

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:) Chapter 11
)
TROPICANA ENTERTAINMENT, LLC, <i>et al.</i> , ¹) Case No. 08-10856 (KJC)
)
Debtors.) Jointly Administered
)
) Re: Docket Nos. 1866, 1953, and 1963

**THIRD NOTICE OF AMENDMENT TO PLAN SUPPLEMENT IN SUPPORT
OF DEBTORS' FIRST AMENDED JOINT PLAN OF REORGANIZATION OF
TROPICANA ENTERTAINMENT, LLC AND CERTAIN OF ITS DEBTOR
AFFILIATES UNDER CHAPTER 11 OF THE BANKRUPTCY CODE
AND NOTICE OF AMENDED DISCLOSURES WITH RESPECT TO
DIRECTORS & OFFICERS AND INSIDERS IN ACCORDANCE WITH
SECTION 1129(A)(5) OF THE BANKRUPTCY CODE**

PLEASE TAKE NOTICE that on April 10, 2009, debtor Tropicana Entertainment, LLC and certain of its debtor affiliates, the above-captioned debtors and debtors in possession (collectively, the "OpCo Debtors") filed their *Plan Supplement in Support of Debtors' First Amended Joint Plan of Reorganization of Tropicana Entertainment, LLC and Certain of Its Debtor Affiliates Under Chapter 11 of the Bankruptcy Code* [Docket No. 1866] (the "Plan Supplement").

¹ The OpCo Debtors in these Chapter 11 Cases, along with the last four digits of each OpCo Debtor's federal tax identification number, are: Adamar Garage Corporation (1225); Argosy of Louisiana, Inc. (5121); Atlantic-Deauville Inc. (2629); Aztar Corporation (6534); Aztar Development Corporation (0834); Aztar Indiana Gaming Company, LLC (5060); Aztar Indiana Gaming Corporation (1802); Aztar Missouri Gaming Corporation (8819); Aztar Riverboat Holding Company, LLC (5055); Catfish Queen Partnership in Commendam (4791); Centroplex Centre Convention Hotel, L.L.C. (2613); Columbia Properties Laughlin, LLC (9651); Columbia Properties Tahoe, LLC (1611); Columbia Properties Vicksburg, LLC (0199); CP Baton Rouge Casino, L.L.C. (9608); CP Laughlin Realty, LLC (9621); Jazz Enterprises, Inc. (4771); JMBS Casino LLC (6282); Ramada New Jersey Holdings Corporation (4055); Ramada New Jersey, Inc. (5687); St. Louis Riverboat Entertainment, Inc. (3514); Tahoe Horizon, LLC (9418); Tropicana Entertainment Holdings, LLC (9131); Tropicana Entertainment Intermediate Holdings, LLC (9214); Tropicana Entertainment, LLC (9263); Tropicana Express, Inc. (0806); and Tropicana Finance Corp. (4040). The location of the OpCo Debtors' corporate headquarters and the service address for all OpCo Debtors is: 3930 Howard Hughes Parkway, 4th Floor, Las Vegas, Nevada 89169.



PLEASE TAKE FURTHER NOTICE that on May 1, 2009, the OpCo Debtors filed their *Notice of Amendment to Plan Supplement in Support of Debtors' First Amended Joint Plan of Reorganization of Tropicana Entertainment, LLC and Certain of Its Debtor Affiliates Under Chapter 11 of the Bankruptcy Code and Disclosures with Respect to Directors & Officers and Insiders in Accordance with Section 1129(a)(5) of the Bankruptcy Code* [Docket No. 1953] (the "First Amendment to the Plan Supplement").

PLEASE TAKE FURTHER NOTICE that on May 1, 2009, the OpCo Debtors filed their *Second Notice of Amendment to Plan Supplement in Support of Debtors' First Amended Joint Plan of Reorganization of Tropicana Entertainment, LLC and Certain of Its Debtor Affiliates Under Chapter 11 of the Bankruptcy Code* [Docket No. 1963].

