

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM608428

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Security Agreement

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
CEOC, LLC		07/20/2020	Limited Liability Company: DELAWARE
Corner Investment Company, LLC		07/20/2020	Limited Liability Company: NEVADA
Desert Palace, LLC		07/20/2020	Limited Liability Company: NEVADA
Flamingo Las Vegas Operating Company, LLC		07/20/2020	Limited Liability Company: NEVADA
Jazz Casino Company, L.L.C.		07/20/2020	Limited Liability Company: LOUISIANA
Paris Las Vegas Operating Company, LLC		07/20/2020	Limited Liability Company: NEVADA
PHWLV, LLC		07/20/2020	Limited Liability Company: NEVADA

RECEIVING PARTY DATA

Name:	Credit Suisse AG, Cayman Islands Branch
Street Address:	Eleven Madison Avenue
City:	New York
State/Country:	NEW YORK
Postal Code:	10010
Entity Type:	Bank: SWITZERLAND

PROPERTY NUMBERS Total: 60

Property Type	Number	Word Mark
Registration Number:	4420107	'RITAS CANTINA
Registration Number:	3246044	BELLISSIMO
Registration Number:	3678700	BENNY'S BACK ROOM
Registration Number:	3456911	BLUESVILLE
Registration Number:	3554133	BLUESVILLE
Registration Number:	2148837	BLUESVILLE
Registration Number:	4780684	BOARDWALK CUPCAKES EST. 2014
Registration Number:	4759692	BRIDGES DINING COMPANY
Registration Number:	3141982	CARVINGS

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	3020236	CHAMPAGNE SLOTS
Registration Number:	2523523	COYOTE KATE'S SLOT PARLOR
Registration Number:	4615290	DARE
Registration Number:	1964224	FIORE
Registration Number:	4685876	FIRST RESORT FOR FUN
Registration Number:	2829389	FOUR WINDS
Registration Number:	2829388	FOUR WINDS
Registration Number:	5845970	FUNNER
Registration Number:	5649352	FUNNER
Registration Number:	5439595	FUNNER
Registration Number:	3460107	GET MORE BANG FOR YOUR BUCK ...GUARANTEE
Registration Number:	2026250	HARVEYS
Registration Number:	2038045	HARVEYS
Registration Number:	3154177	HARVEYS
Registration Number:	3647464	JOY LUCK NOODLE BAR
Registration Number:	2874317	LOUISIANA DOWNS
Registration Number:	2791383	
Registration Number:	4730291	MAGNOLIA HOUSE
Registration Number:	4625059	PEEK
Registration Number:	4598919	PURPLE ZEBRA
Registration Number:	3592854	PUSH
Registration Number:	4504817	SELU GARDEN CAFE
Registration Number:	3245005	SHEER
Registration Number:	4734340	SQUEEZE
Registration Number:	2788933	SUPER DERBY
Registration Number:	1878054	THE PARTY'S AT HARVEYS
Registration Number:	3801600	THE RESERVE
Registration Number:	1019015	THE SUMMIT
Registration Number:	4709708	THE VENUE
Registration Number:	3797493	TUNICA ROADHOUSE CASINO & HOTEL
Registration Number:	2221012	VILLAGE SQUARE
Registration Number:	3550200	WHERE ENTERTAINMENT KNOWS NO BOUNDS
Registration Number:	5363902	WHISKEY ROADHOUSE
Registration Number:	2837537	WILD, WILD WEST CASINO
Registration Number:	4575993	POWERHOUSE ALLEY
Registration Number:	3794897	TUNICA ROADHOUSE CASINO & HOTEL
Registration Number:	5588828	EATWELL
Registration Number:	6027310	TUNICA ROADHOUSE

Property Type	Number	Word Mark
Registration Number:	4557182	APOSTROPHE
Registration Number:	3738566	BEIJING NOODLE NO. 9
Registration Number:	4231389	LAUREL COLLECTION
Registration Number:	5273062	STRIPSIDE CAFÉ & BAR
Registration Number:	4759136	TIGER WOK & RAMEN
Registration Number:	4976084	VISTA COCKTAIL LOUNGE
Registration Number:	4614679	RESPLENDENCE STARTS HERE
Registration Number:	5887080	FLOCKED
Registration Number:	5564794	GO POOL DAYCLUB
Serial Number:	88692834	WE ARE NOLA
Registration Number:	5957131	WE ARE NOLA
Registration Number:	5823318	VOIE
Registration Number:	5689579	THE SCENE POOL DECK

