

**UCC FINANCING STATEMENT**

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional] Trust Acct. # Harrah's Operating Company, Inc. Inc. (702) 407-6246
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 South 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
1d. TAX ID#, SSN OR EIN 8207	ADD'L INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION Corporation	1f. JURISDICTION OF ORGANIZATION Nevada	1g. 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

2a. ORGANIZATION'S NAME						
OR	2b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX	
2c. MAILING ADDRESS			CITY	STATE	POSTAL CODE	COUNTRY
2d. TAX ID # SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	2e. TYPE OF ORGANIZATION	2f. JURISDICTION OF ORGANIZATION	2g. 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)

3a. ORGANIZATION'S NAME Harrah's Operating Company, Inc.						
OR	3b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX	
3c. 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

COPY

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

2001 DEC 19 AM 10: 52

LINDA SLATER  
RECORDER

\$ 20<sup>00</sup> PAID KJ DEPUTY

0530423

BK 1201 PG 6300