

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT
EFFECTIVE DATE:	12/23/2005

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Imperial Palace, LLC		03/05/2008	LIMITED LIABILITY COMPANY: NEVADA

RECEIVING PARTY DATA

Name:	Harrah's Operating Company, Inc.
Street Address:	One Harrah's Court
City:	Las Vegas
State/Country:	NEVADA
Postal Code:	89119
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	2888634	DEALERTAINERS

CORRESPONDENCE DATA

Fax Number: (901)537-3359
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 901-762-8755
 Email: jtyler@harrahs.com
 Correspondent Name: Jane E. Tyler
 Address Line 1: 7216 Cherry Farms Road
 Address Line 2: Law Department
 Address Line 4: Cordova, TENNESSEE 38016

ATTORNEY DOCKET NUMBER:	DEALERTAINERS - IP
NAME OF SUBMITTER:	Jane E. Tyler

Signature:

/jane e. tyler/

Date:

03/20/2008

Total Attachments: 3

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ASSIGNMENT OF TRADEMARK
(Federal Registrations/Applications)
(NUNC PRO TUNC)

WHEREAS, pursuant to the terms of the Agreement for Purchase and Sale dated as of August 22, 2005 ("Purchase Agreement") by and among Imperial Palace, LLC, a limited liability company duly organized and existing under the laws of the State of Nevada, having a principal place of business at 601 South Tenth Street, Las Vegas, NV 89101, and Harrah's Operating Company, Inc., a Delaware corporation with a business address of One Harrah's Court, Las Vegas, NV 89119 (collectively referred to as the "Parties"), on December 23, 2005, Imperial Palace, LLC ("IP, LLC") transferred certain assets to Harrah's Operating Company, Inc. ("Harrah's"); and

WHEREAS, IP, LLC is the owner of a federal registration used in the operation of the Casino and included in the Purchase Agreement in the United States Patent and Trademark Office, the registration is as set out below (the "Mark"):

<u>Description of Mark</u>	<u>Registration Number</u>	<u>Registration Date</u>
DEALERTAINERS	2,888,634	9/28/2004

; and

WHEREAS, at the time that the aforementioned assets were transferred on December 23, 2005, the Parties did not execute a separate trademark assignment document to be recorded for the transfer of the Mark to Harrah's and now desire to prepare such an assignment document;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Imperial Palace, LLC does hereby transfer and assign to Harrah's Operating Company, Inc. nunc pro tunc effective as of December 23, 2005 all of its right, title and interest in and to the said Mark and all common law rights relating to the Mark, together with the

goodwill of the business symbolized by the Mark, and the registration thereof herein before listed.

Imperial Palace, LLC,
a Nevada limited liability company

By: Betty Engelstad
Betty Engelstad
Its: President

By: Jeffrey M. Cooper
Jeffrey M. Cooper
Its: Treasurer

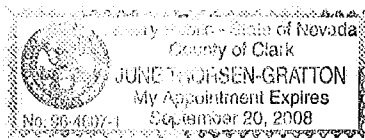
By: W. Owen Nitz
W. Owen Nitz
Its: Vice President and Secretary

STATE OF NEVADA

COUNTY OF CLARK

Personally appeared before me the above named Betty Engelstad, known or proved to me to be the same person who executed the foregoing instrument and to be the President of Imperial Palace, LLC and acknowledged to me that she executed the same as her free act and deed and the free act and deed of said company.

Subscribed and sworn to before me this 5th day of March, 2008.



June Thorsen-Gratton
Notary Public

My Commission expires September 20, 2008

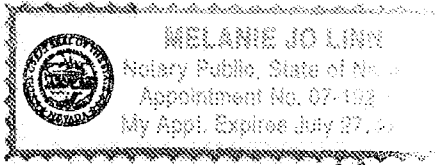
STATE OF NEVADA

COUNTY OF CLARK

Personally appeared before me the above named Jeffrey M. Cooper, known or proved to me to be the same person who executed the foregoing instrument and to be the Treasurer of Imperial Palace, LLC and acknowledged to me that he executed the same as his free act and deed

and the free act and deed of said company.

Subscribed and sworn to before me this 4th day of March, 2008.



Melanie Jo Linn
Notary Public

My Commission expires July 27, 2010

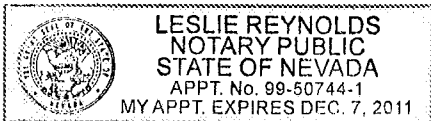


STATE OF NEVADA

COUNTY OF CLARK

Personally appeared before me the above named W. Owen Nitz, known or proved to me to be the same person who executed the foregoing instrument and to be the Vice-President and Secretary of Imperial Palace, LLC and acknowledged to me that he executed the same as his free act and deed and the free act and deed of said company.

Subscribed and sworn to before me this 4th day of March, 2008.



Leslie Reynolds
Notary Public

My Commission expires December 7, 2011