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UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional] Harrah's Operating Company, Inc. (702) 407-6246	Trust Acct. #
B. SEND ACKNOWLEDGMENT TO: (Name and Address) Vernon A. Nelson, Jr., Esquire Harrah's Entertainment, Inc. One Harrah's Court Las Vegas, NV 89119-4312	

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (1a or 1b) - do not abbreviate or combine names

1 a. ORGANIZATION'S NAME Carson-Tahoe Harley Davidson, Inc.						
OR	1 b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX	
1 c. MAILING ADDRESS 560-C South Meadows Parkway			CITY Reno	STATE NV	POSTAL CODE 89511	COUNTRY USA
1 d. TAX ID#, SSN OR EIN 8207	ADD'L INFO RE ORGANIZATION DEBTOR	1 e. TYPE OF ORGANIZATION Corporation	1 f. JURISDICTION OF ORGANIZATION Nevada	1 g. ORGANIZATIONAL ID # if any <input type="checkbox"/> NONE		

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (2a or 2b) - do not abbreviate or combine names

2 a. ORGANIZATION'S NAME						
OR	2 b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX	
2 c. MAILING ADDRESS			CITY	STATE	POSTAL CODE	COUNTRY
2 d. TAX ID # SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	2 e. TYPE OF ORGANIZATION	2 f. JURISDICTION OF ORGANIZATION	2 g. ORGANIZATIONAL ID #, if any <input type="checkbox"/> NONE		

3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGNOR S/P) - insert only one secured party name (3a or 3b)

3 a. ORGANIZATION'S NAME Harrah's Operating Company, Inc.						
OR	3 b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX	
3 c. MAILING ADDRESS One Harrah's Court			CITY Las Vegas	STATE NV	POSTAL CODE 89119-4312	COUNTRY USA

4. This FINANCING STATEMENT covers the following collateral:

- A. All inventory held by Carson, including all proceeds and products.
- B. All assets and equipment held by Carson, including all proceeds and products.
- C. All accounts, chattel paper, instruments, and intangibles held by Carson, including products and proceeds.

5. ALTERNATIVE DESIGNATION [if applicable]: LESSEE/LESSOR CONSIGNEE/CONSIGNOR BAILEE/BAILOR SELLER/BUYER AG. LIEN NON-UCC FILING

6. This FINANCING STATEMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS. Attach Addendum [if applicable] 7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) [ADDITIONAL FEE] [optional] All Debtors Debtor 1 Debtor 2

8. OPTIONAL FILER REFERENCE DATA

0530422

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REQUESTED BY
Harrish's Operating
IN OFFICIAL RECORDS OF
DOUGLAS CO., NEVADA

2001 DEC 19 AM 10: 50

LINDA SLATER
RECORDER

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