

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Conversion and Change of Name

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
W2007 Stratosphere Propco, L.P.		11/18/2013	LIMITED PARTNERSHIP: DELAWARE

RECEIVING PARTY DATA

Name:	W2007 Stratosphere Propco, LLC
Street Address:	2000 Las Vegas Boulevard South
City:	Las Vegas
State/Country:	NEVADA
Postal Code:	89104
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 45

Property Type	Number	Word Mark
Registration Number:	4112461	SKYJUMP
Registration Number:	4206458	SKYJUMP
Registration Number:	4206455	SKYJUMP
Registration Number:	3996211	SKYJUMP
Registration Number:	4222329	SKYJUMP LAS VEGAS
Registration Number:	4206457	SKYJUMP LAS VEGAS
Registration Number:	3996210	SKYJUMP LAS VEGAS
Registration Number:	4206472	SKYJUMP LAS VEGAS
Registration Number:	4206456	SKYJUMP LAS VEGAS
Registration Number:	3996209	SKY JUMP LAS VEGAS
Registration Number:	3953282	AIR BAR
Registration Number:	4112333	SKY JUMP STRATOSPHERE LAS VEGAS
Registration Number:	4283310	SKY JUMP STRATOSPHERE LAS VEGAS
Registration Number:	4109369	SKY JUMP STRATOSPHERE LAS VEGAS

TRADEMARK

OP \$1140.00 4112461

Registration Number:	4109368	SKY JUMP STRATOSPHERE LAS VEGAS
Registration Number:	4112332	SKY JUMP STRATOSPHERE LAS VEGAS
Registration Number:	4096640	SKY JUMP STRATOSPHERE LAS VEGAS
Registration Number:	3189387	ROMANCE AT TOP OF THE WORLD
Registration Number:	3212812	STRATOSPHERE LAS VEGAS
Registration Number:	3236531	NAGA
Registration Number:	3054188	INSANITY THE RIDE
Registration Number:	2904610	X SCREAM
Registration Number:	2826028	ULTIMATE REWARDS
Registration Number:	2868387	THE CHAPEL IN THE CLOUDS
Registration Number:	2696511	LUCKY'S CAFE
Registration Number:	2212111	BIG SHOT
Registration Number:	2072694	TOP OF THE WORLD
Registration Number:	2086400	STRATOSPHERE
Registration Number:	2086401	STRATOSPHERE
Registration Number:	2070412	
Serial Number:	85754513	PIN UP
Serial Number:	85763494	PIN UP
Serial Number:	85763498	PIN UP
Serial Number:	85763504	PIN UP
Serial Number:	85757556	FRANKIE'S GIRLS
Serial Number:	85757561	FRANKIE'S GIRLS
Serial Number:	85757570	FRANKIE'S GIRLS
Serial Number:	85757577	FRANKIE'S GIRLS
Serial Number:	85757480	CALENDAR GIRLS
Serial Number:	85757497	CALENDAR GIRLS
Serial Number:	85757528	CALENDAR GIRLS
Serial Number:	85757533	CALENDAR GIRLS
Serial Number:	85052909	SKYJUMP
Serial Number:	85052979	SKY JUMP LAS VEGAS
Serial Number:	85046712	SKYJUMP LAS VEGAS

CORRESPONDENCE DATA

Fax Number: 2122919868

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

TRADEMARK
REEL: 005178 FRAME: 0656

Phone: 212-558-4229
Email: demarcor@sullcrom.com, nguyenb@sullcrom.com
Correspondent Name: Raffaele A. DeMarco
Address Line 1: 125 Broad Street
Address Line 2: Sullivan & Cromwell LLP
Address Line 4: New York, NEW YORK 10004-2498

ATTORNEY DOCKET NUMBER:	020792/00001 (RAD)
NAME OF SUBMITTER:	Raffaele A. DeMarco
Signature:	/Raffaele A. DeMarco/
Date:	12/17/2013

Total Attachments: 6

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Delaware

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The First State

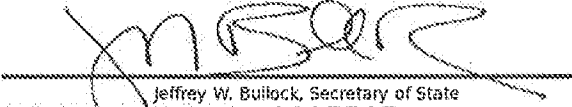
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE LIMITED PARTNERSHIP UNDER THE NAME OF "W2007 STRATOSPHERE PROPCO, L.P." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "W2007 STRATOSPHERE PROPCO, L.P." TO "W2007 STRATOSPHERE PROPCO, LLC", FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF NOVEMBER, A.D. 2013, AT 3:55 O'CLOCK P.M.

