

Prepared by & when recorded, return to:

Kirkland & Ellis LLP

300 N LaSalle

Chicago, IL 606054

Attn: Michael Shultz, Esq.

**RELEASE – SATISFACTION – DISCHARGE – TERMINATION;
SUBSTITUTION OF TRUSTEE & FULL RECONVEYANCE**

THIS RELEASE – SATISFACTION – DISCHARGE – TERMINATION; SUBSTITUTION OF TRUSTEE & FULL RECONVEYANCE (this “**Release**”) is executed and made as of September 27, 2017 by CREDIT SUISSE AG, CAYMAN ISLANDS BRANCH, in its capacity as Collateral Agent (as successor-in-interest to Bank of America, N.A., “**Collateral Agent**”), having an address at Eleven Madison Avenue, New York, New York 10010.

RECITALS

A. Collateral Agent is the collateral agent for the bona fide owners and holders (or, if applicable, the successor in interest to the original owners and holders) of the indebtedness secured by those security instruments identified on **EXHIBIT A** hereto, as same may have been amended (hereinafter referred to individually as a “**Security Instrument**” and collectively as the “**Security Instruments**”) encumbering the premises described therein (the “**Premises**”) and which has/have not been further assigned.

B. As to any Security Instrument, which is a deed of trust, the undersigned, in its capacity as beneficiary, does hereby appoint and substitute itself as trustee thereunder.

C. Commencing on January 15, 2015 and continuing thereafter, Caesars Entertainment Operating Company, Inc., a Delaware corporation, and certain of its direct and indirect subsidiaries (collectively, the “**Debtors**”) filed voluntary petitions for relief under Chapter 11 of Title 11 of the United States Code in the United States Bankruptcy Court for the Northern District of Illinois (the “**Bankruptcy Court**”), jointly administered under Case No. 15-01145, and the Bankruptcy Court has confirmed the “**Debtors’ Third Amended Joint Plan of Reorganization Pursuant to Chapter 11 of the Bankruptcy Code**” (as it may be altered, amended, modified, or supplemented from time to time in accordance with the terms of Article X thereof, the “**Bankruptcy Plan**”).

D. Pursuant to the Bankruptcy Plan, as of the date hereof, the indebtedness secured by the Security Instruments is discharged and the liens of the Security Instruments are released.

E. In accordance with the Bankruptcy Plan, Debtors requested that Collateral Agent execute this Release to evidence the discharge of the liens of the Security Instruments.

RELEASE

NOW THEREFORE, in consideration of the sum of \$1 and other good and valuable consideration (the receipt and sufficiency of which is hereby acknowledged), Collateral Agent does hereby certify that the indebtedness secured by each Security Instrument has been discharged, and the undersigned does hereby, without recourse or warranty, (a) remise, release, quitclaim, grant and reconvey without warranty unto the person or persons legally entitled thereto the Premises encumbered by each Security Instrument, (b) certify that each Security Instrument is canceled, satisfied in full, discharged, terminated and of no further force and effect, (c) release the Premises from the lien and effect of each Security Instrument, as well as any related security instruments, including, but not limited to, any assignment of leases and rents, financing statements (and though not mandatory, further authorizes the filing of a UCC Financing Statement Amendment, terminating any UCC Financing Statement that was filed as a fixture filing in order to perfect the security interests in fixtures and personal property created by any Security Instrument) or any other instruments evidencing collateral given in connection with the loan, and (d) request and authorize the recording clerk to enter satisfaction of, and cancel of record, each Security Instrument.

[Remainder of page intentionally blank; signatures on following page]

IN WITNESS WHEREOF the undersigned, has duly executed, acknowledged and delivered this RELEASE – SATISFACTION – DISCHARGE – TERMINATION; SUBSTITUTION OF TRUSTEE & FULL RECONVEYANCE as of the day and year first above written.

