

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM502050

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Release of Security Interest in Trademark Collateral at Reel/Frame No. 6203/0655		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Credit Suisse AG, Cayman Islands Branch, as Collateral Agent		12/13/2018	Bank: SWITZERLAND
RECEIVING PARTY DATA			
Name:	Desert Palace, LLC		
Street Address:	One Caesars Palace Drive		
City:	Las Vegas		
State/Country:	NEVADA		
Postal Code:	89109		
Entity Type:	Limited Liability Company: NEVADA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2961555	SEAHORSE	
CORRESPONDENCE DATA			
Fax Number:	2138918763		
<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>			
Email:	rhonda.deleon@lw.com		
Correspondent Name:	Latham & Watkins LLP		
Address Line 1:	355 South Grand Avenue		
Address Line 4:	Los Angeles, CALIFORNIA 90071-1560		
ATTORNEY DOCKET NUMBER:	059635-0003		
NAME OF SUBMITTER:	Rhonda DeLeon		
SIGNATURE:	/Rhonda DeLeon/		
DATE SIGNED:	12/14/2018		
Total Attachments: 2			
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OP \$40.00 2961555

**RELEASE OF SECURITY INTEREST IN
TRADEMARK COLLATERAL**

This **RELEASE OF SECURITY INTEREST IN TRADEMARK COLLATERAL** (the “Release”) is dated as of December 13, 2018, by CREDIT SUISSE AG, CAYMAN ISLANDS BRANCH, as collateral agent (together with its successors and assigns in such capacity, the “Collateral Agent”) for the benefit of the Secured Parties (as defined in the Collateral Agreement (as defined below)) in favor of DESERT PALACE, LLC, a Nevada limited liability company (the “Pledgor”).

WITNESSETH

WHEREAS, CEOC, LLC (the “Borrower”), the Pledgor, each other subsidiary of the Borrower identified in the Collateral Agreement and the Collateral Agent entered into that certain Collateral Agreement, dated as of October 6, 2017 (as amended, restated, supplemented, waived or otherwise modified from time to time, the “Collateral Agreement”);

WHEREAS, pursuant to the Collateral Agreement, the Pledgor executed and delivered to the Collateral Agent that certain Trademark Security Agreement, dated as of October 6, 2017 (the “Trademark Security Agreement”) and recorded with the United States Patent and Trademark Office (“USPTO”) on November 13, 2017 at Reel/Frame No. 6203/0655, pursuant to which the Pledgor granted to the Collateral Agent, its successors and assigns, for the benefit of the Secured Parties, a security interest in all of the Pledgors’ right, title and interest in or to any and all of the IP Collateral (as defined in the Trademark Security Agreement), including that certain trademark titled “Seahorse”, registered on June 7, 2005 as registration no. 2961555 (the “Specified Trademark”); and

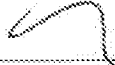
WHEREAS, the Pledgor has requested that the Collateral Agent release its security interest in all right, title and interest in or to the Specified Trademark in connection with the Pledgor’s disposition of the Specified Trademark.

NOW, THEREFORE, in consideration of the foregoing, the Collateral Agent hereby DISCHARGES, TERMINATES and RELEASES, without recourse, representation or warranty, its security interest in all right, title and interest in or to the Specified Trademark, and agrees that all the security interest in the Specified Trademark is hereby discharged, terminated and released. The undersigned hereby transfers and assigns to the Pledgor, without recourse, representation or warranty, any and all right, title and interest that the Collateral Agent may have obtained in, to and under the Specified Trademark under the Collateral Agreement and the Trademark Security Agreement.

[Signature Page Follows]

IN WITNESS WHEREOF, the Collateral Agent has caused this Release to be duly executed and delivered as of the date first written above.

**CREDIT SUISSE AG, CAYMAN ISLANDS
BRANCH,**
as Collateral Agent

By: 
Name: **WHITNEY GASTON**
Title: **AUTHORIZED SIGNATORY**

By: 
Name: **Michael Del Genio**
Title: **Authorized Signatory**

[Signature Page to Release of Security Interest in Trademark Collateral]