

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

In re:)
) Chapter 11
)
Caesars Entertainment Operating Company,)
Inc.,) Case No. 15-01145 (ABG)
)
Tax I.D. 75-1941623)
Debtor.)
)

In re:)
) Chapter 11
)
190 Flamingo, LLC,)
) Case No. 15-01263 (ABG)
)
Tax I.D. 38-3736606)
Debtor.)
)

In re:)
) Chapter 11
)
3535 LV Corp.,)
) Case No. 15-01146 (ABG)
)
Tax I.D. 37-1518194)
Debtor.)
)

In re:)
) Chapter 11
)
3535 LV Parent, LLC,)
) Case No. 15-01149 (ABG)
)
Tax I.D. N/A)
Debtor.)
)

In re:)
) Chapter 11
)
AJP Holdings, LLC,)
) Case No. 15-01297 (ABG)
)
Tax I.D. 75-3197770)
Debtor.)
)

In re:) Chapter 11
AJP Parent, LLC,) Case No. 15-01264 (ABG)
Tax I.D. 75-3197768)
Debtor.)

In re:) Chapter 11
B I Gaming Corporation,) Case No. 15-01147 (ABG)
Tax I.D. 88-0401326)
Debtor.)

In re:) Chapter 11
Bally's Midwest Casino, Inc.,) Case No. 15-01315 (ABG)
Tax I.D. 88-0404625)
Debtor.)

In re:) Chapter 11
Bally's Park Place, Inc.,) Case No. 15-01148 (ABG)
Tax I.D. 36-2931526)
Debtor.)

In re:) Chapter 11
Bally's Las Vegas Manager, LLC,) Case No. 15-01265 (ABG)
Tax I.D. N/A)
Debtor.)

In re:) Chapter 11
)
Benco, Inc.,) Case No. 15-01152 (ABG)
)
Tax I.D. 88-0409341)
Debtor.)

In re:) Chapter 11
)
Biloxi Hammond, LLC,) Case No. 15-01156 (ABG)
)
Tax I.D. 26-1241172)
Debtor.)

In re:) Chapter 11
)
Biloxi Village Walk Development, LLC,) Case No. 15-01208 (ABG)
)
Tax I.D. 38-3764302)
Debtor.)

In re:) Chapter 11
)
BL Development Corp.,) Case No. 15-01150 (ABG)
)
Tax I.D. 41-1754530)
Debtor.)

In re:) Chapter 11
)
Boardwalk Regency Corporation,) Case No. 15-01151 (ABG)
)
Tax I.D. 95-3147313)
Debtor.)

In re:) Chapter 11
)
BPP Providence Acquisition Company, LLC,) Case No. 15-01180 (ABG)
)
Tax I.D. No. 61-1728676)
Debtor.)

In re:) Chapter 11
)
Caesars Air, LLC,) Case No. 15-01267(ABG)
)
Tax I.D. No. 46-0879670)
Debtor.)

In re:) Chapter 11
)
Caesars Baltimore Acquisition Company,) Case No. 15-01268 (ABG)
LLC,)
)
Tax I.D. 45-2759058)
Debtor.)

In re:) Chapter 11
)
Caesars Baltimore Development Company,) Case No. 15-01183 (ABG)
LLC,)
)
Tax I.D. No. 45-2759132)
Debtor.)

In re:) Chapter 11
)
Caesars Baltimore Management Company,) Case No. 15-01165 (ABG)
LLC,)
)
Tax I.D. 45-2759168)
Debtor.)

In re:) Chapter 11
)
Caesars Entertainment Canada Holding, Inc.,) Case No. 15-01158 (ABG)
)
Tax I.D. 88-0445777)
Debtor.)
)

In re:) Chapter 11
)
Caesars Entertainment Finance Corp.,) Case No. 15-01153 (ABG)
)
Tax I.D. 88-0410850)
Debtor.)
)

In re:) Chapter 11
)
Caesars Entertainment Golf, Inc.,) Case No. 15-01154 (ABG)
)
Tax I.D. 52-2271238)
Debtor.)
)

In re:) Chapter 11
)
Caesars Entertainment Retail, Inc.,) Case No. 15-01157 (ABG)
)
Tax I.D. 90-0059931)
Debtor.)
)

In re:) Chapter 11
)
Caesars Entertainment Windsor Limited,) Case No. 15-01190 (ABG)
)
Tax I.D. BN – 87054 3576 RC0001)
Debtor.)

In re:) Chapter 11
)
Caesars Escrow Corporation,) Case No. 15-01155 (ABG)
)
Tax I.D. 27-2363741)
Debtor.)
)

In re:) Chapter 11
)
Caesars India Sponsor Company, LLC,) Case No. 15-01194 (ABG)
)
Tax I.D. 26-3478539)
Debtor.)
)

In re:) Chapter 11
)
Caesars License Company, LLC,) Case No. 15-01199 (ABG)
)
Tax I.D. 42-1643727)
Debtor.)
)

In re:) Chapter 11
)
Caesars Marketing Services Corporation,) Case No. 15-01203 (ABG)
)
Tax I.D. 86-0889202)
Debtor.)
)

In re:) Chapter 11
)
Caesars Massachusetts Acquisition Company,) Case No. 15-01270 (ABG)
LLC,)
)
Tax I.D. No. 45-1058447)
Debtor.)
)

In re:) Chapter 11
)
Caesars Massachusetts Development) Case No. 15-01166 (ABG)
Company, LLC,)
)
Tax I.D. No. 45-1058773)
Debtor.)
)
)

