

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

In re:)	Chapter 11
)	
CAESARS ENTERTAINMENT)	Case No. 15-01145 (ABG)
OPERATING COMPANY, INC., <i>et al.</i> ¹)	
)	(Jointly Administered)
Debtors.)	
)	Re: Docket No. <u>1882</u>

**ORDER APPROVING THE FIRST AND FINAL APPLICATION OF
DLA PIPER LLP (US) FOR ALLOWANCE OF COMPENSATION FOR
SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES
INCURRED AS SPECIAL CONFLICTS COUNSEL TO THE DEBTORS
AND DEBTORS IN POSSESSION DURING THE PERIOD
JANUARY 15, 2015 THROUGH MAY 31, 2015**

Upon the application (the "Fee Application")² of DLA Piper LLP (US) ("DLA Piper"), special conflicts counsel to the above-captioned debtors and debtors in possession (the "Debtors"), pursuant to section 330 of the Bankruptcy Code, Federal Rule 2016, and Local Rule 5082-1, for approval, allowance, and payment of compensation of fees for actual and necessary professional services totaling \$266,129.00 rendered during the period from January 15, 2015 through May 31, 2015 (the "Application Period") and reimbursement of actual and necessary expenses totaling \$1,348.71 incurred during the Application Period; and the Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and consideration of the Fee Application and the relief requested therein being a core proceeding pursuant to 28 U.S.C. §157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Fee Application having been provided to the necessary parties; and

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 jointly-administered chapter 11 cases, 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' claims and noticing agent at <https://cases.primeclerk.com/CEOC>.

² Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Fee Application.

it appearing that no other or further notice need be provided; and a hearing having been held to consider the relief requested in the Fee Application (the "Hearing"); and the appearances of all interested parties having been noted on the record of the Hearing; and upon the record of the Hearing and all of the proceedings had before the Court; and the Court having determined that the relief sought in the Fee Application is in the best interests of the Debtors, their creditors, and all parties in interest; and the Court having determined that the legal and factual bases set forth in the Fee Application establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefore, it is hereby:

ORDERED THAT:


1. The Fee Application is approved, and the fees and expenses requested in the Fee Application are allowed on a final basis in the amount of ~~\$266,129.00~~ ^{\$184,120.25} for payment of compensation and \$1,348.71 for reimbursement for expenses incurred by DLA Piper as special conflicts counsel to the Debtors during the Application Period.

2. The Debtors are authorized and directed to pay DLA Piper's approved fees and expenses for the Application Period, less any amounts previously or hereafter paid for such fees and expenses under the terms of the Interim Compensation Procedures Order.

3. The Debtors are authorized and directed to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Fee Application.

4. Notwithstanding Bankruptcy Rule 6004, this Order shall be immediately effective and enforceable upon its entry, and the Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation and enforcement of this Order.

Dated: 18 NOV 2015
Chicago, Illinois


The Honorable A. Benjamin Goldgar
United States Bankruptcy Judge