

BEFORE THE NEVADA GAMING COMMISSION  
AND THE STATE GAMING CONTROL BOARD

In the Matter of  
BALLY MANUFACTURING CORPORATION  
(Registration)

AMENDMENT NO. 2 TO REVISED ORDER OF REGISTRATION

THIS MATTER came on regularly for hearing before the State Gaming Control Board on June 6, 1990, and before the Nevada Gaming Commission on June 21, 1990, at 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, are hereby accepted as filed:
  - a. The application of Bally Gaming, Inc., dba Hughes Executive Terminal, for a nonrestricted gaming license (slot machines only).
  - b. The application of Bally Manufacturing Corporation for an amendment to its Revised Order of Registration.
2. THAT paragraph 3 of the Revised Order of Registration of Bally Manufacturing Corporation entered on April 16, 1987, is hereby rescinded and

superseded in its entirety, and the following language is hereby substituted in lieu thereof:

"3. THAT Bally Manufacturing Corporation is registered as a publicly traded corporation and found suitable as the sole shareholder of Bally Gaming, Inc. and Bally's Intermediate Sub, Inc."

3. THAT paragraph 4 of the Revised Order of Registration of Bally Manufacturing Corporation entered on April 16, 1987, as amended by paragraph 3 of the Amendment No. 1 to Revised Order of Registration entered on July 27, 1989, is hereby rescinded and superseded in its entirety, and the following language is hereby substituted in lieu thereof:

"4. THAT Bally Gaming, Inc. is licensed as a manufacturer and distributor, and as an operator of a slot machine route, and that Bally Gaming, Inc., dba Hughes Executive Terminal and dba Reno Cannon International Airport, is licensed to conduct nonrestricted gaming operations (slot machines only) at the Hughes Executive Terminal, 6005 Las Vegas Blvd. South, Las Vegas, and at Reno Cannon International Airport, 2000 East Plumb Lane, Reno."

4. THAT paragraph 9 of the Revised Order of Registration of Bally Manufacturing Corporation entered on April 16, 1987, is hereby rescinded and superseded in its entirety, and the following language is hereby substituted in lieu thereof:


"9. THAT Bally Manufacturing Corporation is granted approval to continue its gaming operations in the State of Nevada through its affiliated companies, Grand Resorts, Inc., Reno Resorts, Inc., and Bally Gaming, Inc., subject to the reporting requirements set forth in Exhibit A which is attached to this order and incorporated herein by reference, while participating in gaming

activities in Atlantic City, New Jersey."

5. THAT except as expressly modified by this Amendment No. 2 to Revised Order of Registration, or other Commission action, all other terms and conditions of the Revised Order of Registration of Bally Manufacturing Corporation entered on April 16, 1987, and of Amendment No. 1 thereto entered on July 27, 1989, are hereby reaffirmed and incorporated by reference herein.

ENTERED at Las Vegas, Nevada, this 21st day of June, 1990.

FOR THE COMMISSION:

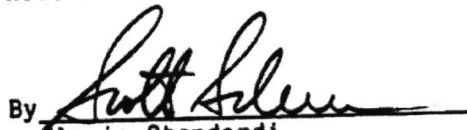
  
John F. O'Reilly, Chairman

Submitted by:

  
P. Gregory Giordano  
Chief, Corporate Securities

APPROVED AS TO FORM:

BRIAN McKAY  
ATTORNEY GENERAL

By   
Gloria Stendardi  
Deputy Attorney General  
Gaming Division