In re:) Chapter 11
)
Caesars Massachusetts Investment Company,) Case No. 15-01168 (ABG)
LLC,)
)
Tax I.D. No. 45-1059180)
Debtor.)
)
)

In re:) Chapter 11
)
Caesars Massachusetts Management) Case No. 15-01170 (ABG)
Company, LLC,)
)
Tax I.D. No. 45-1059677)
Debtor.)
)
)

In re:) Chapter 11
)
Caesars New Jersey, Inc.,) Case No. 15-01159 (ABG)
)
Tax I.D. 22-2230292)
Debtor.)
)
)

In re:) Chapter 11
)
Caesars Operating Escrow LLC,) Case No. 15-01272 (ABG)
)
Tax I.D. 27-2363565)
Debtor.)
)

In re:) Chapter 11
)
Caesars Palace Corporation,) Case No. 15-01161 (ABG)
)
Tax I.D. 88-0172791)
Debtor.)

In re:) Chapter 11
)
Caesars Palace Realty Corp.,) Case No. 15-01164 (ABG)
)
Tax I.D. 88-0109258)
Debtor.)

In re:) Chapter 11
)
Caesars Palace Sports Promotions, Inc.,) Case No. 15-01169 (ABG)
)
Tax I.D. 93-0720413)
Debtor.)

In re:) Chapter 11
)
Caesars Riverboat Casino, LLC,) Case No. 15-01172 (ABG)
)
Tax I.D. 95-4510682)
Debtor.)

In re:) Chapter 11
)
Caesars Trex, Inc.,) Case No. 15-01171 (ABG)
)
Tax I.D. 26-2804479)
Debtor.)

In re:) Chapter 11
)
Caesars United Kingdom, Inc.,) Case No. 15-01174 (ABG)
)
Tax I.D. 83-0421943)
Debtor.)

In re:) Chapter 11
)
Caesars World Marketing Corporation,) Case No. 15-01176 (ABG)
)
Tax I.D. 22-2746389)
Debtor.)

In re:) Chapter 11
)
Caesars World Merchandising, Inc.,) Case No. 15-01160 (ABG)
)
Tax I.D. 94-2768968)
Debtor.)

In re:) Chapter 11
)
Caesars World, Inc.,) Case No. 15-01173 (ABG)
)
Tax I.D. 59-0773674)
Debtor.)

In re:) Chapter 11
)
California Clearing Corporation,) Case No. 15-01177 (ABG)
)
Tax I.D. 92-2421291)
Debtor.)

In re:) Chapter 11
)
Casino Computer Programming, Inc.,) Case No. 15-01162 (ABG)
)
Tax I.D. 31-1721454)
Debtor.)
)

In re:) Chapter 11
)
CG Services, LLC,) Case No. 15-01179 (ABG)
)
Tax I.D. No. 46-3564328)
Debtor.)
)

In re:) Chapter 11
)
Chester Facility Holding Company, LLC,) Case No. 15-01313 (ABG)
)
Tax I.D. 51-0616907)
Debtor.)
)

In re:) Chapter 11
)
Christian County Land Acquisition) Case No. 15-01274 (ABG)
Company, LLC,)
)
Tax I.D. No. N/A)
Debtor.)
)

In re:) Chapter 11
)
Consolidated Supplies, Services and Systems,) Case No. 15-01163 (ABG)
)
Tax I.D. 88-0424458)
Debtor.)
)

In re:) Chapter 11
)
Corner Investment Company Newco, LLC,) Case No. 15-01275 (ABG)
)
Tax I.D. N/A)
Debtor.)
)

In re:) Chapter 11
)
Cromwell Manager, LLC,) Case No. 15-01276 (ABG)
)
Tax I.D. N/A)
Debtor.)
)

In re:) Chapter 11
)
CZL Development Company, LLC,) Case No. 15-01278 (ABG)
)
Tax I.D. 37-1704669)
Debtor.)
)

In re:) Chapter 11
)
CZL Management Company,) Case No. 15-01279 (ABG)
)
Tax I.D. No. 38-3889395)
Debtor.)
)

In re:) Chapter 11
)
DCH Exchange, LLC,) Case No. 15-01281 (ABG)
)
Tax I.D. 61-1527745)
Debtor.)
)

In re:) Chapter 11
)
DCH Lender, LLC,) Case No. 15-01282 (ABG)
)
Tax I.D. 26-2468212)
Debtor.)
)

In re:) Chapter 11
)
Des Plaines Development Limited) Case No. 15-01144 (ABG)
Partnership,)
)
Tax I.D. 62-1522919)
Debtor.)
)

In re:) Chapter 11
)
Desert Palace, Inc.,) Case No. 15-01167 (ABG)
)
Tax I.D. 88-0097966)
Debtor.)
)

In re:) Chapter 11
)
Durante Holdings, LLC,) Case No. 15-01209 (ABG)
)
Tax I.D. 42-1684083)
Debtor.)
)

In re:) Chapter 11
)
East Beach Development Corporation,) Case No. 15-01175 (ABG)
)
Tax I.D. 30-0360590)
Debtor.)
)

In re:) Chapter 11
)
FHR Corporation,) Case No. 15-01178 (ABG)
)
Tax I.D. 88-0402426)
Debtor.)
)

In re:) Chapter 11
)
FHR Parent, LLC,) Case No. 15-01212 (ABG)
)
Tax I.D. N/A)
Debtor.)
)

In re:) Chapter 11
)
Flamingo-Laughlin Parent, LLC,) Case No. 15-01216 (ABG)
)
Tax I.D. N/A)
Debtor.)
)

In re:) Chapter 11
)
Flamingo-Laughlin, Inc.,) Case No. 15-01219 (ABG)
)
Tax I.D. 88-0240867)
Debtor.)
)

In re:) Chapter 11
)
GCA Acquisition Subsidiary, Inc.,) Case No. 15-01181 (ABG)
)
Tax I.D. 41-1815669)
Debtor.)
)

In re:) Chapter 11
GNOC, Corp.,) Case No. 15-01184 (ABG)
Tax I.D. 22-2494608)
Debtor.)

