TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Assignment of Trademark and Domain Name Rights

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Harrah's License Company, LLC		08/31/2010	LIMITED LIABILITY COMPANY: NEVADA

RECEIVING PARTY DATA

Name:	Flamingo Las Vegas Propco, LLC
Street Address:	One Harrah's Court
City:	Las Vegas
State/Country:	NEVADA
Postal Code:	89119
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 13

Property Type	Number	Word Mark
Registration Number:	3106584	BEEF BARRON
Registration Number:	1243194	CITY LITES
Registration Number:	1948975	FLAMINGO
Registration Number:	2517266	FLAMINGO
Registration Number:	2517267	FLAMINGO
Registration Number:	2350265	
Registration Number:	2514373	FLAMINGO LAS VEGAS
Registration Number:	2516588	FLAMINGO LAS VEGAS
Registration Number:	1820290	FRUIT BASKET BUFFET
Registration Number:	3631248	O'SHEAS
Registration Number:	1692034	O'SHEAS CASINO
Registration Number:	3659293	PINK BEAN
Registration Number:	2986903	PINK GINGER

CH $340.00 3106584

CORRESPONDENCE DATA

Fax Number:	(212)504-6666

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

Phone:	(212) 504-6423
Email:	jeffrey.liao@cwt.com
Correspondent Name:	Jeffrey Z.Y. Liao, Esq.
Address Line 1:	Cadwalader, Wickersham & Taft LLP
Address Line 2:	One World Financial Center
Address Line 4:	New York, NEW YORK 10281

ATTORNEY DOCKET NUMBER:	94987.010
NAME OF SUBMITTER:	Jeffrey Z.Y. Liao
Signature:	/Jeffrey Z.Y. Liao/
Date:	09/09/2010

Total Attachments: 9
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ASSIGNMENT OF TRADEMARK AND DOMAIN NAME RIGHTS

THIS ASSIGNMENT OF TRADEMARK AND DOMAIN NAME RIGHTS (this "Assignment") is made and entered into this 31st day of August 2010 (the "Effective Date"), by and between HARRAH'S LICENSE COMPANY, LLC, a Nevada limited liability company (the "Assignor"), and Flamingo Las Vegas Propco, LLC, a Delaware limited liability company (the "Assignee").

WHEREAS, this Assignment is being entered into in connection with the transactions contemplated by the (i) Second Amended and Restated Mortgage Loan Agreement dated as of the date hereof between Assignee, as Borrower, JPMorgan Chase Bank, N.A., Bank of America, N.A., Citibank N.A., Credit Suisse A.G. Cayman Island Branch, Merrill Lynch Mortgage Lending, Inc., Goldman Sachs Mortgage Company, Morgan Stanley Mortgage Capital Holdings LLC, and German American Capital Corporation and the other parties thereto, and their successors and assigns (the "Amended Loan Agreement"), (ii) the Amended and Restated License Agreement dated as of the date hereof between Assignor and Assignee and the other parties thereto and (iii) the transactions contemplated by the foregoing (collectively, the "Restructuring").

WHEREAS, in connection with the transactions contemplated by the Restructuring, Assignor wishes to assign to Assignee, and Assignee wishes to accept from Assignor, (i) the trademarks and trademark applications set forth on Schedule 1, attached hereto (the "Assigned Trademarks") and (ii) the domain names set forth on Schedule 2, attached hereto (the "Assigned Domain Names").

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor and Assignee agree as follows:

1. Assignor hereby assigns to Assignee its entire right, title and interest in and to the Assigned Trademarks, together with the goodwill of the business associated with the Assigned Trademarks, all other corresponding rights secured under the laws of the United States, state government and any foreign country and all claims for damages by reason of past, present or future infringement or other unauthorized use of the Assigned Trademarks, including the right to collect all proceeds and damages therefrom.

2. Assignor hereby assigns to Assignee its entire right, title and interest in and to the Assigned Domain Names and all claims for damages by reason of past, present or future infringement or other unauthorized use of the Assigned Domain Names, including the right to collect all proceeds and damages therefrom.

3. Assignor further agrees that should additional documentation of the assignment or further acts be required to protect, secure, vest and record good title to the Assigned Trademarks or the Assigned Domain Names in Assignee, Assignor will, without further consideration, provide or execute such other documents or take such further acts as may be reasonably necessary upon Assignee's reasonable request.

4. Assignor hereby authorizes and requests the Commissioner for Trademarks of the United States Patent and Trademark Office, and the corresponding entities or agencies in any applicable state government or foreign countries, to record Assignee as the assignee and owner of the Assigned Trademarks registered in the corresponding jurisdiction.

