



09-22-2005

Attorney Docket No.: 10759-GP



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103086912

Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Caesars Entertainment, Inc.

2. Name and address of receiving party(ies)

Harrah's Operating Company, Inc.
One Harrah's Court
Las Vegas, Nevada 89119Additional name(s) of conveying party(ies) attached? ☐ Yes ☒ No

3. Nature of conveyance:

- ☐ Assignment ☒ Merger
☐ Security Agreement ☐ Change of Name
☐ Other
☐ Correction of previously recorded document
Reel Frame No.

(A Delaware Corporation.)

Execution Date: June 13, 2005

Additional name(s) & address(es) attached? ☐ Yes ☒ No

4. Application Number(s) or patent number(s):

If this document is being filed together with a new application, the execution date of the application is:

A. Patent Application No.(s)

10/188,154

10/255,160

10/166,986

10/419,679

10/723,281

B. Patent No.(s)

Additional numbers attached? ☐ Yes ☒ No

5. Name and address of party to whom correspondence concerning document should be mailed:

Clark A. Jablon
AKIN GUMP STRAUSS HAUER & FELD LLP
One Commerce Square
2005 Market Street, Suite 2200
Philadelphia, PA 19103
Direct Dial: 215-965-1293
E-mail: cjablon@akingump.com

6. Total number of applications/patents involved: 5

7. Total fee (37 CFR 3.41).....\$200

- ☒ Check enclosed
☐ Authorization to charge deficient fees or credit
any overpayment to Deposit Account.

8. Charge any fee deficiency to Deposit Account No.
50-1017

(Our Billing No. 210759.5002)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Clark A. Jablon

Name of Person Signing

Signature

Sept. 14, 2005

Date

Total number of pages including cover sheet, attachments, and documents: 4

09/21/2005 ECUOPER 00000120 10188154

01 FC:8021

Equivalent to Form PTO-1595

7467356 v1

PATENT
REEL: 017001 FRAME: 0432

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

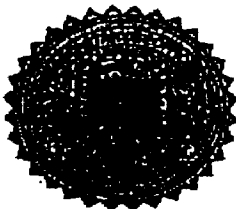
"CAESARS ENTERTAINMENT, INC.", A DELAWARE CORPORATION,
WITH AND INTO "HARRAH'S OPERATING COMPANY, INC." UNDER THE NAME OF "HARRAH'S OPERATING COMPANY, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTEENTH DAY OF JUNE, A.D. 2005, AT 9:15 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTEENTH DAY OF JUNE, A.D. 2005, AT 4 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

2014547 8100M

050489234



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3944263

DATE: 06-13-05

**CERTIFICATE OF MERGER
OF
CAESARS ENTERTAINMENT, INC.
WITH AND INTO
HARRAH'S OPERATING COMPANY, INC.**

Pursuant to Section 251(c) of the Delaware
General Corporation Law

Harrah's Operating Company, Inc., a Delaware corporation, does hereby certify that:

1. The names and states of incorporation of the constituent corporations participating in the merger herein certified (the "Constituent Corporations") are:
 - (a) Caesars Entertainment, Inc., a Delaware corporation; and
 - (b) Harrah's Operating Company, Inc., a Delaware corporation.
2. An Agreement and Plan of Merger (the "Merger Agreement") dated as of July 14, 2004 by and among Harrah's Entertainment, Inc., Harrah's Operating Company, Inc., and Caesars Entertainment, Inc., has been approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations in accordance with the provisions of Section 251(c) of the Delaware General Corporation Law.
3. The name of the surviving corporation in the merger herein certified is Harrah's Operating Company, Inc. (the "Surviving Corporation"), which will continue its existence as the Surviving Corporation under its present name upon the effective date of the merger herein certified pursuant to the provisions of the Delaware General Corporation Law.
4. The certificate of incorporation of Harrah's Operating Company, Inc. as now in force and effect shall continue to be the certificate of incorporation of the Surviving Corporation until amended and changed pursuant to the provisions of the Delaware General Corporation Law.
5. An executed copy of the Merger Agreement is on file at the principal place of business of the Surviving Corporation, located at One Harrah's Court, Las Vegas, Nevada 89119-4312.
6. A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request, and without cost, to any stockholder of either of the Constituent Corporations.
7. The future effective date and time of this Certificate of Merger shall be June 13, 2005 at 4:00 p.m. Eastern Time.


[Signature Page Follows]

OCT746542.2

IN WITNESS WHEREOF, Harrah's Operating Company, Inc. has caused this Certificate of Merger to be executed on this 15th day of June, 2005.

HARRAH'S OPERATING COMPANY, INC.

By:


Charles L. Atwood
Senior Vice President and Chief Financial
Officer

Certificate of Merger