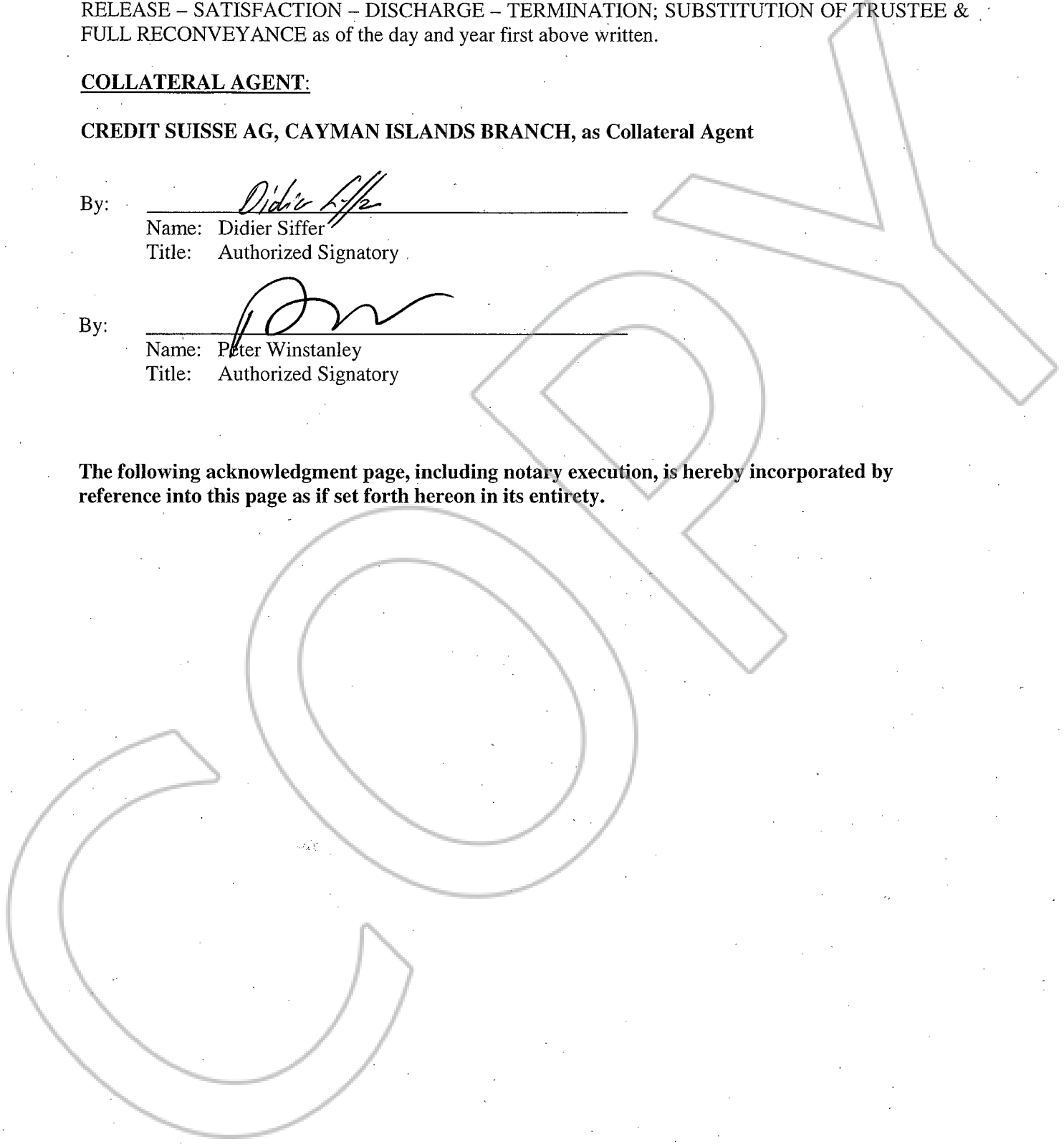
COLLATERAL AGENT:

CREDIT SUISSE AG, CAYMAN ISLANDS BRANCH, as Collateral Agent

By: Didier Siffer
Name: Didier Siffer
Title: Authorized Signatory

By: Peter Winstanley
Name: Peter Winstanley
Title: Authorized Signatory

The following acknowledgment page, including notary execution, is hereby incorporated by reference into this page as if set forth hereon in its entirety.



**STATE OF NEW YORK
COUNTY OF NEW YORK**

This instrument was acknowledged before me on September 27, 2017 by

Didier Siffer as Authorized Signatory of Credit Suisse AG, Cayman Islands Branch.

Karen Grover
(Signature of Notarial Officer)

KAREN GROVER
Notary Public, State of New York
No. 01GR5070228
Qualified in Suffolk County
Certificate Filed in New York County
Commission Expires December 9, 2018

**STATE OF NEW YORK
COUNTY OF NEW YORK**

This instrument was acknowledged before me on September 27, 2017 by

Peter Winstanley as Authorized Signatory of Credit Suisse AG, Cayman Islands Branch.

Karen Grover
(Signature of Notarial Officer)

KAREN GROVER
Notary Public, State of New York
No. 01GR5070228
Qualified in Suffolk County
Certificate Filed in New York County
Commission Expires December 9, 2018

EXHIBIT-A
Security Instruments

The following is/are recorded in the public records of County of Douglas, State of Nevada:

A deed of trust to secure an indebtedness Dated: June 10, 2009 Trustor/Grantor Harveys Tahoe Management Company, Inc. Trustee: Ticor Title of Nevada, Inc., a Nevada corporation Beneficiary: Bank of America, N.A., in its capacity as Collateral Agent Recording Date: June 17, 2009 Recording No: Book 609, Page 5528, as Document No. 745381, Official Record

An agreement to modify the terms and provisions of said deed of trust as therein provided Executed by: Harveys Tahoe Management Company, Inc. and Bank of America, N.A. in its capacity as Collateral Agent Recording Date: June 26, 2013 Recording No: Book 613, Page 6875, as Document No. 826080, Official Records

An assignment of the beneficial interest under said deed of trust which names Assignee: Credit Suisse AG, Cayman Islands Branch, in its capacity as Collateral Agent, as Successor Agent Recording Date: November 24, 2014 Recording No: 2014-853250, Official Records