In re:) Chapter 11
Grand Casinos of Biloxi, LLC,) Case No. 15-01221 (ABG)
Tax I.D. 41-1726211)
Debtor.)

In re:) Chapter 11
Grand Casinos of Mississippi, LLC -) Case No. 15-01223 (ABG)
Gulfport,)
Tax I.D. 36-4262232)
Debtor.)

In re:) Chapter 11
Grand Casinos, Inc.,) Case No. 15-01186 (ABG)
Tax I.D. 41-1689535)
Debtor.)

In re:) Chapter 11
Grand Media Buying, Inc.,) Case No. 15-01187 (ABG)
Tax I.D. 41-1726209)
Debtor.)

In re:) Chapter 11
)
Harrah South Shore Corporation,) Case No. 15-01224 (ABG)
)
Tax I.D. 88-0074793)
Debtor.)
)

In re:) Chapter 11
)
Harrah's Arizona Corporation,) Case No. 15-01213 (ABG)
)
Tax I.D. 62-1523519)
Debtor.)
)

In re:) Chapter 11
)
Harrah's Bossier City Investment Company,) Case No. 15-01218 (ABG)
L.L.C.,)
)
Tax I.D. 71-0902684)
Debtor.)
)

In re:) Chapter 11
)
Harrah's Bossier City Management) Case No. 15-01220 (ABG)
Company, LLC, a Nevada limited liability)
company,)
)
Tax I.D. 71-0902685)
Debtor.)
)

In re:) Chapter 11
)
Harrah's Chester Downs Investment) Case No. 15-01314 (ABG)
Company, LLC,)
)
Tax I.D. 76-0760472)
Debtor.)
)

In re:) Chapter 11
)
Harrah's Chester Downs Management) Case No. 15-01314 (ABG)
Company, LLC,)
)
Tax I.D. 68-0590545)
Debtor.)
)

In re:) Chapter 11
)
Harrah's Illinois Corporation,) Case No. 15-01182 (ABG)
)
Tax I.D. 88-0284653)
Debtor.)
)

In re:) Chapter 11
)
Harrah's Interactive Investment Company,) Case No. 15-01189 (ABG)
)
Tax I.D. 88-0326036)
Debtor.)
)

In re:) Chapter 11
)
Harrah's International Holding Company,) Case No. 15-01192 (ABG)
Inc.,)
)
Tax I.D. 26-1779042)
Debtor.)
)

In re:) Chapter 11
)
Harrah's Investments, Inc.,) Case No. 15-01193 (ABG)
)
Tax I.D. 88-0317848)
Debtor.)
)

In re:) Chapter 11
)
Harrah's Iowa Arena Management, LLC,) Case No. 15-01206 (ABG)
)
Tax I.D. 45-5251702)
Debtor.)
)

In re:) Chapter 11
)
Harrah's Management Company,) Case No. 15-01195 (ABG)
)
Tax I.D. 88-0187173)
Debtor.)
)

In re:) Chapter 11
)
Harrah's Maryland Heights Operating) Case No. 15-01286 (ABG)
Company,)
)
Tax I.D. 88-0343024)
Debtor.)
)

In re:) Chapter 11
)
Harrah's MH Project, LLC,) Case No. 15-01288 (ABG)
)
Tax I.D. 35-2276359)
Debtor.)
)

In re:) Chapter 11
)
Harrah's NC Casino Company, LLC,) Case No. 15-01280 (ABG)
)
Tax I.D. 56-1936298)
Debtor.)
)

In re:) Chapter 11
)
Harrah's New Orleans Management) Case No. 15-01222 (ABG)
Company,)
)
Tax I.D. 62-1534758)
Debtor.)
)

In re:) Chapter 11
)
Harrah's North Kansas City LLC,) Case No. 15-01266 (ABG)
)
Tax I.D. 62-1802713)
Debtor.)
)

In re:) Chapter 11
)
Harrah's Operating Company Memphis,) Case No. 15-01269 (ABG)
LLC,)
)
Tax I.D. 62-1802711)
Debtor.)
)

In re:) Chapter 11
)
Harrah's Pittsburgh Management Company,) Case No. 15-01197 (ABG)
)
Tax I.D. 88-0320269)
Debtor.)
)

In re:) Chapter 11
)
Harrah's Reno Holding Company, Inc.,) Case No. 15-01198 (ABG)
)
Tax I.D. 62-1440237)
Debtor.)
)

In re:) Chapter 11
)
Harrah's Shreveport Investment Company,) Case No. 15-01225 (ABG)
LLC,)
)
Tax I.D. 88-0292677)
Debtor.)
)

In re:) Chapter 11
)
Harrah's Shreveport Management Company,) Case No. 15-01185 (ABG)
LLC,)
)
Tax I.D. 62-1839697)
Debtor.)
)