5. This Assignment will be governed by and construed and interpreted in accordance with the substantive laws of the State of Nevada, without giving effect to any conflicts of law rule or principle that might result in the application of the laws of another jurisdiction.

6. This Assignment may be executed in one or more counterparts, each of which will be deemed an original and all of which, when taken together, will constitute one and the same Assignment.

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TRADEMARK
REEL: 004275 FRAME: 0060

IN WITNESS WHEREOF, the party hereto has duly executed this Assignment of Trademarks and Domain Name Rights as of the Effective Date.

ASSIGNOR:

HARRAH'S LICENSE COMPANY, LLC

By: Harrah's Operating Company, Inc., its sole member

By:_____
Name: Jonathan S. Halkyard
Title: Senior Vice President and Chief Financial Officer

STATE OF NEVADA
COUNTY OF clark
This instrument was acknowledged before me on

_____
by J. Halkyard

_____
Notary Public

Notary Public - State of Nevada
County of Clark
K. BACKER
My Appointment Expires
March 31, 2012
No: 04-89869-1

(Seal)
My Commission Expires:

_____

IN WITNESS WHEREOF, the party hereto has duly executed this Assignment of Trademarks and Domain Name Rights as of the Effective Date.

ASSIGNEE:

FLAMINGO LAS VEGAS PROPCO, LLC

By: _____
Name: Jonathan S. Halkyard
Title: President and Treasurer

STATE OF NEVADA
COUNTY OF Clark
This instrument was acknowledged before me on
_____
by J. Halkyard

_____
Notary Public

(Seal)

Notary Public - State of Nevada
County of Clark
K. BACKER
My Appointment Expires
March 31, 2012
No: 04-89869-1

My Commission Expires:
_____

Schedule 1

ASSIGNED TRADEMARKS

Jurisdiction	Trademark	Appl. No.	Filing Date	Reg. No.	Reg. Date	Status
U.S.	Beef Barron	78/660725	6/29/2005	3106584	6/20/2006	Registered
U.S.	City Lites	73/337024	11/13/1981	1243194	6/21/1983	Registered
U.S.	Flamingo	74/636612	2/21/1995	1948975	1/16/1996	Registered
U.S.	Flamingo (Stylized)	76/229989	3/22/2001	2517266	12/11/2001	Registered
U.S.	Flamingo (Stylized)	76/229990	3/22/2001	2517267	12/11/2001	Registered
U.S.	Flamingo Bird Design (Only)	75/769538	8/6/1999	2350265	5/16/2000	Registered
U.S.	Flamingo Las Vegas	76/006767	3/22/2000	2514373	12/4/2001	Registered
U.S.	Flamingo Las Vegas	76/006766	3/22/2000	2516588	12/11/2001	Registered
U.S.	Fruit Basket Buffet (Design)	74/388553	5/11/1993	1820290	2/8/1994	Registered
U.S.	O'Sheas (Block)	77/606233	11/3/2008	3631248	6/2/2009	Registered
U.S.	O'Sheas Casino (Design)	74/163977	5/6/1991	1692034	6/9/1992	Registered
U.S.	Pink Bean (Block)	77/603247	10/29/2008	3659293	7/21/2009	Registered
U.S.	Pink Ginger	76/560742	11/17/2003	2986903	8/23/2005	Registered
Nevada	Alta Villa			E0095822009-4	2/19/2009	Registered
Nevada	Bugsy's Bar			34,409	12/27/2001	Registered
Nevada	Club Flamingo			24,530	6/27/1991	Registered
Nevada	Get a Little Irish in Ya! (Block)			E0681252007-3	9/26/2007	Registered
Nevada	Liquid Assets (Block)			E033602010-0	6/30/2010	Registered
Nevada	Paradise Garden Buffet (Design)			30,208	8/14/1997	Registered
Nevada	Steakhouse46			E0590452006-6	8/9/2006	Registered
Nevada	The 18 Hour Happy Hour			E0776432006-8	10/20/2006	Registered
Nevada	Voga			E0020142008-2	1/8/2008	Registered