PLEASE TAKE FURTHER NOTICE that attached hereto are the following amended and supplemented exhibits to the Plan Supplement:

- **Exhibit A:** The agreements set forth on this exhibit (the "Contracts and Leases to Be Assumed") were previously listed on the List of Executory Contracts and Unexpired Leases to Be Assumed by the OpCo Debtors, attached as Exhibit 6 to the Plan Supplement and were to be deemed assumed on the Effective Date. The OpCo Debtors have determined to reject the Contracts and Leases to Be Assumed. Consequently, the OpCo Debtors hereby withdraw the Contracts and Leases to Be Assumed from Exhibit 6 to the Plan Supplement and, instead, hereby include the Contracts and Leases to Be Assumed as an additional supplement to the List of Rejected Executory Contracts and Unexpired Leases, attached as Exhibit 7 to the Plan Supplement. The Contracts and Leases to Be Assumed shall be deemed rejected on the Effective Date.
- **Exhibit B:** Amended Disclosures with Respect to Directors, Officers, and Insiders in Accordance with Section 1129(a)(5) of the Bankruptcy Code (Exhibit J to the First Amendment to the Plan Supplement), attached hereto as a clean document (Exhibit B-1) and in redline form against the version previously filed with the Court as Exhibit J to the First Amendment to the Plan Supplement (Exhibit B-2).²

² Nothing herein is or shall be deemed to be an agreement or concession that section 1129(a)(5) of the Bankruptcy code requires disclosure of the information set forth on Exhibit B.

Dated: October 7, 2009
Wilmington, Delaware

RICHARDS, LAYTON & FINGER, P.A.

/s/ Lee E. Kaufman

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- and -

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Co-Counsel for the Debtors and Debtors in Possession

EXHIBIT A

Supplemental Schedule of Executory Contracts and Unexpired Leases to Be Rejected

Tropicana Entertainment, LLC et al.

Supplemental Schedule of Executory Contracts and Unexpired Leases to Be Rejected

Contract ID	Debtor Entity	Counterparty Name and Address	Agreement Description	Dated
1576	Tahoe Horizon, LLC	AC COIN NEVADA 1120 PALMS AIRPORT DR LAS VEGAS, NV 89119	21 Madness License	11/26/1997
1572	Tahoe Horizon, LLC	AC COIN NEVADA 1120 PALMS AIRPORT DR LAS VEGAS, NV 89119	Addendum 21 Madness License	3/16/1999
1575	Tahoe Horizon, LLC	AC COIN NEVADA 1120 PALMS AIRPORT DR LAS VEGAS, NV 89119	Addendum 21 Madness License	12/1/1997
1574	Tahoe Horizon, LLC	AC COIN NEVADA 1120 PALMS AIRPORT DR LAS VEGAS, NV 89119	Crap Shoot Table License Agreement	11/26/1997
1573	Tahoe Horizon, LLC	AC COIN NEVADA 1120 PALMS AIRPORT DR LAS VEGAS, NV 89119	License 21 Madness Kit	9/23/1997
1577	Tahoe Horizon, LLC	ARISTOCRAT GAMING 7230 AMIGO STREET LAS VEGAS, NV 89119	Slot Contract - MAV 500 Cabinets	11/4/2004
1508	Tahoe Horizon, LLC	ARISTOCRAT GAMING 7230 AMIGO STREET LAS VEGAS, NV 89119	Slot Contract - Millioniser	4/14/2004
1511	Tahoe Horizon, LLC	ARISTOCRAT GAMING 7230 AMIGO STREET LAS VEGAS, NV 89119	Slot Contract - Sopranos	2/20/2008
1507	Tahoe Horizon, LLC	ARISTOCRAT GAMING 7230 AMIGO STREET LAS VEGAS, NV 89119	Slot Contract - Zorro	11/21/2005
1514	Tahoe Horizon, LLC	ATRONIC 16537 N 92ND STREET SCOTTSDALE, AZ 85260	Cash Fever Agreement	7/11/2006
1517	Tahoe Horizon, LLC	ATRONIC 16537 N 92ND STREET SCOTTSDALE, AZ 85260	Cash Fever Agreement	7/8/2006

Tropicana Entertainment, LLC et al.