In re:) Chapter 11
)
Harrah's Shreveport/Bossier City Holding) Case No. 15-01188 (ABG)
Company, LLC,)
)
Tax I.D. 71-0902683)
Debtor.)
)

In re:) Chapter 11
)
Harrah's Shreveport/Bossier City Investment) Case No. 15-01262 (ABG)
Company, LLC,)
)
Tax I.D. 71-0902682)
Debtor.)
)

In re:) Chapter 11
)
Harrah's Southwest Michigan Casino) Case No. 15-01201 (ABG)
Corporation,)
)
Tax I.D. 88-0337476)
Debtor.)
)

In re:) Chapter 11
)
Harrah's Travel, Inc.,) Case No. 15-01202 (ABG)
)
Tax I.D. 88-0400542)
)
Debtor.)

In re:) Chapter 11
)
Harrah's West Warwick Gaming Company,) Case No. 15-01271 (ABG)
LLC,)
)
Tax I.D. 47-0942639)
)
Debtor.)

In re:) Chapter 11
)
Harveys BR Management Company, Inc.,) Case No. 15-01204 (ABG)
)
Tax I.D. 91-2000710)
)
Debtor.)

In re:) Chapter 11
)
Harveys C.C. Management Company, Inc.,) Case No. 15-01205 (ABG)
)
Tax I.D. 88-0307948)
)
Debtor.)

In re:) Chapter 11
)
Harveys Iowa Management Company, Inc.,) Case No. 15-01206 (ABG)
)
Tax I.D. 88-0321071)
)
Debtor.)

In re:) Chapter 11
)
Harveys Tahoe Management Company, Inc.,) Case No. 15-01191 (ABG)
)
Tax I.D. 88-0370589)
Debtor.)

In re:) Chapter 11
)
H-BAY, LLC,) Case No. 15-01273 (ABG)
)
Tax I.D. 42-1640291)
Debtor.)

In re:) Chapter 11
)
HBR Realty Company, Inc.,) Case No. 15-01207 (ABG)
)
Tax I.D. 91-2000709)
Debtor.)

In re:) Chapter 11
)
HCAL, LLC,) Case No. 15-01196 (ABG)
)
Tax I.D. 88-0313169)
Debtor.)

In re:) Chapter 11
)
HCR Services Company, Inc.,) Case No. 15-01210 (ABG)
)
Tax I.D. 88-0370327)
Debtor.)

In re:) Chapter 11
HEI Holding Company One, Inc.,) Case No. 15-01211 (ABG)
Tax I.D. 37-1524630)
Debtor.)

In re:) Chapter 11
HEI Holding Company Two, Inc.,) Case No. 15-01214 (ABG)
Tax I.D. 38-3737280)
Debtor.)

In re:) Chapter 11
HHLV Management Company, LLC,) Case No. 15-01277 (ABG)
Tax I.D. 87-0719578)
Debtor.)

In re:) Chapter 11
HIE Holdings Topco, Inc.,) Case No. 15-01215 (ABG)
Tax I.D. No. 27-2763895)
Debtor.)

In re:) Chapter 11
Hole in the Wall, LLC,) Case No. 15-01285 (ABG)
Tax I.D. 04-3813150)
Debtor.)

In re:) Chapter 11
)
Horseshoe Entertainment,) Case No. 15-01200 (ABG)
)
Tax I.D. 72-1249477)
Debtor.)

In re:) Chapter 11
)
Horseshoe Gaming Holding, LLC,) Case No. 15-01227 (ABG)
)
Tax I.D. 88-0425131)
Debtor.)

In re:) Chapter 11
)
Horseshoe GP, LLC,) Case No. 15-01230 (ABG)
)
Tax I.D. 94-3230241)
Debtor.)

In re:) Chapter 11
)
Horseshoe Hammond, LLC,) Case No. 15-01232 (ABG)
)
Tax I.D. 36-3865868)
Debtor.)

In re:) Chapter 11
)
Horseshoe Shreveport, L.L.C.,) Case No. 15-01233 (ABG)
)
Tax I.D. 88-0442445)
Debtor.)

In re:) Chapter 11
)
HTM Holding, Inc.,) Case No. 15-01217 (ABG)
)
Tax I.D. 26-2258855)
Debtor.)
)

In re:) Chapter 11
)
JCC Holding Company II Newco, LLC,) Case No. 15-01287 (ABG)
)
Tax I.D. N/A)
Debtor.)
)

In re:) Chapter 11
)
Koval Holdings Company, LLC,) Case No. 15-01289 (ABG)
)
Tax I.D. 56-2599108)
Debtor.)
)

In re:) Chapter 11
)
Koval Investment Company, LLC,) Case No. 15-01235 (ABG)
)
Tax I.D. 56-2599115)
Debtor.)
)

In re:) Chapter 11
)
Las Vegas Golf Management, LLC,) Case No. 15-01237 (ABG)
)
Tax I.D. 41-2171222)
Debtor.)
)

In re:) Chapter 11
)
Las Vegas Resort Development, Inc.,) Case No. 15-01231 (ABG)
)
Tax I.D. 90-0123916)
Debtor.)
)

In re:) Chapter 11
)
Laundry Parent, LLC,) Case No. 15-01239 (ABG)
)
Tax I.D. N/A)
Debtor.)
)

In re:) Chapter 11
)
LVH Corporation,) Case No. 15-01234 (ABG)
)
Tax I.D. 88-0402427)
Debtor.)
)

