building Design)	1,078,105	11-22-97
Showboat (Design—Half Flower)	1,336,012	05-14-85
Showboat (Paddle Design)	1,336,013	05-14-85
Showboat (Boat Design)	1,658,559	09-24-91
Showboat Cash Card	1,862,053	11-08-94
Showboat (East Chicago Design)	2,123,404	12-23-97
Showboat Join the Parti Gras	2,047,600	03-25-97
The Top of the Boardwalk	1,658,560	09-24-91
Showboat (Boat Design)	2,266,994	08-03-99
The Fun City Casino!	2,332,255	03-21-00

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

1. Name of conveying party(ies): ✓

06/26/02

- Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other _____ of Nevada

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

3. Nature of conveyance:

- Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: May 31, 2002

2. Name and address of receiving party(ies)

Name: Harrah's Operating Company, Inc.

Internal

Address: Law Department - Tyler

Street Address: 1023 Cherry Road

City: Memphis State: TN Zip: 38117

- Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Delaware
 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) 76/408501

B. Trademark Registration No.(s) See attached

Additional number(s) attached Yes No

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

Name: Jane Tyler

Internal Address: Law Department

Harrah's Entertainment, Inc.

Street Address: 1023 Cherry Road

City: Memphis State: TN Zip: 38117

6. Total number of applications and registrations involved: 15

7. Total fee (37 CFR 3.41).....\$ 390.00

- Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:

501436

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9. Signature.

Jane E. Tyler, Assistant Secretary
Name of Person Signing

Jane E. Tyler
Signature

June 20, 2002
Date

4

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

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

07/03/2002 6TON11 00000171 501436 76408501

01 FC:481 40.00 CH
02 FC:482 350.00 CH

TRADEMARK
REEL: 002591 FRAME: 0603

ASSIGNMENT OF TRADEMARK
(Federal Registrations/Applications)

WHEREAS, Showboat, Inc., a corporation duly organized and existing under the laws of the State of Nevada, having a principal place of business at One Harrah's Court, Las Vegas, Nevada 89119, is the owner of certain service marks and has acquired goodwill associated with and symbolized by said marks; and

WHEREAS, Showboat, Inc. is the owner of registrations relating to the said marks in the United States Patent and Trademark Office, registrations are as set out below:

Registrations:

<i>Description of Mark</i>	<i>Registration Number</i>	<i>Registration Date</i>
Showboat (Block)	1,078,615	11-29-97
Showboat (Block)	1,066,734	05-31-97
Showboat (Script)	1,666,140	11-26-91
Showboat (Boat Design)	1,078,106	11-22-97
Showboat (Building Design)	1,078,105	11-22-97
Showboat (Design—Half Flower)	1,336,012	05-14-85
Showboat (Paddle Design)	1,336,013	05-14-85
Showboat (Boat Design)	1,658,559	09-24-91
Showboat Cash Card	1,862,053	11-08-94
Showboat (East Chicago Design)	2,123,404	12-23-97
Showboat Join the Parti Gras	2,047,600	03-25-97
The Top of the Boardwalk	1,658,560	09-24-91
Showboat (Boat Design)	2,266,994	08-03-99
The Fun City Casino!	2,332,255	03-21-00

Application:

<i>Description of Mark</i>	<i>Application Number</i>	<i>Application Date</i>
Showboat (Marquee Design)	76/408501	05-13-02

WHEREAS, Harrah's Operating Company, Inc., a corporation duly organized and existing under and by virtue of the laws of the State of Delaware, having a principal place of business at

One Harrah's Court, Las Vegas, Nevada 89119, is desirous of acquiring all of the right, title and interest in and to said marks and the registrations and application thereof;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Showboat, Inc. does hereby transfer and assign to Harrah's Operating Company, Inc. all of its right, title and interest in and to the said marks together with the goodwill of the business symbolized by the marks, and the registrations thereof herein before listed.

Showboat, Inc.

By: Jane E. Tyler
Jane E. Tyler, Assistant Secretary

Date: May 31, 2002

STATE OF TENNESSEE)
COUNTY OF SHELBY)

Personally appeared before me the above named Jane E. Tyler, known or proved to me to be the same person who executed the foregoing instrument and to be an Assistant Secretary of Showboat, Inc. and acknowledged to me that she executed the same as her free act and deed and the free act and deed of said corporation.

Subscribed and sworn to before me this 31st day of May, 2002.

M. A. McElmer
Notary Public

My Commission expires 8-30-05.