Supplemental Schedule of Executory Contracts and Unexpired Leases to Be Rejected

Contract ID	Debtor Entity	Counterparty Name and Address	Agreement Description	Dated
1513	Tahoe Horizon, LLC	ATRONIC 16537 N 92ND STREET SCOTTSDALE, AZ 85260	Deal or No Deal Agreement	7/11/2006
1518	Tahoe Horizon, LLC	ATRONIC 16537 N 92ND STREET SCOTTSDALE, AZ 85260	Game Lease License Agreement	7/11/2006
1512	Tahoe Horizon, LLC	ATRONIC 16537 N 92ND STREET SCOTTSDALE, AZ 85260	Game of Life Agreement	7/11/2006
1519	Tahoe Horizon, LLC	ATRONIC 16537 N 92ND STREET SCOTTSDALE, AZ 85260	Game of Life Agreement	10/20/2006
1516	Tahoe Horizon, LLC	ATRONIC 16537 N 92ND STREET SCOTTSDALE, AZ 85260	Titans Agreement	7/11/2006
1515	Tahoe Horizon, LLC	ATRONIC 16537 N 92ND STREET SCOTTSDALE, AZ 85260	Titans Agreement	6/6/2002
1525	Tahoe Horizon, LLC	BALLY GAMING SYSTEMS P.O. BOX 98577 LAS VEGAS, NV 89193	Slot Contract - Big Slot	2/7/2005
1521	Tahoe Horizon, LLC	BALLY GAMING SYSTEMS P.O. BOX 98577 LAS VEGAS, NV 89193	Slot Contract - Golden Monkey	4/27/2007
1530	Tahoe Horizon, LLC	BALLY GAMING SYSTEMS P.O. BOX 98577 LAS VEGAS, NV 89193	Slot Contract - Hot Shots	8/24/2006
1526	Tahoe Horizon, LLC	BALLY GAMING SYSTEMS P.O. BOX 98577 LAS VEGAS, NV 89193	Slot Contract - Millionaire Sevens	5/1/2001
1527	Tahoe Horizon, LLC	BALLY GAMING SYSTEMS P.O. BOX 98577 LAS VEGAS, NV 89193	Slot Contract - Monte Carlo	1/17/2002

Tropicana Entertainment, LLC et al.

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Contract ID	Debtor Entity	Counterparty Name and Address	Agreement Description	Dated
1528	Tahoe Horizon, LLC	BALLY GAMING SYSTEMS P.O. BOX 98577 LAS VEGAS, NV 89193	Slot Contract - Playboy	5/22/2003
1524	Tahoe Horizon, LLC	BALLY GAMING SYSTEMS P.O. BOX 98577 LAS VEGAS, NV 89193	Slot Contract - QuarterMillions	6/20/2006
1529	Tahoe Horizon, LLC	BALLY GAMING SYSTEMS P.O. BOX 98577 LAS VEGAS, NV 89193	Slot Contract - QuarterMillions	8/27/2004
1522	Tahoe Horizon, LLC	BALLY GAMING SYSTEMS P.O. BOX 98577 LAS VEGAS, NV 89193	Slot Contract - Reel Winners	4/27/2007
1579	Tahoe Horizon, LLC	CUMMINS-ALLISON CORP P.O. BOX 339 MT. PROSPECT, IL 60056	Coin Counter Maintenance Agreement	8/22/2006
1597	Tahoe Horizon, LLC	ECONOMY WINDOW CLEANERS PO BOX 3255 STATELINE, NV 89449	Window Cleaning Agreement	11/30/2005
1606	Tahoe Horizon, LLC	GAMING ENTERTAINMENT, INC. PO BOX 30850 LAS VEGAS, NV 89103	Lease Multi Game Promo Pack	11/30/2007
1567	Tahoe Horizon, LLC	GAMING ENTERTAINMENT, INC. PO BOX 30850 LAS VEGAS, NV 89103	Mini Pai Gow Package Agreement	12/21/2007
1583	Tahoe Horizon, LLC	GLOBAL CASH ACCESS 3525 E POST RD - STE 120 LAS VEGAS, NV 89120	Service Agreement	7/5/2006
1569	Tahoe Horizon, LLC	GLOBAL PAYMENTS CHECK SERV INC PO BOX 66700 CHICAGO, IL 60666	Check Guarantee Agreement	11/29/2005
1842	Columbia Properties Tahoe, LLC	HASLER FINANCIAL SERVICES, LLC ATTN PAT AMUROSO 3400 BRIDGE PARKWAY STE 201 REDWOOD CITY, CA 94065	Lease Agreement	4/15/2008

Tropicana Entertainment, LLC et al.