In re:) Chapter 11
)
LVH Parent, LLC,) Case No. 15-01241 (ABG)
)
Tax I.D. N/A)
Debtor.)
)

In re:) Chapter 11
)
Martial Development Corp.,) Case No. 15-01236 (ABG)
)
Tax I.D. 22-3461012)
Debtor.)
)

In re:) Chapter 11
)
Nevada Marketing, LLC,) Case No. 15-01290 (ABG)
)
)
Tax I.D. 30-0341987)
Debtor.)
)

In re:) Chapter 11
)
New Gaming Capital Partnership, a Nevada) Case No. 15-01244 (ABG)
Limited Partnership,)
)
Tax I.D. 88-6060088)
Debtor.)
)

In re:) Chapter 11
)
Ocean Showboat, Inc.,) Case No. 15-01238 (ABG)
)
Tax I.D. 22-2500790)
Debtor.)
)

In re:) Chapter 11
)
Octavius Linq Holding Co., LLC,) Case No. 15-01246 (ABG)
)
Tax I.D. 45-1291316)
Debtor.)
)

In re:) Chapter 11
)
Parball Corporation,) Case No. 15-01240 (ABG)
)
Tax I.D. 88-0410530)
Debtor.)
)

In re:)
) Chapter 11
)
Parball Parent, LLC,) Case No. 15-01248 (ABG)
)
Tax I.D. N/A)
)
Debtor.)
)

In re:)
) Chapter 11
)
PH Employees Parent, LLC,) Case No. 15-01249 (ABG)
)
Tax I.D. No. N/A)
)
Debtor.)
)

In re:)
) Chapter 11
)
PHW Investments , LLC,) Case No. 15-01291 (ABG)
)
Tax I.D. No. 27-1478529)
)
Debtor.)
)

In re:)
) Chapter 11
)
PHW Las Vegas, LLC,) Case No. 15-01251 (ABG)
)
Tax I.D. 27-1407178)
)
Debtor.)
)

In re:)
) Chapter 11
)
PHW Manager, LLC,) Case No. 15-01312 (ABG)
)
Tax I.D. 27-1460235)
)
Debtor.)
)

In re:) Chapter 11
)
Players Bluegrass Downs, Inc.,) Case No. 15-01242 (ABG)
)
Tax I.D. 61-1250331)
Debtor.)

In re:) Chapter 11
)
Players Development, Inc.,) Case No. 15-01253 (ABG)
)
Tax I.D. 22-3452913)
Debtor.)

In re:) Chapter 11
)
Players Holding, LLC,) Case No. 15-01255 (ABG)
)
Tax I.D. 88-0346670)
Debtor.)

In re:) Chapter 11
)
Players International, LLC,) Case No. 15-01292 (ABG)
)
Tax I.D. 95-4175832)
Debtor.)

In re:) Chapter 11
)
Players LC, LLC,) Case No. 15-01307 (ABG)
)
Tax I.D. 22-3414663)
Debtor.)

In re:) Chapter 11
)
Players Maryland Heights Nevada, LLC,) Case No. 15-01257 (ABG)
)
Tax I.D. 88-0345262)
Debtor.)
)

In re:) Chapter 11
)
Players Resources, Inc.,) Case No. 15-01243 (ABG)
)
Tax I.D. 22-3409555)
Debtor.)
)

In re:) Chapter 11
)
Players Riverboat II, LLC,) Case No. 15-01309 (ABG)
)
Tax I.D. 72-1297055)
Debtor.)
)

In re:) Chapter 11
)
Players Riverboat Management, LLC,) Case No. 15-01226 (ABG)
)
Tax I.D. 88-0332373)
Debtor.)
)

In re:) Chapter 11
)
Players Riverboat, LLC,) Case No. 15-01228 (ABG)
)
Tax I.D. 88-0332372)
Debtor.)
)

In re:) Chapter 11
)
Players Services, Inc.,) Case No. 15-01229 (ABG)
)
Tax I.D. 22-3400988)
Debtor.)
)

In re:) Chapter 11
)
Reno Crossroads LLC,) Case No. 15-01293 (ABG)
)
Tax I.D. 22-3741494)
Debtor.)
)

In re:) Chapter 11
)
Reno Projects, Inc.,) Case No. 15-01245 (ABG)
)
Tax I.D. 88-0300954)
Debtor.)
)

In re:) Chapter 11
)
Rio Development Company, Inc.,) Case No. 15-01247 (ABG)
)
Tax I.D. 88-0220505)
Debtor.)
)

In re:) Chapter 11
)
Robinson Property Group Corp.,) Case No. 15-01250 (ABG)
)
Tax I.D. 64-0840031)
Debtor.)

In re:) Chapter 11
)
Roman Entertainment Corporation of) Case No. 15-01252 (ABG)
Indiana,)
)
Tax I.D. 95-4510681)
Debtor.)
)

In re:) Chapter 11
)
Roman Holding Corporation of Indiana,) Case No. 15-01254 (ABG)
)
Tax I.D. 95-4510678)
Debtor.)
)

In re:) Chapter 11
)
Showboat Atlantic City Mezz 1, LLC,) Case No. 15-01295 (ABG)
)
Tax I.D. 26-1305647)
Debtor.)
)

In re:) Chapter 11
)
Showboat Atlantic City Mezz 2, LLC,) Case No. 15-01296 (ABG)
)
Tax I.D. 26-1305702)
Debtor.)
)

In re:) Chapter 11
)
Showboat Atlantic City Mezz 3, LLC,) Case No. 15-01298 (ABG)
)
Tax I.D. 26-1305739)
Debtor.)
)

In re:) Chapter 11
Showboat Atlantic City Mezz 4, LLC,) Case No. 15-01300 (ABG)
Tax I.D. 26-1305784)
Debtor.)

