

BEFORE THE NEVADA GAMING COMMISSION
AND THE STATE GAMING CONTROL BOARD

In the Matter of

CAESARS ENTERTAINMENT CORPORATION (fka Harrah's Entertainment, Inc.), and
CAESARS OPERATING COMPANY, INC. (fka Harrah's Operating Company, Inc.)

(Delayed Public Offering)

ORDER

THIS MATTER came on regularly for hearing before the State Gaming Control Board ("Board") on November 5, 2008, and before the Nevada Gaming Commission ("Commission") on November 20, 2008, in Las Vegas, Nevada; and

THE BOARD AND COMMISSION having considered all information pertinent hereto;

IT IS HEREBY ORDERED BY THE NEVADA GAMING COMMISSION UPON THE RECOMMENDATION OF THE STATE GAMING CONTROL BOARD:

1. THAT the following applications, as amended and supplemented, have been filed:

a. The applications of Caesars Entertainment Corporation and Caesars Operating Company, Inc., for a two year approval of a continuous or delayed public offering by them or any affiliated company wholly-owned by them which is or would thereby become a publicly traded corporation ("Affiliate"),

b. The applications of Caesars Entertainment Corporation for approval to place restrictions upon the transfer of, and to enter into agreements not to encumber, the equity securities of Caesars Operating Company, Inc., Flamingo Las Vegas Holding, Inc., Rio

Properties, Inc., Harrah's Las Vegas, Inc., Harrah's Laughlin, Inc. and Paris Las Vegas Holding, Inc. in conjunction with a continuous or delayed public offering,

c. The applications of Caesars Operating Company, Inc., for approval to place restrictions upon the transfer of, and to enter into agreements not to encumber, the equity securities of Caesars World, Inc., Parball Corporation, Harrah's Imperial Palace Corp., HTM Holding, Inc. and Consolidated Supplies, Services and Systems in conjunction with a continuous or delayed public offering,

d. The application of Caesars World, Inc. for approval to place restrictions upon the transfer of, and to enter into agreements not to encumber, the equity securities of Caesars Palace Corporation in conjunction with a continuous or delayed public offering,

e. The application of Caesars Palace Corporation for approval to place restrictions upon the transfer of, and to enter into agreements not to encumber, the equity securities of Desert Palace, Inc. in conjunction with a continuous or delayed public offering,

f. The application of Desert Palace, Inc. for approval to place restrictions upon the transfer of, and to enter into agreements not to encumber, the equity securities of Tele/Info, Inc. in conjunction with a continuous or delayed public offering,

g. The application of HTM Holding, Inc. for approval to place restrictions upon the transfer of, and to enter into agreements not to encumber, the equity securities of Harveys Tahoe Management Company, Inc. in conjunction with a continuous or delayed public offering,

h. The applications of Caesars Operating Company, Inc., Desert Palace, Inc., Tele/Info, Inc., Parball Corporation, Harrah's Imperial Palace Corp., Harveys Tahoe Management Company, Inc., Consolidated Supplies, Services and Systems, Rio Properties, Inc., Harrah's Las Vegas, Inc. and Harrah's Laughlin, Inc. for approval to guarantee securities and hypothecate assets in conjunction with a continuous or delayed public offering.

2. THAT for a period of two years, Caesars Entertainment Corporation, Caesars Operating Company, Inc., and its Affiliate(s) are granted approval, pursuant to NGC Regulation 16.115, to make public offerings, subject to the following conditions:

a. That at all times during the two year period, Caesars Entertainment Corporation, Caesars Operating Company, Inc., and its Affiliate(s) shall timely file all reports required by Section 13 or Section 15(d) of the Securities Exchange Act of 1934, as amended;

b. That upon filing documents with the United States Securities and Exchange Commission ("SEC") regarding the sale of any securities for which approval would otherwise be required, Caesars Entertainment Corporation, Caesars Operating Company, Inc., and its Affiliate(s) shall contemporaneously provide written notice and copies of such documents to the Board's Corporate Securities Division, and shall keep said Division continuously and promptly informed as to the progress of any public offering made hereunder and as to any other event that would have a material effect on Caesars Entertainment Corporation, Caesars Operating Company, Inc., or its subsidiaries, which would be subject to reporting on SEC Form 8-K; and

c. That the approval herein granted may be rescinded without prior notice upon the issuance of an interlocutory stop order by the Chairman of the Board. Said interlocutory stop order, if issued, shall remain in effect until the interlocutory stop order is lifted by the Commission upon such terms as are satisfactory to the Commission.

d. THAT the approval to make public offerings granted herein to Caesars Entertainment Corporation, Caesars Operating Company, Inc. and its affiliates is limited to the issuance or sale of public debt securities.