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Contract ID	Debtor Entity	Counterparty Name and Address	Agreement Description	Dated
1586	Tahoe Horizon, LLC	HOSPITALITY NETWORK 706 VALLE VERDE COURT HENDERSON, NV 89014	In Room Telecom Service Agreement	9/26/1995
1563	Tahoe Horizon, LLC	IGT 9295 PROTOTYPE DRIVE RENO, NV 89512	License Agreement	12/26/2006
1555	Tahoe Horizon, LLC	IGT 9295 PROTOTYPE DRIVE RENO, NV 89512	Slot Contract - Animal House	9/9/2004
1561	Tahoe Horizon, LLC	IGT 9295 PROTOTYPE DRIVE RENO, NV 89512	Slot Contract - Beverly Hill Billies	6/16/2006
1548	Tahoe Horizon, LLC	IGT 9295 PROTOTYPE DRIVE RENO, NV 89512	Slot Contract - Diamond Cinema Nickel	3/22/2002
1546	Tahoe Horizon, LLC	IGT 9295 PROTOTYPE DRIVE RENO, NV 89512	Slot Contract - Fort Knox Frog Prince	2/11/2005
1562	Tahoe Horizon, LLC	IGT 9295 PROTOTYPE DRIVE RENO, NV 89512	Slot Contract - I Dream of Genie Your Wish	6/19/2006
1559	Tahoe Horizon, LLC	IGT 9295 PROTOTYPE DRIVE RENO, NV 89512	Slot Contract - I Love Lucy	9/9/2004
1539	Tahoe Horizon, LLC	IGT 9295 PROTOTYPE DRIVE RENO, NV 89512	Slot Contract - Indiana Jones Raiders Wheel	12/19/2006
1570	Tahoe Horizon, LLC	IGT 9295 PROTOTYPE DRIVE RENO, NV 89512	Slot Contract - Indiana Jones Temple of Doom	7/11/2007
1557	Tahoe Horizon, LLC	IGT 9295 PROTOTYPE DRIVE RENO, NV 89512	Slot Contract - Jeopardy	6/10/2004

Tropicana Entertainment, LLC et al.

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Contract ID	Debtor Entity	Counterparty Name and Address	Agreement Description	Dated
1533	Tahoe Horizon, LLC	IGT 9295 PROTOTYPE DRIVE RENO, NV 89512	Slot Contract - Jokers Wild Jr	5/3/2007
1534	Tahoe Horizon, LLC	IGT 9295 PROTOTYPE DRIVE RENO, NV 89512	Slot Contract - Marilyn Wheel	1/12/2007
1544	Tahoe Horizon, LLC	IGT 9295 PROTOTYPE DRIVE RENO, NV 89512	Slot Contract - Match and Win	10/7/2005
1550	Tahoe Horizon, LLC	IGT 9295 PROTOTYPE DRIVE RENO, NV 89512	Slot Contract - Megabucks Progressive Agreement	1/21/2008
1551	Tahoe Horizon, LLC	IGT 9295 PROTOTYPE DRIVE RENO, NV 89512	Slot Contract - Megabucks WAP	11/15/2001
1536	Tahoe Horizon, LLC	IGT 9295 PROTOTYPE DRIVE RENO, NV 89512	Slot Contract - Morgan Fairchild	5/8/2007
1560	Tahoe Horizon, LLC	IGT 9295 PROTOTYPE DRIVE RENO, NV 89512	Slot Contract - Pinball	5/15/2006
1543	Tahoe Horizon, LLC	IGT 9295 PROTOTYPE DRIVE RENO, NV 89512	Slot Contract - PRI Cliffhanger	11/30/2005
1537	Tahoe Horizon, LLC	IGT 9295 PROTOTYPE DRIVE RENO, NV 89512	Slot Contract - Red Hot Jackpots	1/5/2007
1549	Tahoe Horizon, LLC	IGT 9295 PROTOTYPE DRIVE RENO, NV 89512	Slot Contract - Sinatra	11/6/2003
1554	Tahoe Horizon, LLC	IGT 9295 PROTOTYPE DRIVE RENO, NV 89512	Slot Contract - Spooky WAP	3/20/2002

Tropicana Entertainment, LLC et al.

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Contract ID	Debtor Entity	Counterparty Name and Address	Agreement Description	Dated
1540	Tahoe Horizon, LLC	IGT 9295 PROTOTYPE DRIVE RENO, NV 89512	Slot Contract - Star Wars Empire Strikes Back	11/16/2006
1547	Tahoe Horizon, LLC	IGT 9295 PROTOTYPE DRIVE RENO, NV 89512	Slot Contract - Star Wars Episode 4	2/16/2005
1541	Tahoe Horizon, LLC	IGT 9295 PROTOTYPE DRIVE RENO, NV 89512	Slot Contract - Temple of Treasure	10/27/2006
1556	Tahoe Horizon, LLC	IGT 9295 PROTOTYPE DRIVE RENO, NV 89512	Slot Contract - TV Hits Progressive Agreement	8/23/2002
1531	Tahoe Horizon, LLC	IGT 9295 PROTOTYPE DRIVE RENO, NV 89512	Slot Contract - Wheel of Fortune	3/3/2008
1553	Tahoe Horizon, LLC	IGT 9295 PROTOTYPE DRIVE RENO, NV 89512	Slot Contract - Wheel of Fortune Five Dollar	6/28/2001
1552	Tahoe Horizon, LLC	IGT 9295 PROTOTYPE DRIVE RENO, NV 89512	Slot Contract - Wheel of Fortune Quarter Uprights	5/27/2004
1535	Tahoe Horizon, LLC	IGT 9295 PROTOTYPE DRIVE RENO, NV 89512	Slot Contract - Wheel of Fortune Reel	5/3/2007
1545	Tahoe Horizon, LLC	IGT 9295 PROTOTYPE DRIVE RENO, NV 89512	Slot Contract - Wheel of Fortune Reel	2/16/2005
1532	Tahoe Horizon, LLC	IGT 9295 PROTOTYPE DRIVE RENO, NV 89512	Slot Contract - World Poker Tour	5/4/2007
1646	Tahoe Horizon, LLC	NEVADA DEPARTMENT OF TAXATION PO BOX 52674 PHOENIX, AZ 85072-2674	Horizon Business License	4/9/1992

