

BEFORE THE NEVADA GAMING COMMISSION
AND THE STATE GAMING CONTROL BOARD

In the Matter of
UNITED GAMING, INC.
(Registration)

AMENDMENT NO. 2 TO SECOND REVISED ORDER OF REGISTRATION

THIS MATTER came on regularly for hearing before the State Gaming Control Board on March 7, 1990, at Carson City, Nevada, and before the Nevada Gaming Commission on March 22, 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 Plantation Investments, Inc., dba Plantation Casino, for a nonrestricted gaming license, including a sports pool.

b. The application of APT Games, Inc. for a finding of suitability as the sole shareholder of Plantation Investments, Inc., dba Plantation Casino.

c. The application of United Gaming, Inc. for an amendment to its Second Revised Order of Registration.

2. THAT paragraph 3 of the Second Revised Order of Registration of United Gaming, Inc. entered on April 27, 1989, is hereby rescinded and superseded in its entirety, and the following language is hereby substituted in lieu thereof:

"3. THAT United Gaming, Inc. is registered as a publicly traded corporation and found suitable as the sole shareholder of APT Games, Inc. and Casino Electronics, Inc."

3. THAT paragraph 4 of the Second Revised Order of Registration of United Gaming, Inc. entered on April 27, 1989, as amended by paragraph 2 of the Amendment No. 1 to Second Revised Order of Registration entered on December 21, 1989, is hereby rescinded and superseded in its entirety, and the following language is hereby substituted in lieu thereof.

"4. THAT APT Games, Inc. is registered as an intermediary company and found suitable as the sole shareholder of United Coin Machine Co., APT Coin Machines, Inc., Mizpah Investments, Inc., and Plantation Investments, Inc."

4. THAT paragraph 6 of the Second Revised Order of Registration of United Gaming, Inc. entered on April 27, 1989, is hereby rescinded and superseded in its entirety, and the following language is hereby substituted in lieu thereof:

"6. THAT APT Coin Machines, Inc. is licensed as an operator of a slot machine route, and that APT Coin Machines, Inc., dba Miss Lucy's Gambling Hall and Saloon, is licensed to conduct nonrestricted gaming operations (slot machines only) at 129 & 133 North Third Street, Las Vegas."

5. THAT paragraph 12 of the Second Revised Order of Registration of United Gaming, Inc. entered on April 27, 1989, as amended by paragraph 4 of the

Second Revised Order of Registration entered on December 21, 1989, is hereby rescinded and superseded in its entirety, and the following language is hereby substituted in lieu thereof:

"12. THAT United Gaming, Inc. shall fund and maintain with the State Gaming Control Board a revolving fund in the amount of \$5,000, for the purpose of funding investigative reviews by the Board for compliance with the terms of this Second Revised Order of Registration and any amendments thereto. Without limiting the foregoing, the Board shall have the right, without notice, to draw upon the funds of said account for the payment of costs and expenses incurred by the Board and its staff in the surveillance, monitoring and investigative review of all activities, including public offerings, of United Gaming, Inc., United Coin Machine Co., APT Games, Inc., Mizpah Investments, Inc., Plantation Investments, Inc., APT Coin Machines, Inc., Casino Electronics, Inc., and their affiliated companies."

6. THAT the Second Revised Order of Registration of United Gaming, Inc. entered on April 27, 1989, is hereby amended by adding thereto a new paragraph to be numbered paragraph "8," setting forth the following:

"THAT Plantation Investments, Inc., dba Plantation Casino, is licensed to conduct nonrestricted gaming operations, including a sports pool, at 2121 "B" Street, Sparks."

7. THAT except as expressly modified by this Amendment No. 2 to Second Revised Order of Registration, or other Commission action, all other terms and conditions of the Second Revised Order of Registration of United Gaming, Inc.

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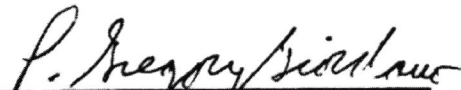
entered on April 27, 1989, and of Amendment No. 1 thereto entered on December 21, 1989, are hereby reaffirmed and incorporated by reference herein.

ENTERED at Las Vegas, Nevada, this 22nd day of March, 1990.

FOR THE COMMISSION:

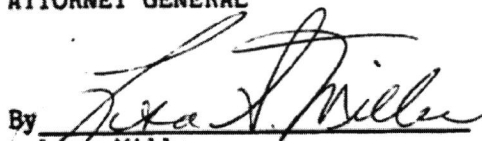

John E. O'Reilly, Chairman

Submitted by:


P. Gregory Giordano
Chief, Corporate Securities

APPROVED AS TO FORM:

BRIAN MCKAY
ATTORNEY GENERAL

By 
Lisa Miller
Deputy Attorney General
Gaming Division