Schedule 2

ASSIGNED DOMAIN NAMES

	Registrant	Domain Name	Registrar
1.	Harrah's License Company	BARGAINHOTELS-FLAMINGO.COM	NSI
2.	Harrah's License Company	BARGAIN-HOTELS-FLAMINGO.COM	NSI
3.	Harrah's License Company	BETFLAMINGOCLUB.NET	NSI
4.	Harrah's License Company	BINGOFLAMINGO.BIZ	NSI
5.	Harrah's License Company	BINGOFLAMINGO.COM	NSI
6.	Harrah's License Company	BINGOFLAMINGO.INFO	NSI
7.	Harrah's License Company	BINGOFLAMINGO.NET	NSI
8.	Harrah's License Company	BINGOFLAMINGO.ORG	NSI
9.	Harrah's License Company	CASINOFLAMINGO.COM	NSI
10.	Harrah's License Company	CHOICESATFLAMINGOLASVEGAS.COM	NSI
11.	Harrah's License Company	CYBERFLAMINGOCASINO.COM	NSI
12.	Harrah's License Company	CYBERFLAMINGOCASINO.NET	NSI
13.	Harrah's License Company	DISCOUNTHOTELS-FLAMINGO.COM	NSI
14.	Harrah's License Company	EFLAMINGO.COM	NSI
15.	Harrah's License Company	E-FLAMINGO.COM	NSI
16.	Harrah's License Company	FLAMINGO.COM	NSI
17.	Harrah's License Company	FLAMINGOBEACHCASINO.COM	NSI
18.	Harrah's License Company	FLAMINGOBOARDWALK.COM	NSI
19.	Harrah's License Company	FLAMINGOCASINO.COM	NSI
20.	Harrah's License Company	FLAMINGOCASINOLASVEGAS.COM	NSI
21.	Harrah's License Company	FLAMINGOCASINOLAUGHLIN.COM	NSI
22.	Harrah's License Company	FLAMINGOCASINOS.COM	NSI
23.	Harrah's License Company	FLAMINGOCAYRESORT.COM	NSI
24.	Harrah's License Company	FLAMINGOCLUB.BIZ	NSI
25.	Harrah's License Company	FLAMINGOCLUBBLACKJACK.COM	NSI
26.	Harrah's License Company	FLAMINGO-CLUB-CASINO.COM	NSI
27.	Harrah's License Company	FLAMINGOCLUBHR.COM	NSI
28.	Harrah's License Company	FLAMINGO-CLUB-ONLINE.COM	NSI
29.	Harrah's License Company	FLAMINGOCLUB-VIDEOPOKER.COM	NSI
30.	Harrah's License Company	FLAMINGOCLUBVIP.COM	NSI
31.	Harrah's License Company	FLAMINGOCONNECTION.COM	NSI
32.	Harrah's License Company	FLAMINGOCORP.COM	NSI

	Registrant	Domain Name	Registrar
33.	Harrah's License Company	FLAMINGOCORPORATION.COM	NSI
34.	Harrah's License Company	FLAMINGOCRUISES.COM	NSI
35.	Harrah's License Company	FLAMINGODICE.COM	NSI
36.	Harrah's License Company	FLAMINGODINER.COM	NSI
37.	Harrah's License Company	FLAMINGOEMPIRE.BIZ	NSI
38.	Harrah's License Company	FLAMINGOEMPIRE.COM	NSI
39.	Harrah's License Company	FLAMINGOEMPIRE.INFO	NSI
40.	Harrah's License Company	FLAMINGOEMPIRE.NET	NSI
41.	Harrah's License Company	FLAMINGOENTERPRISE.COM	NSI
42.	Harrah's License Company	FLAMINGOENTERTAINMENT.COM	NSI
43.	Harrah's License Company	FLAMINGOFLAMINGO.COM	NSI
44.	Harrah's License Company	FLAMINGOGAMING.COM	NSI
45.	Harrah's License Company	FLAMINGOGARDENCHAPEL.COM	NSI
46.	Harrah's License Company	FLAMINGOGARDENWEDDINGS.COM	NSI
47.	Harrah's License Company	FLAMINGOGOLFCOURSE.COM	NSI
48.	Harrah's License Company	FLAMINGO-HOTEL.COM	NSI
49.	Harrah's License Company	FLAMINGOHOTELLASVEGAS.COM	NSI
50.	Harrah's License Company	FLAMINGOISLANDSPORTSBOOK.COM	NSI
51.	Harrah's License Company	FLAMINGOJOBS.COM	NSI
52.	Harrah's License Company	FLAMINGOLASVEGAS.COM	NSI
53.	Harrah's License Company	FLAMINGOLASVEGAS.INFO	NSI
54.	Harrah's License Company	FLAMINGOLASVEGAS.NET	NSI
55.	Harrah's License Company	FLAMINGOLASVEGAS.ORG	NSI
56.	Harrah's License Company	FLAMINGOLASVEGASCASINO.COM	NSI
57.	Harrah's License Company	FLAMINGOLASVEGAS-HATTON.COM	NSI
58.	Harrah's License Company	FLAMINGO-LAS-VEGAS-HOTELS.COM	NSI
59.	Harrah's License Company	FLAMINGOLAUGHLIN.BIZ	NSI
60.	Harrah's License Company	FLAMINGOLAUGHLIN.COM	NSI
61.	Harrah's License Company	FLAMINGO-LAUGHLIN.COM	NSI
62.	Harrah's License Company	FLAMINGOLAUGHLIN.INFO	NSI
63.	Harrah's License Company	FLAMINGOLAUGHLIN.NET	NSI
64.	Harrah's License Company	FLAMINGOLAUGHLIN.ORG	NSI
65.	Harrah's License Company	FLAMINGOLAUGHLINCASINO.COM	NSI
66.	Harrah's License Company	FLAMINGOLV.BIZ	NSI