In re:) Chapter 11
Showboat Atlantic City Mezz 5, LLC,) Case No. 15-01302 (ABG)
Tax I.D. 26-1305816)
Debtor.)

In re:) Chapter 11
Showboat Atlantic City Mezz 6, LLC,) Case No. 15-01303 (ABG)
Tax I.D. 26-1305847)
Debtor.)

In re:) Chapter 11
Showboat Atlantic City Mezz 7, LLC,) Case No. 15-01305 (ABG)
Tax I.D. 26-1305886)
Debtor.)

In re:) Chapter 11
Showboat Atlantic City Mezz 8, LLC,) Case No. 15-01306 (ABG)
Tax I.D. 26-1305920)
Debtor.)

In re:) Chapter 11
)
Showboat Atlantic City Mezz 9, LLC,) Case No. 15-01308 (ABG)
)
Tax I.D. 26-1305951)
Debtor.)
)

In re:) Chapter 11
)
Showboat Atlantic City Operating Company,) Case No. 15-01256 (ABG)
LLC,)
)
Tax I.D. 26-1305623)
Debtor.)
)

In re:) Chapter 11
)
Showboat Atlantic City Propco, LLC,) Case No. 15-01258 (ABG)
)
Tax I.D. 26-1305988)
Debtor.)
)

In re:) Chapter 11
)
Showboat Holding, Inc.,) Case No. 15-01261 (ABG)
)
Tax I.D. 26-2397971)
Debtor.)
)

In re:) Chapter 11
)
Southern Illinois Riverboat/Casino Cruises,) Case No. 15-01143 (ABG)
Inc.,)
)
Tax I.D. 37-1272361)
Debtor.)
)

In re:) Chapter 11
)
Tahoe Garage Propco, LLC,) Case No. 15-01310 (ABG)
)
Tax I.D. 26-1777697)
Debtor.)
)

In re:) Chapter 11
)
The Quad Manager, LLC,) Case No. 15-01294 (ABG)
)
Tax I.D. 38-3934293)
Debtor.)
)

In re:) Chapter 11
)
TRB Flamingo, LLC,) Case No. 15-01299 (ABG)
)
Tax I.D. 59-3797439)
Debtor.)
)

In re:) Chapter 11
)
Trigger Real Estate Corporation,) Case No. 15-01259 (ABG)
)
Tax I.D. 88-0398745)
Debtor.)
)

In re:) Chapter 11
)
Tunica Roadhouse Corporation,) Case No. 15-01260 (ABG)
)
Tax I.D. 04-3196700)
Debtor.)
)

<hr/>)
In re:		) Chapter 11
)
Village Walk Construction, LLC,		) Case No. 15-01304 (ABG)
)
Tax I.D. 37-1549893)
)
Debtor.)
<hr/>)
In re:		) Chapter 11
)
Winnick Holdings, LLC,		) Case No. 15-01311 (ABG)
)
Tax I.D. 42-1652004)
)
Debtor.)
<hr/>)
In re:		) Chapter 11
)
Winnick Parent, LLC,		) Case No. 15-01301 (ABG)
)
Tax I.D. 32-0136798)
)
Debtor.)
<hr/>)

DEBTORS' MOTION FOR ENTRY OF AN ORDER (I) DIRECTING JOINT ADMINISTRATION OF RELATED CHAPTER 11 CASES, AND (II) GRANTING RELATED RELIEF

The above-captioned debtors and debtors in possession (collectively, the "Debtors") file this motion (this "Motion") for entry of an order, substantially in the form attached hereto as **Exhibit A**, directing joint administration of these chapter 11 cases. In support of this Motion, the Debtors respectfully state as follows.

Jurisdiction

1. The United States Bankruptcy Court for the Northern District of Illinois (the "Court") has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2).

2. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

3. The statutory bases for the relief requested bases herein are section 101(2) of title 11 of the United States Code (the “Bankruptcy Code”), rule 1015(b) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and rules 1015-1 and 5005-3(D) of the Local Rules for the United States Bankruptcy Court for the Northern District of Illinois (the “Local Rules”).

Relief Requested

4. The Debtors request entry of an order (a) directing joint administration of these chapter 11 cases, and (b) granting related relief. Specifically, the Debtors request entry of a notice, substantially similar to the following, on the docket of each of the Debtors other than Caesars Entertainment Operating Company, Inc. to reflect the joint administration of these chapter 11 cases:

An order has been entered in accordance with rule 1015(b) of the Federal Rules of Bankruptcy Procedure directing the procedural consolidation and joint administration of these chapter 11 cases of Caesars Entertainment Operating Company, Inc. and its affiliated debtors. All further pleadings and other papers shall be filed in, and all further docket entries shall be made in, Case No. 15-01145 (ABG).