CORRESPONDENCE DATA

Fax Number: 8009144240
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.
Phone: 800-713-0755
Email: erin.roberson@wolterskluwer.com
Correspondent Name: CT Corporation
Address Line 1: 4400 Easton Commons Way
Address Line 2: Suite 125
Address Line 4: Columbus, OHIO 43219

NAME OF SUBMITTER:	Elaine Carrera
SIGNATURE:	/Elaine Carrera/
DATE SIGNED:	11/12/2020

Total Attachments: 10
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TRADEMARK SECURITY AGREEMENT

TRADEMARK SECURITY AGREEMENT, dated as of July 20, 2020 (this “Agreement”), made by each of the parties listed on the signature page hereto (collectively, the “Pledgors” and each, a “Pledgor”), in favor of CREDIT SUISSE AG, CAYMAN ISLANDS BRANCH, as Collateral Agent (as defined below).

WHEREAS, pursuant to that certain Supplement No. 2 dated as of July 20, 2020 to the Collateral Agreement, dated as of December 22, 2017 (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the “Collateral Agreement”), among CAESARS RESORT COLLECTION, LLC, a Delaware limited liability company, each other Borrower (as defined in the Collateral Agreement) from time to time party thereto, and each subsidiary of the Borrowers from time to time party thereto and CREDIT SUISSE AG, CAYMAN ISLANDS BRANCH, as collateral agent (together with its successors and permitted assigns in such capacity, the “Collateral Agent”) for the Secured Parties (as defined therein), each Pledgor has granted to the Collateral Agent, for the benefit of the Secured Parties, a security interest in, among other property, certain intellectual property of such Pledgor, and has agreed as a condition thereof to execute this Agreement for recording with the United States Patent and Trademark Office (“USPTO”).

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

SECTION 1. **Terms.** Capitalized terms used in this Agreement and not otherwise defined herein have the meanings specified in the Collateral Agreement. The rules of construction specified in Section 1.01(b) of the Collateral Agreement also apply to this Agreement.

SECTION 2. **Grant of Security Interest.** As security for the payment and performance, as the case may be, in full of the Secured Obligations when due, each Pledgor pursuant to the Collateral Agreement did, and hereby does, grant to the Collateral Agent, for the benefit of the Secured Parties, a security interest in all of such Pledgor’s right, title and interest in or to any and all of the following assets now owned or at any time hereafter acquired by such Pledgor or in which such Pledgor now has or at any time in the future may acquire any right, title or interest (collectively, the “IP Collateral”):

- (i) all Trademarks, including those listed on Schedule I;

provided, however, that the foregoing pledge, assignment and grant of security interest will not cover any Excluded Property, including any “intent-to-use” applications for trademark or service mark registrations filed pursuant to Section 1(b) of the Lanham Act, 15 U.S.C. § 1051, unless and until an Amendment to Allege Use or a Statement of Use under Sections 1(c) or 1(d) of the Lanham Act has been filed, to the extent, if any, that any assignment of an “intent-to-use” application prior to such filing would violate the Lanham Act.

SECTION 3. **Collateral Agreement.** The security interests granted to the Collateral Agent herein are granted in furtherance, and not in limitation of, the security interests granted to the Collateral Agent pursuant to the Collateral Agreement. Each Pledgor hereby acknowledges and affirms that the rights and remedies of the Collateral Agent with respect to the IP Collateral are more fully set forth in the Collateral Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein. In the event of any conflict between the terms of this Agreement and the Collateral Agreement, the terms of the Collateral Agreement shall govern.

SECTION 4. **Recordation.** Each Pledgor hereby requests and authorizes the USPTO to record this Agreement against the IP Collateral.