Schedule 2

	Registrant	Domain Name	Registrar
67.	Harrah's License Company	FLAMINGOLV.COM	NSI
68.	Harrah's License Company	FLAMINGO-LV.COM	NSI
69.	Harrah's License Company	FLAMINGOLV.INFO	NSI
70.	Harrah's License Company	FLAMINGOLV.MOBI	NSI
71.	Harrah's License Company	FLAMINGOLVCASINO.COM	NSI
72.	Harrah's License Company	FLAMINGOLVRS.COM	NSI
73.	Harrah's License Company	FLAMINGOMARKET.COM	NSI
74.	Harrah's License Company	FLAMINGOPACKAGES.COM	NSI
75.	Harrah's License Company	FLAMINGOPARADISE.COM	NSI
76.	Harrah's License Company	FLAMINGOPLAZA.COM	NSI
77.	Harrah's License Company	FLAMINGORACEANDSPORTS.COM	NSI
78.	Harrah's License Company	FLAMINGORACEANDSPORTSBOOK.COM	NSI
79.	Harrah's License Company	FLAMINGORACEBOOK.COM	NSI
80.	Harrah's License Company	FLAMINGORENOCASINO.COM	NSI
81.	Harrah's License Company	FLAMINGORESORTS.COM	NSI
82.	Harrah's License Company	FLAMINGOROYAL.COM	NSI
83.	Harrah's License Company	FLAMINGOSCASINO.COM	NSI
84.	Harrah's License Company	FLAMINGOSLOTS.COM	NSI
85.	Harrah's License Company	FLAMINGOSUITES.COM	NSI
86.	Harrah's License Company	FLAMINGOVACATION.COM	NSI
87.	Harrah's License Company	FLAMINGOVEGAS.COM	NSI
88.	Harrah's License Company	HOTEL-CASINO-FLAMINGO.COM	NSI
89.	Harrah's License Company	LASVEGASFLAMINGO.ORG	NSI
90.	Harrah's License Company	LAUGHLINFLAMINGO.COM	NSI
91.	Harrah's License Company	LAUGHLINFLAMINGO.COM	NSI
92.	Harrah's License Company	LAUGHLINFLAMINGO.ORG	NSI
93.	Harrah's License Company	LUCKYFLAMINGOCASINO.COM	NSI
94.	Harrah's License Company	LV-FLAMINGO.COM	NSI

Schedule 2

	Registrant	Domain Name	Registrar
95.	Harrah's License Company	MYFLAMINGO.COM	NSI
96.	Harrah's License Company	OSHEASLASVEGAS.COM	NSI
97.	Harrah's License Company	OSHEASLASVEGAS.MOBI	NSI
98.	Harrah's License Company	OSHEASVEGAS.COM	NSI
99.	Harrah's License Company	PINKFLAMINGOBINGO.BIZ	NSI
100.	Harrah's License Company	PINKFLAMINGOBINGO.COM	NSI
101.	Harrah's License Company	PINKFLAMINGOBINGO.NET	NSI
102.	Harrah's License Company	PINKFLAMINGOBINGO.ORG	NSI
103.	Harrah's License Company	PINK-FLAMINGO-CASINO.COM	NSI
104.	Harrah's License Company	PINKFLAMINGOCASION.COM	NSI
105.	Harrah's License Company	PINKFLAMINGORESORT.COM	NSI
106.	Harrah's License Company	PINKFLAMINGOSCASINO.COM	NSI
107.	Harrah's License Company	PINKFLAMINGOSLOTS.COM	NSI
108.	Harrah's License Company	PLAYFLAMINGO.COM	NSI
109.	Harrah's License Company	SHOPFLAMINGOLASVEGAS.COM	NSI
110.	Harrah's License Company	THEFLAMINGOCASINO.COM	NSI

Schedule 2