3. THAT the Commission hereby delegates to the Chairman of the Board the authority to issue interlocutory stop orders for any cause deemed reasonable by the Chairman, which shall remain in effect until lifted by the Commission as provided in Paragraph 2(c) above.

4. THAT for a period of two years, Caesars Entertainment Corporation is granted approval, pursuant to NGC Regulations 15.510.1-4 and 15.585.7-3, as applicable, to place restrictions upon the transfer of, and to enter into agreements not to encumber, the equity securities of Caesars Operating Company, Inc., Flamingo Las Vegas Holding, Inc., Rio Properties, Inc., Harrah's Las Vegas, Inc., Harrah's Laughlin, Inc. and Paris Las Vegas Holding, Inc. in conjunction with a public offering made under the approval granted by Paragraph 2 of this Order.

5. THAT for a period of two years, Caesars Operating Company, Inc., is granted approval, pursuant to NGC Regulations 15.510.1-4 and 15.585.7-3, as applicable, to place restrictions upon the transfer of, and to enter into agreements not to encumber, the equity securities of Caesars World, Inc., Parball Corporation, Harrah's Imperial Palace Corp., HTM Holding, Inc. and Consolidated Supplies, Services and Systems in conjunction with a public offering made under the approval granted by Paragraph 2 of this Order.

6. THAT for a period of two years, Caesars World, Inc. is granted approval, pursuant to NGC Regulation 15.585.7-3, to place restrictions upon the transfer of, and to enter into agreements not to encumber, the equity securities of Caesars Palace Corporation in conjunction with a public offering made under the approval granted by Paragraph 2 of this Order.

7. THAT for a period of two years, Caesars Palace Corporation is granted approval, pursuant to NGC Regulations 15.510.1-4 and 15.585.7-3, as applicable, to place restrictions upon the transfer of, and to enter into agreements not to encumber, the equity securities of Desert Palace, Inc., in conjunction with a public offering made under the approval granted by Paragraph 2 of this Order.

8. THAT for a period of two years, Desert Palace, Inc. is granted approval, pursuant to NGC Regulation 15.510.1-4, to place restrictions upon the transfer of, and to enter into agreements not to encumber, the equity securities of Tele/Info., Inc., in conjunction with a public offering made under the approval granted by Paragraph 2 of this Order.

9. THAT for a period of two years, HTM Holding, Inc., is granted approval, pursuant to NGC Regulation 15.510.1-4, to place restrictions upon the transfer of, and to enter into agreements not to encumber, the equity securities of Harveys Tahoe Management Company, Inc. in conjunction with a public offering made under the approval granted by Paragraph 2 of this Order.

10. THAT for a period of two years, Caesars Operating Company, Inc., Desert Palace, Inc., Tele/Info, Inc., Parball Corporation, Harrah's Imperial Palace Corp., Harveys Tahoe Management Company, Inc., Consolidated Supplies, Services and Systems, Rio Properties, Inc., Harrah's Las Vegas, Inc. and Harrah's Laughlin, Inc. are each granted approval, pursuant to NGC Regulation 16.100(1), to guarantee securities issued by Caesars Entertainment Corporation, Caesars Operating Company, Inc., or its Affiliate(s) in conjunction with a public offering made under the approval granted by Paragraph 2 of this Order, and to hypothecate their assets to secure the payment or performance of obligations evidenced by securities issued by Caesars Entertainment Corporation, Caesars Operating Company, Inc., or its Affiliate(s) in conjunction with a public offering made under the approval granted by Paragraph 2 of this Order.

ENTERED in Las Vegas, Nevada, this 20th day of November 2008.