Tropicana Entertainment, LLC et al.

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Contract ID	Debtor Entity	Counterparty Name and Address	Agreement Description	Dated
1837	Tahoe Horizon, LLC	TAHOE REGIONAL PLANNING AGENCY 128 MARKET ST STATELINE, NV 89449	Participation Agreement to Implement a Coordinated Transit System at South Lake Tahoe	5/1/1998
1592	Tahoe Horizon, LLC	US PLAYING CARD COMPANY 4590 BEECH STREET CINCINNATI, OH 45212	Purchase Agreement - Playing Cards	3/2/2005
1566	Tahoe Horizon, LLC	WMS GAMING PO BOX 24023 DEPT. 03-022 JACKSON, MS 39255	Slot Contract - Monopoly	9/29/2004
1565	Tahoe Horizon, LLC	WMS GAMING PO BOX 24023 DEPT. 03-022 JACKSON, MS 39255	Slot Contract - Millionaire Powerball	3/11/2006

EXHIBIT B

**Amended Disclosures with Respect to Directors, Officers, and Insiders
in Accordance with Section 1129(a)(5) of the Bankruptcy Code**

EXHIBIT B-1

Clean Version

Disclosures with Respect to Directors, Officers, and Insiders in Accordance with Section 1129(a)(5) of the Bankruptcy Code

1. Identity and affiliation of each individual proposed to serve as a director of Reorganized OpCo Corporation.
 - (a) Carl C. Icahn — Mr. Icahn is presently Chairman and majority shareholder of Icahn Enterprises G.P. Inc., the general partner of Icahn Enterprises L.P., a publicly traded limited partnership. Until February 2008, Icahn Enterprises owned several casinos in Las Vegas, Nevada, including the Stratosphere.
 - (b) Hunter C. Gary — Mr. Gary is presently Chief Operating Officer of Icahn Sourcing LLC, a subsidiary of Icahn Associates Corp. and an affiliate of Icahn Enterprises LP. His specialty focuses on post-acquisition management of investor-owned companies and hands-on involvement with, and support of, portfolio company management to reduce costs, enhance performance, and achieve higher returns on invested capital. Mr. Gary joined Icahn Associates Corp. in June 2003.
 - (c) Scott C. Butera — Mr. Butera is presently the President and Chief Executive Officer of the Debtors and a member of the Board of Managers of Tropicana Entertainment Holdings and was appointed to the boards of each of its direct and indirect subsidiaries.
 - (d) Michael G. Corrigan — Mr. Corrigan is presently a member of the Board of Managers of Tropicana Entertainment Holdings and was appointed to the boards of each of its direct and indirect subsidiaries.
 - (e) Glenn Christenson — In March 2007, Mr. Christenson retired as executive vice president and Chief Financial Officer of Station Casinos, Inc., a gaming entertainment company, where he was employed for 17 years. Previously, he was a partner of the international accounting firm of Deloitte Haskins & Sells (now Deloitte & Touche) for 17 years. He is a member of the Board of Directors of the First American Corporation, NV Energy, Inc., Nevada Power Company and Sierra Pacific Power Company. He is also a Chairman of the National Center for Responsible Gaming, the Nevada State College Foundation and the Governor's Advisory Committee on Problem Gaming, and he is on the board of trustees of the Nevada Development Authority.
 - (f) Stephen H. Deckoff — Mr. Deckoff is the Managing Principal of Black Diamond Capital Management L.L.C.
 - (g) James L. Nelson — Mr. Nelson has been the Chairman and Chief Executive Officer of Eaglescliff Corporation, a Business and Financial Advisory Company, since 1986. Mr. Nelson also currently serves on the boards of directors and audit committees of Icahn Enterprises G.P. (the General Partner of Icahn Enterprises L.P.), The Viskase Companies, Inc., Pacific Energy Group, Cequel III; and Mr. Nelson formally sat on the boards of directors and audit committees of American

Casino & Entertainment Properties LLC, Atlantic Coast Entertainment Holding, Inc. and Shuffle Master Inc.