5. The Debtors also request that the Court maintain one file and one docket for all of the jointly-administered cases under the case of Caesars Entertainment Operating Company, Inc. and that the cases be administered under a consolidated caption, as follows:

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

)	
In re:	)	Chapter 11
)	
CAESARS ENTERTAINMENT OPERATING COMPANY, INC., <u>et al.</u> , ¹	)	Case No. 15-01145 (ABG)
)	
Debtors.	)	(Jointly Administered)
)	

Background²

6. Caesars Entertainment Operating Company, Inc. (“CEOC”), together with its Debtor and non-Debtor subsidiaries, provides casino entertainment services and owns, operates, or manages 38 gaming and resort properties in 14 states and five countries, operating primarily under the Caesars[®], Harrahs[®], and Horseshoe[®] brand names. The Debtors represent the largest, majority-owned operating subsidiary of Caesars Entertainment Corporation (“CEC”), a publicly traded company that is the world’s most diversified casino-entertainment provider. CEC, through its ownership and economic interests in CEOC, Caesars Entertainment Resort Properties (“CERP”), and Caesars Growth Partners (“CGP”), owns, operates, or manages 50 casinos in 14 U.S. states and 5 countries, covering 3 million square feet of gaming space, 42,000 hotel rooms, 45 million customer loyalty program participants, and 68,000 employees.

¹ The last four digits of Caesars Entertainment Operating Company, Inc.’s tax identification number are 1623. Due to the large number of Debtors in these chapter 11 cases, for which the Debtors have requested joint administration, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ proposed claims and noticing agent at <https://cases.primeclerk.com/CEOC>.

² The facts and circumstances supporting this Motion are set forth in the *Declaration of Randall S. Eisenberg, Chief Restructuring Officer of Caesars Entertainment Operating Company, Inc., in Support of First Day Pleadings* (the “First Day Declaration”), filed contemporaneously herewith.

7. The Debtors employ approximately 32,000 people through geographically diverse operations throughout the United States, including seven regional casino properties located in the Midwest (across Illinois, Indiana, Iowa, and Missouri); six regional casino properties located in the Southeast (throughout Louisiana, Mississippi, and North Carolina); four casinos located in Arizona, California, Maryland, and Pennsylvania; four casinos located in Nevada, including the world famous Caesars Palace at the heart of the Las Vegas Strip; and two casinos located in Atlantic City, New Jersey. On a consolidated basis, CEOC and its subsidiaries reported approximately \$993 million of Adjusted EBITDA on net revenues of approximately \$5.4 billion for the twelve months ending September 30, 2014.

8. On the date hereof (the "Petition Date"), each of the Debtors filed a petition with this Court under chapter 11 of the Bankruptcy Code. The Debtors continue to operate their businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. Concurrently with the filing of this Motion, the Debtors requested procedural consolidation and joint administration of these chapter 11 cases pursuant to Bankruptcy Rule 1015(b). No party has requested the appointment of a trustee or examiner in these chapter 11 cases, and no committees have been appointed or designated.

Basis for Relief

9. Bankruptcy Rule 1015(b) provides for procedural consolidation of cases involving two or more related debtors. Specifically, Bankruptcy Rule 1015(b) provides, in pertinent part, that "[i]f . . . two or more petitions are pending in the same court by or against . . . a debtor and an affiliate, the court may order a joint administration of the estates." In addition, Local Rule 1015-1 provides that "[t]wo or more cases are related if . . . the cases involve persons or entities that are affiliates as defined in § 101(2) of the Bankruptcy Code."

The Debtors are affiliates within the meaning of the Bankruptcy Code. Accordingly, the Debtors' cases are related and this Court is authorized to grant the relief requested herein.

10. Joint administration generally is non-controversial, and courts in this district routinely order joint administration in related cases. See, e.g., In re ITR Concession Co., No. 14-34284 (PSH) (Bankr. N.D. Ill. Sept. 23, 2014); In re NNN 123 N. Wacker, LLC, No. 13-39210 (JBS) (Bankr. N.D. Ill. Nov. 21, 2013); In re Edison Mission Energy, No. 12-49219 (JPC) (Bankr. N.D. Ill. Dec. 18, 2012); In re Play Soccer Chicago LLC, No. 12 30760 (ERW) (Bankr. N.D. Ill. Aug. 29, 2012); In re Shorebank Corp., No. 12-00581 (ABG) (Bankr. N.D. Ill. Jan. 11, 2012).³

11. As set forth in the First Day Declaration, given the integrated nature of the Debtors' operations, joint administration of these chapter 11 cases will provide significant administrative convenience. Many of the motions, hearings, and orders that will arise in these chapter 11 cases will affect each and every Debtor entity. The entry of an order directing joint administration of these chapter 11 cases will reduce fees and costs by avoiding duplicative filings and objections. Joint administration will also allow the Office of the United States Trustee for the Northern District of Illinois, the Court, and all parties in interest to monitor these chapter 11 cases with greater ease and efficiency.

12. Moreover, joint administration will not adversely affect the Debtors' respective constituencies because this Motion requests only administrative, not substantive, consolidation of the estates. Thus, parties in interest will not be harmed by the relief requested, but instead, will benefit from the cost reductions and avoidance of confusion or potential misfilings in erroneous cases associated with the joint administration of these chapter 11 cases. Accordingly, the

³ Because of the voluminous nature of the orders cited herein, such orders have not been attached to this Motion. Copies of these orders are available upon request to the Debtors' proposed counsel.

Debtors submit that the joint administration of these chapter 11 cases is in the best interests of their estates, their creditors, and all other parties in interest.