4501512 8100V

131320853

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0907587

DATE: 11-19-13

TRADEMARK
REEL: 005178 FRAME: 0658

CERTIFICATE OF CONVERSION
CONVERTING

W2007 Stratosphere Propco, L.P.
(A Delaware Limited Partnership)

TO

W2007 Stratosphere Propco, LLC
(A Delaware Limited Liability Company)

This Certificate of Conversion is being filed for the purpose of converting W2007 Stratosphere Propco, L.P., a Delaware limited partnership (the "Converting Company"), to a Delaware limited liability company to be named W2007 Stratosphere Propco, LLC (the "Company") pursuant to Section 17-219 of the Delaware Revised Uniform Limited Partnership Act, 6 Del. C. §§ 17-101 et seq. and Section 18-214 of the Delaware Limited Liability Company Act, 6 Del. C. §§ 18-101 et seq. (the "Delaware LLC Act").

The undersigned, being duly authorized to execute and file this Certificate of Conversion, does hereby certify as follows:

1. Name of Converting Company. The name of the Converting Company immediately prior to the filing of this Certificate of Conversion was "W2007 Stratosphere Propco, L.P."

2. Date and Jurisdiction of Formation of Converting Company. The date on which, and the jurisdiction where, the Converting Company was formed, which jurisdiction has not changed, are as follows:

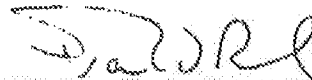
<u>Date</u>	<u>Jurisdiction</u>
February 7, 2008	Delaware

3. Name of Converted Limited Liability Company. The name of the Delaware limited liability company to which the Converting Company is being converted as set forth in the certificate of formation filed in accordance with Section 18-214(b) of the Delaware LLC Act is "W2007 Stratosphere Propco, LLC".

4. Effective Time. This Certificate of Conversion shall be effective as of the date of its filing in the Office of the Secretary of State of the State of Delaware.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned, being an authorized person of the Company, has duly executed this Certificate of Conversion this 18 day of November, 2013.



Name: Frank V. Riolo
Title: Authorized Person

7498835.2

[Signature Page -- Certificate of Conversion of W2007 Stratosphere Propco, L.P.]

TRADEMARK
REEL: 005178 FRAME: 0660

Delaware

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The First State

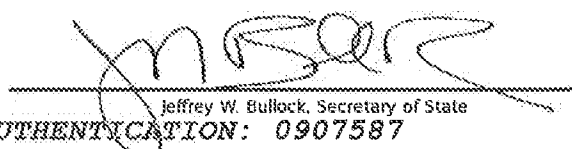
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "W2007 STRATOSPHERE PROPCO, LLC" FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF NOVEMBER, A.D. 2013, AT 3:55 O'CLOCK P.M.

4501512 8100V

131320853

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0907587

DATE: 11-19-13

TRADEMARK
REEL: 005178 FRAME: 0661

CERTIFICATE OF FORMATION

OF

W2007 STRATOSPHERE PROPCO, LLC

This Certificate of Formation is being filed pursuant to Section 18-214(b) of the Delaware Limited Liability Company Act, 6 Del. C. §§ 18-101 et seq. (the "Delaware Act"), in connection with the conversion of W2007 Stratosphere Propco, L.P., a Delaware limited partnership, to a Delaware limited liability company.

The undersigned, as an authorized person, does hereby certify as follows:

1. Name. The name of the limited liability company is W2007 Stratosphere Propco, LLC (the "Company").

2. Registered Office and Registered Agent. The Company's registered office in the State of Delaware is located at 1201 N. Market Street, 18th Floor, Wilmington, New Castle County, Delaware 19801. The registered agent of the Company for service of process at such address is Delaware Corporation Organizers, Inc.

3. Effectiveness. This Certificate of Formation shall be effective upon its filing in the Office of the Secretary of State of the State of Delaware.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Formation as of November 18, 2013.



Name: Frank V. Riolo
Title: Authorized Person

7498915.2

[Signature Page -- Certificate of Formation of W2007 Stratosphere Propeco, LLC]