2. Identity and affiliation of each individual proposed to serve as an officer of Reorganized OpCo Corporation.
 - (a) As of the Effective Date, the current officers of the OpCo Debtors listed below will serve as officers of Reorganized OpCo Corporation.
 - (b) Scott C. Butera — Mr. Butera is currently President and Chief Executive Officer of each of the OpCo Debtors and will continue to serve in that capacity as of the Effective Date with respect to Reorganized OpCo Corporation.
 - (c) Marc H. Rubinstein — Mr. Rubinstein is currently Senior Vice President—Law and Administration & Secretary of each of the OpCo Debtors and will continue to serve in that capacity as of the Effective Date with respect to Reorganized OpCo Corporation.
 - (d) Richard L. Baldwin — Mr. Baldwin is currently Vice President, Chief Financial Officer, and Treasurer of each of the OpCo Debtors and will continue to serve in that capacity as of the Effective Date with respect to Reorganized OpCo Corporation.
3. Identity and affiliation of each individual proposed to serve as a director of Reorganized OpCo Debtors, except directors of Reorganized OpCo Corporation who are as identified in Paragraph 1 above.
 - (a) As of the Effective Date: (i) the board of directors of Reorganized OpCo Corporation will select one or more members of such board of directors or otherwise to serve as directors of the boards of the Reorganized OpCo Debtors which are corporations (except directors of Reorganized OpCo Corporation who are as identified in Paragraph 1 above) as appropriate and necessary; (ii) Reorganized OpCo Corporation will be appointed as manager of those of the Reorganized OpCo Debtors which are limited liability companies; and (iii) a direct or indirect subsidiary of Reorganized OpCo Corporation will be appointed as the general partner of those of the Reorganized OpCo Debtors which are partnerships.
4. Identity and affiliation of each individual proposed to serve as an officer of Reorganized OpCo Debtors, except officers of Reorganized OpCo Corporation who are as identified in Paragraph 2 above.
 - (a) Scott C. Butera — Mr. Butera is currently President and Chief Executive Officer of each of the OpCo Debtors and will continue to serve in that capacity as of the Effective Date with respect to the Reorganized OpCo Debtors subject to Paragraph 2 above.

- (b) Marc H. Rubinstein — Mr. Rubinstein is currently Senior Vice President—Law and Administration & Secretary of each of the OpCo Debtors and will continue to serve in that capacity as of the Effective Date with respect to the Reorganized OpCo Debtors subject to Paragraph 2 above.
 - (c) Richard L. Baldwin — Mr. Baldwin is currently Vice President, Chief Financial Officer, and Treasurer of each of the OpCo Debtors and will continue to serve in that capacity as of the Effective Date with respect to the Reorganized OpCo Debtors subject to Paragraph 2 above.
5. Identity of each insider, as defined in 11 U.S.C. § 101(31), that will be employed or retained by Reorganized OpCo Corporation or the Reorganized OpCo Debtors and the nature of their compensation.
- (a) Scott C. Butera — Mr. Butera is presently the President and Chief Executive Officer of the Debtors and a member of the Board of Managers of Tropicana Entertainment Holdings and the boards of each of its direct and indirect subsidiaries. As of the Effective Date, Mr. Butera will continue to serve as President and Chief Executive Officer of the Reorganized OpCo Debtors. Mr. Butera will also serve as a director of Reorganized OpCo Corporation and may serve as a director or manager of one or more of the Reorganized OpCo Debtors. Mr. Butera's compensation after the Effective Date will be determined by the board of directors of Reorganized OpCo Corporation.
 - (b) Michael G. Corrigan — Mr. Corrigan is presently a member of the Board of Managers of Tropicana Entertainment Holdings and the boards of each of its direct and indirect subsidiaries. As of the Effective Date, Mr. Corrigan will serve as a member of the board of directors of Reorganized OpCo Corporation and may serve as a director or manager of one or more of the Reorganized OpCo Debtors. The compensation of directors after the Effective Date will be determined by the board of directors of Reorganized OpCo Corporation.
 - (c) Marc H. Rubinstein — Mr. Rubinstein is currently Senior Vice President—Law and Administration & Secretary of each of the OpCo Debtors and will continue to serve in that capacity as of the Effective Date with respect to the Reorganized OpCo Debtors. Mr. Rubinstein's compensation after the Effective Date will be determined by the board of directors of Reorganized OpCo Corporation.
 - (d) Richard L. Baldwin — Mr. Baldwin is currently Vice President, Chief Financial Officer, and Treasurer of each of the OpCo Debtors and will continue to serve in that capacity as of the Effective Date with respect to the Reorganized OpCo Debtors. Mr. Baldwin's compensation after the Effective Date will be determined by the board of directors of Reorganized OpCo Corporation.