SECTION 5. **Counterparts.** This Agreement may be executed in two or more counterparts, each of which shall constitute an original but all of which when taken together shall constitute but one contract. Delivery of an executed signature page to this Agreement by facsimile or other electronic transmission shall be as effective as delivery of a manually signed counterpart of this Agreement.

SECTION 6. **Governing Law.** THIS AGREEMENT AND ANY CLAIMS, CONTROVERSY, DISPUTE OR CAUSES OF ACTION (WHETHER IN CONTRACT OR TORT OR OTHERWISE) BASED UPON, ARISING OUT OF OR RELATING TO THIS AGREEMENT SHALL BE CONSTRUED IN ACCORDANCE WITH AND GOVERNED BY THE LAW OF THE STATE OF NEW YORK, WITHOUT REGARD TO ANY PRINCIPLE OF CONFLICTS OF LAW THAT COULD REQUIRE THE APPLICATION OF ANY OTHER LAW.

[Signature Pages Follow]

IN WITNESS WHEREOF, the parties hereto have duly executed this Agreement as of the day and year first above written.

CEOC, LLC
CORNER INVESTMENT COMPANY, LLC
DESERT PALACE LLC
FLAMINGO LAS VEGAS OPERATING
COMPANY, LLC
JAZZ CASINO COMPANY, L.L.C.
PARIS LAS VEGAS OPERATING COMPANY,
LLC
PHWLV, LLC

By: 
Name: Edmund L. Quatmann, Jr.
Title: Secretary

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

By: 

Name: Whitney Gaston
Title: Authorized Signatory

By: 

Name: Andrew Griffin
Title: Authorized Signatory

Schedule I

Trademarks

Owner	Country/State	Trademark	Status	Registration No. / Application No. (as applicable)	Registration Date / Application Date (as applicable)
CEOC, LLC	United States of America	'ritas cantina (Design)	Registered	4420107	10/15/2013
CEOC, LLC	United States of America	Bellissimo	Registered	3246044	5/29/2007
CEOC, LLC	United States of America	Benny's Back Room	Registered	3678700	9/8/2009
CEOC, LLC	United States of America	Bluesville (Block)	Registered	3456911	7/1/2008
CEOC, LLC	United States of America	Bluesville (Logo)	Registered	3554133	12/30/2008
CEOC, LLC	United States of America	Bluesville (Logo)	Registered	2148837	4/7/1998
CEOC, LLC	United States of America	Boardwalk Cupcakes (logo)	Registered	4780684	7/28/2015
CEOC, LLC	United States of America	Bridges Dining Company	Registered	4759692	6/23/2015
CEOC, LLC	United States of America	Carvings	Registered	3141982	9/12/2006
CEOC, LLC	United States of America	Champagne Slots	Registered	3020236	11/29/2005
CEOC, LLC	United States of America	Coyote Kate's Slot Parlor	Registered	2523523	12/25/2001
CEOC, LLC	United States of America	Dare	Registered	4615290	9/30/2014
CEOC, LLC	United States of America	Fiore (Block)	Registered	1964224	3/26/1996
CEOC, LLC	United States of America	First Resort for Fun	Registered	4685876	2/10/2015
CEOC, LLC	United States of America	Four Winds (Block)	Registered	2829389	4/6/2004
CEOC, LLC	United States of America	Four Winds (Design)	Registered	2829388	4/6/2004
CEOC, LLC	United States of America	Funner	Registered	5845970	8/27/2019
CEOC, LLC	United States of America	Funner	Registered	5649352	1/8/2019