Notice

13. The Debtors have provided notice of this Motion to: (a) the Office of the United States Trustee for the Northern District of Illinois; (b) the entities listed on the Consolidated List of Creditors Holding the 50 Largest Unsecured Claims; (c) the administrative agent for the Debtors' credit facility; (d) the indenture trustees for each of the Debtors' secured and unsecured notes; (e) counsel to certain holders of claims against the Debtors regarding each of the foregoing referenced in clauses (c) and (d); (f) the state attorneys general for states in which the Debtors conduct business; (g) the Office of the United States Attorney for the Northern District of Illinois; (h) the Internal Revenue Service; (i) the Securities and Exchange Commission; (j) the gaming commissions for each of the states in which the Debtors operate or manage a casino; (k) counsel to CEC; and (l) any party that has requested notice pursuant to Bankruptcy Rule 2002. The Debtors submit that, in light of the nature of the relief requested, no other or further notice need be given.

Waiver of Page Limit Restrictions

14. Given the complexity of issues addressed herein, the Debtors respectfully requests that the fifteen page limit established by Local Rule 5005-3(D) be waived for this Motion.

No Prior Request

15. No prior request for the relief sought in this Motion has been made to this or any other court.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

WHEREFORE, the Debtors respectfully request entry of an order, substantially in the form attached hereto as **Exhibit A**, granting the relief requested herein and granting such other relief as is just and proper.

Dated: January 15, 2015
Chicago, Illinois

/s/ David R. Seligman, P.C.

James H.M. Sprayregen, P.C.

David R. Seligman, P.C.

KIRKLAND & ELLIS LLP

KIRKLAND & ELLIS INTERNATIONAL LLP

300 North LaSalle

Chicago, Illinois 60654

Telephone: (312) 862-2000

Facsimile: (312) 862-2200

- and -

Paul M. Basta, P.C.

Nicole L. Greenblatt

KIRKLAND & ELLIS LLP

KIRKLAND & ELLIS INTERNATIONAL LLP

601 Lexington Avenue

New York, New York 10022-4611

Telephone: (212) 446-4800

Facsimile: (212) 446-4900

*Proposed Counsel to the Debtors
and Debtors in Possession*

EXHIBIT A

Proposed Order

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

In re:)	
	)	Chapter 11
)	
CAESARS ENTERTAINMENT OPERATING	)	Case No. 15-01145 (ABG)
COMPANY, INC., <u>et al.</u> , ¹)	
)	
Debtors.	)	(Joint Administration Requested)
)	
	)	Re: Docket No. ___

**ORDER (I) DIRECTING JOINT ADMINISTRATION OF
RELATED CHAPTER 11 CASES, AND (II) GRANTING RELATED RELIEF**

Upon the motion (the "Motion") of the above-captioned debtors and debtors in possession (collectively, the "Debtors") for entry of an order (this "Order") (a) directing joint administration of these chapter 11 cases, and (b) granting related relief, all as more fully set forth in the Motion; and upon the First Day Declaration; and the Court having found that the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and the Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and the Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having found that the relief requested in the Motion is in the best interests of the Debtors' estates, their creditors, and other parties in interest; and the Court having found that the Debtors provided appropriate notice of the Motion and the opportunity for a hearing on the Motion under the circumstances; and the Court having reviewed the Motion and

¹ The last four digits of Caesars Entertainment Operating Company, Inc.'s tax identification number are 1623. The location of the Debtors' service address is One Caesars Palace Drive, Las Vegas, Nevada 89109. Due to the large number of Debtors in these chapter 11 cases, for which the Debtors have requested joint administration, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors' proposed claims and noticing agent at <https://cases.primeclerk.com/CEOC>.

having heard the statements in support of the relief requested therein at a hearing before the Court (the “Hearing”); and the Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before the Court; and after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

1. The Motion is granted as set forth herein. Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion.
2. The above-captioned chapter 11 cases are consolidated for procedural purposes only and shall be jointly administered by this Court under Case No. 15-01145 (ABG).
3. The caption of the jointly administered cases shall read as follows:

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

In re:)	
	)	Chapter 11
)	
CAESARS ENTERTAINMENT OPERATING COMPANY, INC., <u>et al.</u> , ²	)	Case No. 15-01145 (ABG)
)	
Debtors.	)	(Jointly Administered)
)	

4. A docket entry shall be made in each of the above-captioned cases substantially as follows:

An order has been entered in accordance with rule 1015(b) of the Federal Rules of Bankruptcy Procedure directing the procedural consolidation and joint administration of these chapter 11 cases of

² The last four digits of Caesars Entertainment Operating Company, Inc.’s tax identification number are 1623. Due to the large number of Debtors in these chapter 11 cases, for which the Debtors have requested joint administration, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ proposed claims and noticing agent at <https://cases.primeclerk.com/CEOC>.

Caesars Entertainment Operating Company, Inc. and its affiliated debtors. All further pleadings and other papers shall be filed in, and all further docket entries shall be made in, Case No. 15-01145 (ABG).

5. The Clerk of the United States Bankruptcy Court for the Northern District of Illinois (the "Clerk's Office") shall maintain one consolidated docket and one file for these chapter 11 cases. The Debtors' notice, claims, and solicitation agent shall maintain one consolidated service list on behalf of the Clerk's Office.

6. Nothing contained in the Motion or this order shall be deemed or construed as directing or otherwise effecting a substantive consolidation of the Debtors' chapter 11 cases.

7. Notwithstanding Local Rule 5005-3(D), the Debtors are authorized to file the Motion in an amount exceeding 15 pages without filing a separate motion for relief.

8. The Debtors are authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Motion.

9. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Dated: _____, 2015
Chicago, Illinois

United States Bankruptcy Judge