EXHIBIT B-2

Redline Version

Exhibit J Disclosures with Respect to Directors, Officers, and Insiders in Accordance with Section 1129(a)(5) of the Bankruptcy Code

1. Identity and affiliation of each individual proposed to serve as a director of Reorganized OpCo Corporation.
 - (a) Carl C. Icahn — Mr. Icahn is presently Chairman and majority shareholder of Icahn Enterprises G.P. Inc., the general partner of Icahn Enterprises L.P., a publicly traded limited partnership. Until February 2008, Icahn Enterprises owned several casinos in Las Vegas, Nevada, including the Stratosphere.
 - (b) ~~Kenneth Shea — Mr. Shea is presently Managing Director of Icahn Capital, LP.~~ **Hunter C. Gary — Mr. Gary is presently Chief Operating Officer of Icahn Sourcing LLC, a subsidiary of Icahn Associates Corp. and an affiliate of Icahn Enterprises LP. His specialty focuses on post-acquisition management of investor-owned companies and hands-on involvement with, and support of, portfolio company management to reduce costs, enhance performance, and achieve higher returns on invested capital. Mr. Gary joined Icahn Associates Corp. in June 2003.**
 - (c) Scott C. Butera — Mr. Butera is presently the President and Chief Executive Officer of the Debtors and a member of the Board of Managers of Tropicana Entertainment Holdings and was appointed to the boards of each of its direct and indirect subsidiaries.
 - (d) Michael G. Corrigan — Mr. Corrigan is presently a member of the Board of Managers of Tropicana Entertainment Holdings and was appointed to the boards of each of its direct and indirect subsidiaries.
 - (e) Glenn Christenson — In March 2007, Mr. Christenson retired as executive vice president and Chief Financial Officer of Station Casinos, Inc., a gaming entertainment company, where he was employed for 17 years. Previously, he was a partner of the international accounting firm of Deloitte Haskins & Sells (now Deloitte & Touche) for 17 years. He is a member of the Board of Directors of the First American Corporation, NV Energy, Inc., Nevada Power Company and Sierra Pacific Power Company. He is also a Chairman of the National Center for Responsible Gaming, the Nevada State College Foundation and the Governor's Advisory Committee on Problem Gaming, and he is on the board of trustees of the Nevada Development Authority.
 - (f) Stephen H. Deckoff — Mr. Deckoff is the Managing Principal of Black Diamond Capital Management L.L.C.
 - (g) James L. Nelson — Mr. Nelson has been the Chairman and Chief Executive Officer of Eaglescliff Corporation, a Business and Financial Advisory Company, since 1986. Mr. Nelson also currently serves on the boards of directors and audit committees of Icahn Enterprises G.P. (the General Partner of Icahn Enterprises L.P.), The Viskase Companies, Inc., Pacific Energy Group, Cequel III; and Mr.

Nelson formally sat on the boards of directors and audit committees of American Casino & Entertainment Properties LLC, Atlantic Coast Entertainment Holding, Inc. and Shuffle Master Inc.

2. Identity and affiliation of each individual proposed to serve as an officer of Reorganized OpCo Corporation.
 - (a) As of the Effective Date, the current officers of the OpCo Debtors listed below will serve as officers of Reorganized OpCo Corporation.
 - (b) Scott C. Butera — Mr. Butera is currently President and Chief Executive Officer of each of the OpCo Debtors and will continue to serve in that capacity ~~after~~ of the Effective Date with respect to Reorganized OpCo Corporation.
 - ~~(e) — Robert Yee — Mr. Yee is currently Senior Vice President and Chief Operating Officer of each of the OpCo Debtors and will continue to serve in that capacity~~ after as of the Effective Date with respect to Reorganized OpCo Corporation.
 - (c) ~~(d)~~ Marc H. Rubinstein — Mr. Rubinstein is currently Senior Vice President— Law and Administration & Secretary of each of the OpCo Debtors and will continue to serve in that capacity after as of the Effective Date with respect to Reorganized OpCo Corporation.
 - (d) ~~(e)~~ Richard L. Baldwin — Mr. Baldwin is currently Vice President, Chief Financial Officer, and Treasurer of each of the OpCo Debtors and will continue to serve in that capacity after as of the Effective Date with respect to Reorganized OpCo Corporation.
3. Identity and affiliation of each individual proposed to serve as a director of Reorganized OpCo Debtors, except directors of Reorganized OpCo Corporation who are as identified in Paragraph 1 above.
 - (a) As of the Effective Date: (i) the board of directors of Reorganized OpCo Corporation will select one or more members of such board of directors or otherwise to serve as directors of the boards of the Reorganized OpCo Debtors which are corporations (except directors of Reorganized OpCo Corporation who are as identified in Paragraph 1 above) as appropriate and necessary; (ii) Reorganized OpCo Corporation will be appointed as manager of those of the Reorganized OpCo Debtors which are limited liability companies; and (iii) a direct or indirect subsidiary of Reorganized OpCo Corporation will be appointed as the general partner of those of the Reorganized OpCo Debtors which are partnerships.
4. Identity and affiliation of each individual proposed to serve as an officer of Reorganized OpCo Debtors, except officers of Reorganized OpCo Corporation who are as identified in Paragraph 2 above.