Owner	Country/State	Trademark	Status	Registration No. / Application No. (as applicable)	Registration Date / Application Date (as applicable)
CEOC, LLC	United States of America	Funner	Registered	5439595	4/3/2018
CEOC, LLC	United States of America	Get More Bang for your Buck ... Guaranteed!	Registered	3460107	7/8/2008
CEOC, LLC	United States of America	Harveys (Block)	Registered	2026250	12/31/1996
CEOC, LLC	United States of America	Harveys (Design)	Registered	2038045	2/18/1997
CEOC, LLC	United States of America	Harveys (Stylized)	Registered	3154177	10/10/2006
CEOC, LLC	United States of America	Joy Luck Noodle Bar	Registered	3647464	6/30/2009
CEOC, LLC	United States of America	Louisiana Downs (Block)	Registered	2874317	8/17/2004
CEOC, LLC	United States of America	Louisiana Downs Racing Horses (Design)	Registered	2791383	12/9/2003
CEOC, LLC	United States of America	Magnolia House (Block)	Registered	4730291	5/5/2015
CEOC, LLC	United States of America	Peek (Block)	Registered	4625059	10/21/2014
CEOC, LLC	United States of America	Purple Zebra (Block)	Registered	4598919	9/2/2014
CEOC, LLC	United States of America	Push	Registered	3592854	3/17/2009
CEOC, LLC	United States of America	Selu Garden Cafe	Registered	4504817	4/1/2014
CEOC, LLC	United States of America	Sheer	Registered	3245005	5/22/2007
CEOC, LLC	United States of America	Squeeze (Design)	Registered	4734340	5/12/2015
CEOC, LLC	United States of America	Super Derby (Block)	Registered	2788933	12/2/2003
CEOC, LLC	United States of America	The Party's at Harveys (Block)	Registered	1878054	2/7/1995
CEOC, LLC	United States of America	The Reserve	Registered	3801600	6/15/2010

Owner	Country/State	Trademark	Status	Registration No. / Application No. (as applicable)	Registration Date / Application Date (as applicable)
CEOC, LLC	United States of America	The Summit (Block)	Registered	1019015	8/26/1975
CEOC, LLC	United States of America	The Venue (logo)	Registered	4709708	3/24/2015
CEOC, LLC	United States of America	Tunica Roadhouse Casino & Hotel (Design)	Registered	3797493	6/1/2010
CEOC, LLC	United States of America	Village Square (Block)	Registered	2221012	1/26/1999
CEOC, LLC	United States of America	Where Entertainment Knows No Bounds	Registered	3550200	12/23/2008
CEOC, LLC	United States of America	Whiskey Roadhouse	Registered	5363902	12/26/2017
CEOC, LLC	United States of America	Wild, Wild West Casino	Registered	2837537	5/4/2004
CEOC, LLC	United States of America	Powerhouse Alley	Registered	4575993	7/29/2014
CEOC, LLC	United States of America	Tunica Roadhouse Casino & Hotel (Design)	Registered	3794897	5/25/2010
Corner Investment Company, LLC	United States of America	Eatwell Logo	Registered	5588828	10/23/2018
Corner Investment Company, LLC	United States of America	Tunica Roadhouse (Design)	Registered	6027310	8/7/2019
Desert Palace LLC	United States of America	Apostrophe	Registered	4557182	6/24/2014
Desert Palace LLC	United States of America	Beijing Noodle No. 9	Registered	3738566	1/19/2010
Desert Palace LLC	United States of America	Laurel Collection (Block)	Registered	4231389	10/23/2012
Desert Palace LLC	United States of America	Stripside Café & Bar	Registered	5273062	8/22/2017

Owner	Country/State	Trademark	Status	Registration No. / Application No. (as applicable)	Registration Date / Application Date (as applicable)
Desert Palace LLC	United States of America	Tiger Wok & Ramen	Registered	4759136	6/23/2015
Desert Palace LLC	United States of America	Vista Cocktail Lounge (Logo)	Registered	4976084	6/14/2016
Desert Palace LLC	United States of America	Resplendence Starts Here	Registered	4614679	9/30/2014
Flamingo Las Vegas Operating Company, LLC	United States of America	Flocked	Registered	5887080	10/15/2019
Flamingo Las Vegas Operating Company, LLC	United States of America	Go Pool Dayclub (Logo)	Registered	5564794	9/18/2018
Jazz Casino Company, L.L.C.	United States of America	We Are Nola	Pending	88/692834	11/14/2019
Jazz Casino Company, L.L.C.	United States of America	We Are Nola	Registered	5957131	1/7/2020
Paris Las Vegas Operating Company, LLC	United States of America	Voie	Registered	5823318	7/30/2019
PHWLV, LLC	United States of America	The Scene Pool Deck (Logo)	Registered	5689579	3/5/2019