

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
 Stylesheet Version v1.2

ETAS ID: TM306781

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	RELEASE OF SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
U.S. BANK NATIONAL ASSOCIATION, AS COLLATERAL AGENT		05/20/2014	NATIONAL BANKING ASSOCIATION: UNITED STATES
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Caesars License Company, LLC		
<b>Street Address:</b>	One Caesars Palace Drive		
<b>City:</b>	Las Vegas		
<b>State/Country:</b>	NEVADA		
<b>Postal Code:</b>	89109		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: NEVADA		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4063189	WHERE ANY JACK WHO'S A QUEEN CAN LIVE LI	
<b>Registration Number:</b>	4111233	WHERE ANY JACK WHO'S A QUEEN CAN LIVE LI	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>			
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Email:</b>	mmakover@paulweiss.com, dewilliams@paulweiss.com		
<b>Correspondent Name:</b>	Matthew S. Makover		
<b>Address Line 1:</b>	1285 Avenue of the Americas		
<b>Address Line 4:</b>	New York, NEW YORK 10019-6064		
<b>ATTORNEY DOCKET NUMBER:</b>	19717-041		
<b>NAME OF SUBMITTER:</b>	Matthew S. Makover		
<b>SIGNATURE:</b>	/Matthew S. Makover/		
<b>DATE SIGNED:</b>	06/05/2014		
<b>Total Attachments: 3</b>			
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source=(9411723)_(1)_Trademark Release - US Bank (4-3-12 Agreement) (Harrah's) (Executed)#page2.tif			
source=(9411723)_(1)_Trademark Release - US Bank (4-3-12 Agreement) (Harrah's) (Executed)#page3.tif			

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**TERMINATION OF SECURITY INTEREST IN TRADEMARKS**

This **TERMINATION OF SECURITY INTEREST IN TRADEMARKS**, dated as of May 20, 2014, is made by U.S. Bank National Association, as Collateral Agent for the Secured Parties (together with its successors and assigns, the "Agent") (all terms used but not defined herein shall have the meaning assigned to such terms in the Trademark Collateral Agreement (as defined below)).

**WHEREAS**, Caesars License Company, LLC, a Nevada limited liability company, formerly known as Harrah's License Company (the "Pledgor"), has granted a security interest in certain personal property to the Agent, including without limitation a security interest in certain trademarks and trademark applications ("Trademarks"), pursuant to that certain Trademark Collateral Agreement dated as of April 3, 2012 (the "Trademark Collateral Agreement");

**WHEREAS**, the security interests granted to the Agent were recorded at the United States Patent and Trademark Office as follows: on April 5, 2012 at Reel 4782 and Frame 0129;

**WHEREAS**, the Agent has agreed to terminate and release its security interest in the Trademarks identified on Schedule A attached hereto.

**NOW, THEREFORE**, for valuable consideration, the Agent hereby terminates and releases all mortgages, liens, and security interests granted to the Agent in the following:


1. Pledgor's Trademarks referred to on Schedule A attached hereto;
2. all goodwill of the business connected with the use of, and symbolized by, such Trademarks; and
3. all products and proceeds of the foregoing, including, without limitation, any claim by Pledgor against third parties for past, present or future (i) infringement or dilution of such Trademarks or (ii) injury to the goodwill associated with such Trademarks.

[SIGNATURE PAGE TO FOLLOW]

IN WITNESS WHEREOF, the Agent has caused this Termination of Security Interest in Trademarks to be duly executed as of the date first set forth above.

U.S. BANK NATIONAL  
ASSOCIATION,  
AS COLLATERAL AGENT

By:

  
Name: Raymond S. Haverstock  
Title: Vice President

**SCHEDULE A TO THE  
TERMINATION OF SECURITY INTEREST IN TRADEMARKS**

**TRADEMARKS**

<b>Trademark</b>	<b>Registration No.</b>	<b>Registration Date</b>
Where Any Jack Who's A Queen Can Live Like A King	4063189	11/29/2011
Where Any Jack Who's A Queen Can Live Like A King	4111233	3/13/2012