- (a) Scott C. Butera — Mr. Butera is currently President and Chief Executive Officer of each of the OpCo Debtors and will continue to serve in that capacity ~~after of the Effective Date with respect to the Reorganized OpCo Debtors subject to Paragraph 2 above.~~
- ~~(b) Robert Yee — Mr. Yee is currently Senior Vice President and Chief Operating Officer of each of the OpCo Debtors and will continue to serve in that capacity after~~as of the Effective Date with respect to the Reorganized OpCo Debtors subject to Paragraph 2 above.
- (b) ~~(e)~~ Marc H. Rubinstein — Mr. Rubinstein is currently Senior Vice President— Law and Administration & Secretary of each of the OpCo Debtors and will continue to serve in that capacity afteras of the Effective Date with respect to the Reorganized OpCo Debtors subject to Paragraph 2 above.
- (c) ~~(d)~~ Richard L. Baldwin — Mr. Baldwin is currently Vice President, Chief Financial Officer, and Treasurer of each of the OpCo Debtors and will continue to serve in that capacity afteras of the Effective Date with respect to the Reorganized OpCo Debtors subject to Paragraph 2 above.
5. Identity of each insider, as defined in 11 U.S.C. § 101(31), that will be employed or retained by Reorganized OpCo Corporation or the Reorganized OpCo Debtors and the nature of their compensation.
- (a) Scott C. Butera — Mr. Butera is presently the President and Chief Executive Officer of the Debtors and a member of the Board of Managers of Tropicana Entertainment Holdings and the boards of each of its direct and indirect subsidiaries. As of the Effective Date, Mr. Butera will continue to serve as President and Chief Executive Officer of the Reorganized OpCo Debtors. Mr. Butera will also serve as a director of Reorganized OpCo Corporation and may serve as a director or manager of one or more of the Reorganized OpCo Debtors. Mr. Butera's compensation after the Effective Date will be determined by the board of directors of Reorganized OpCo Corporation.
- (b) Michael G. Corrigan — Mr. Corrigan is presently a member of the Board of Managers of Tropicana Entertainment Holdings and the boards of each of its direct and indirect subsidiaries. As of the Effective Date, Mr. Corrigan will serve as a member of the board of directors of Reorganized OpCo Corporation and may serve as a director or manager of one or more of the Reorganized OpCo Debtors. The compensation of directors after the Effective Date will be determined by the board of directors of Reorganized OpCo Corporation.
- ~~(e) Robert Yee — Mr. Yee is currently Senior Vice President and Chief Operating Officer of each of the OpCo Debtors and will continue to serve in that capacity after of the Effective Date with respect to the Reorganized OpCo Debtors. Mr. Yee's compensation after the Effective Date will be determined by the board of directors of Reorganized OpCo Corporation.~~

- (c) ~~(d)~~ Marc H. Rubinstein — Mr. Rubinstein is currently Senior Vice President— Law and Administration & Secretary of each of the OpCo Debtors and will continue to serve in that capacity afteras of the Effective Date with respect to the Reorganized OpCo Debtors. Mr. Rubinstein’s compensation after the Effective Date will be determined by the board of directors of Reorganized OpCo Corporation.
- (d) ~~(e)~~ Richard L. Baldwin — Mr. Baldwin is currently Vice President, Chief Financial Officer, and Treasurer of each of the OpCo Debtors and will continue to serve in that capacity afteras of the Effective Date with respect to the Reorganized OpCo Debtors. Mr. Baldwin’s compensation after the Effective Date will be determined by the board of directors of Reorganized OpCo Corporation.