

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Stratosphere Gaming Corp.		02/12/2008	CORPORATION: NEVADA

RECEIVING PARTY DATA

Name:	Stratosphere Gaming LLC
Street Address:	2000 Las Vegas Boulevard South
City:	Las Vegas
State/Country:	NEVADA
Postal Code:	89104
Entity Type:	LIMITED LIABILITY COMPANY: NEVADA

PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
Serial Number:	78537623	INSANITY THE RIDE
Serial Number:	78810327	NAGA
Serial Number:	76230888	NOBODY OFFERS YOU MORE!
Serial Number:	76230887	NOBODY OFFERS YOU MORE!
Serial Number:	78810435	STRATOSPHERE LAS VEGAS
Serial Number:	76423047	THE CHAPEL IN THE CLOUDS
Serial Number:	76426101	ULTIMATE REWARDS
Serial Number:	76565398	THE CRAZY ARMADILLO OYSTER BAR
Serial Number:	76565397	X SCREAM

CORRESPONDENCE DATA

Fax Number: (702)949-8376
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 7029498200
 Email: TRADEMARKS-LASVEGAS@LRLAW.COM
 Correspondent Name: Christopher M. Law

CH \$240.00 78537623

Address Line 1: 3993 Howard Hughes Parkway
Address Line 2: Ste. 600
Address Line 4: Las Vegas, NEVADA 89169

ATTORNEY DOCKET NUMBER:	43747.00001
NAME OF SUBMITTER:	Christopher M. Law
Signature:	/Christopher M. Law/
Date:	02/19/2008

Total Attachments: 3
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source=Stratosphere Gaming LLC Page 3 of 3#page1.tif

STATE OF NEVADA



ROSS MILLER
Secretary of State

SCOTT W. ANDERSON
Deputy Secretary
for Commercial Recordings

OFFICE OF THE
SECRETARY OF STATE

Certified Copy

February 12, 2008

Job Number: C20080212-0633
Reference Number:
Expedite:
Through Date:

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(s)	Description	Number of Pages
20080098007-04	Convert In	2 Pages/1 Copies



Respectfully,

ROSS MILLER
Secretary of State

By

Certification Clerk

Commercial Recording Division
202 N. Carson Street
Carson City, Nevada 89701-4069
Telephone (775) 684-5708
Fax (775) 684-7138

TRADEMARK

REEL: 003721 FRAME: 0702



ROSS MILLER
Secretary of State
204 North Carson Street, Ste 1
Carson City, Nevada 89701-4299
(775) 684 5708
Website: secretaryofstate.biz

Articles of Conversion
(PURSUANT TO NRS 92A.205)
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Filed in the office of Ross Miller Secretary of State State of Nevada	Document Number 20080098007-04
	Filing Date and Time 02/12/2008 9:08 AM
	Entity Number C9746-1994

USE BLACK INK ONLY - DO NOT HIGHLIGHT

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Articles of Conversion
(Pursuant to NRS 92A.205)

1. Name and jurisdiction of organization of constituent entity and resulting entity:

Stratosphere Gaming Corp.
Name of constituent entity
Nevada corporation
Jurisdiction Entity type *

and,
Stratosphere Gaming LLC
Name of resulting entity
Nevada limited liability company
Jurisdiction Entity type *

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

3. Location of plan of conversion: (check one)

- The entire plan of conversion is attached to these articles.
- The complete executed plan of conversion is on file at the registered office or principal place of business of the resulting entity.
- The complete executed plan of conversion for the resulting domestic limited partnership is on file at the records office required by NRS 88.330.

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

This form must be accompanied by appropriate fees.

State of Nevada Secretary of State 111 East Carson Street, Suite 1000 Carson City, NV 89701



ROSS MILLER
Secretary of State
204 North Carson Street, Ste 1
Carson City, Nevada 89701-4299
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Articles of Conversion
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4. Forwarding address where copies of process may be sent by the Secretary of State of Nevada (if a foreign entity is the resulting entity in the conversion):

Attn: n/a

c/o:

5. Effective date of conversion (optional) (not to exceed 90 days after the articles are filed pursuant to NRS 92A.240) *:

6. Signatures - must be signed by:

- 1. 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 all the members 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).
- 2. If constituent entity is a foreign entity: must be signed by the constituent entity in the manner provided by the law governing it.

Stratosphere Gaming Corp.
Name of constituent entity

X Denise Barton
Signature

Sr VP, CFO, Treasurer, Secretary
Title

Feb 13, 2008
Date

* Pursuant to NRS 92A.205(4) if the conversion takes effect on a later date specified in the articles of conversion pursuant to NRS 92A.240, the constituent document filed with the Secretary of State pursuant to paragraph (b) subsection 1 must state the name and the jurisdiction of the constituent entity and that the existence of the resulting entity does not begin until the later date. This statement must be included within the resulting entity's' articles.

Filing Fee \$350.00

This form must be accompanied by appropriate fees.

Nevada Secretary of State Form 1001 (01/05) Page 2 of 2
Revised 12/05/02