TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Stratosphere LLC		02/20/2008	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	W2007 Stratosphere Propco, L.P.
Street Address:	85 Broad Street
Internal Address:	c/o Whitehall Street Global Real Estate Limited Partnership 2007, c/o Goldman, Sachs & Co.
City:	New York
State/Country:	NEW YORK
Postal Code:	10004
Entity Type:	LIMITED PARTNERSHIP: DELAWARE

PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
Registration Number:	2212111	BIG SHOT
Registration Number:	2070412	
Registration Number:	2072685	HIGH ROLLER
Registration Number:	2696511	LUCKY'S CAFE
Registration Number:	2725446	LUCKY'S CAFE AT THE STRATOSPHERE
Registration Number:	3189387	ROMANCE AT TOP OF THE WORLD
Registration Number:	2086401	STRATOSPHERE
Registration Number:	2086400	STRATOSPHERE
Registration Number:	2072694	TOP OF THE WORLD

OP $240.00 2212111

CORRESPONDENCE DATA

Fax Number: (202)293-6330

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone:	(202) 956-7685
Email:	carrierr@sullcrom.com
Correspondent Name:	Rita M. Carrier
Address Line 1:	1701 Pennsylvania Ave., N.W.
Address Line 2:	Sullivan & Cromwell LLP
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20006

NAME OF SUBMITTER:	Rita M. Carrier
Signature:	/Rita M. Carrier/
Date:	02/21/2008

Total Attachments: 5
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TRADEMARK ASSIGNMENT

This TRADEMARK ASSIGNMENT ("Assignment") dated as of February 20, 2008 (the "Effective Date"), is made by and between STRATOSPHERE LLC, a Delaware limited liability company with an office at c/o Whitehall Street Global Real Estate Limited Partnership 2007, c/o Goldman, Sachs & Co., 85 Broad Street, New York, New York 10004 ("Assignor"), and W2007 STRATOSPHERE PROPCO, L.P., a Delaware limited partnership with an office at c/o Whitehall Street Global Real Estate Limited Partnership 2007, c/o Goldman, Sachs & Co., 85 Broad Street, New York, New York 10004 ("Assignee").

WHEREAS, Assignor is the owner of the United States trademark registrations identified on Schedule A (collectively, the "Trademarks");

WHEREAS, Assignor, Assignee and Stratosphere Gaming LLC have entered into that certain Intellectual Property Assignment and License Agreement, dated as of February 20, 2008 (the "IP Assignment Agreement"), pursuant to which Assignor conveyed, assigned and transferred certain intellectual property, including the Trademarks, to Assignee;

NOW, THEREFORE, in consideration of the premises and covenants set forth herein and in the IP Assignment Agreement and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

1. Assignment. Assignor hereby conveys, assigns and transfers to Assignee and its successors and assigns all of Assignor's right, title and interest in and to the Trademarks.

2. Purpose. This Assignment has been executed and delivered by the Assignor for the purpose of recording the assignment herein with the United States Patent and Trademark Office. The assignment granted herein has been granted in connection with the IP Assignment Agreement and is expressly subject to the terms and conditions thereof. In the event of any conflict between the terms of this Assignment and the terms of the IP Assignment Agreement, the terms of the IP Assignment Agreement shall control.

3. Counterparts. This Assignment may be executed in any number of counterparts, each of which shall be deemed to be an original, and all of which together shall constitute one and the same instrument.

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IN WITNESS WHEREOF, Assignor and Assignee each has caused this instrument to be executed by its respective duly authorized representative as of the Effective Date.

STRATOSPHERE LLC, a Delaware limited liability company

By: _____

Name: STEVEN ANGEL
Title: VICE PRESIDENT

W2007 STRATOSPHERE PROPCO, L.P., a Delaware limited partnership

By: W2007 Stratosphere Gen-Par, L.L.C., a Delaware limited liability company, its general partner

By: _____

Name: STEVEN ANGEL
Title: VICE PRESIDENT

STATE OF New York)
) ss.:
COUNTY OF New York)

On this 20th day of February 2008, before me, the undersigned, a notary public in and for said state and county, personally appeared Steven Angel, personally known to me (or proved to me on the basis of satisfactory evidence), to be the individual who executed the foregoing instrument on behalf of Stratosphere LLC, a Delaware limited liability company, as the Authorized Signatory of such limited liability company and acknowledged to me that the execution and delivery of said instrument was duly authorized by said limited liability company.

Brittany Jackson
Notary Public

(Affix Seal Below)

BRITTANY JACKSON
Notary Public, State of New York
No. 01JA6174239
Qualified in New York County
Commission Expires Sept. 17, 2011

STATE OF New York)
) ss.:
COUNTY OF New York)

On this 26th day of February 2008, before me, the undersigned, a notary public in and for said state and county, personally appeared Steven Angel, personally known to me (or proved to me on the basis of satisfactory evidence), to be the individual who executed the foregoing instrument on behalf of W2007 Stratosphere Gen-Par, L.L.C., a Delaware limited liability company, as the general partner of W2007 Stratosphere Propco, L.P., a Delaware limited partnership, and acknowledged to me that the execution and delivery of said instrument was duly authorized by said limited partnership.

Brittany Jackson
Notary Public

(Affix Seal Below)

BRITTANY JACKSON
Notary Public, State of New York
No. 01JA6174239
Qualified in New York County
Commission Expires Sept. 17, 2011

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TRADEMARK ASSIGNMENT

STRATOSPHERE LLC to W2007 STRATOSPHERE PROPCO, L.P.

Schedule A

U.S. Trademark Registrations

Mark	Registration Number
BIG SHOT	2,212,111
DESIGN	2,070,412
HIGH ROLLER	2,072,685
LUCKY'S CAFE	2,696,511
LUCKY'S CAFE AT THE STRATOSPHERE	2,725,446
ROMANCE AT TOP OF THE WORLD	3,189,387
STRATOSPHERE	2,086,401
STRATOSPHERE	2,086,400
TOP OF THE WORLD	2,072,694