

BEFORE THE NEVADA GAMING COMMISSION
AND THE STATE GAMING CONTROL BOARD

In the Matter of
HILTON HOTELS CORPORATION
(Registration)

AMENDMENT NO. 5 TO REVISED ORDER OF REGISTRATION

THIS MATTER came on regularly for hearing before the State Gaming Control Board on August 3, 1988, and before the Nevada Gaming Commission on August 18, 1988 at Carson City, 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: Reno Hilton Corporation, dba Reno Hilton for addition of a sports pool and Hilton Hotels Corporation for an Amendment to its Revised Order of Registration.

2. THAT paragraph no. 7 of Amendment No. 4 to the Hilton Hotels Corporation Revised Order of Registration is rescinded and the following is substituted in lieu thereof;

"7. THAT Reno Hilton Corporation, dba Reno Hilton is licensed to conduct gaming operations (nonrestricted and sports pool) at 255 North Sierra


Street, Reno, and is licensed as a manufacturer and distributor, subject to the following:

That the license issued to Reno Hilton Corporation to conduct gaming at the Reno Hilton is expressly conditioned upon the existence and maintenance of a pedestrian walkway linking the Reno Hilton at 241 North Virginia Street and 255 North Sierra Street and further, that said pedestrian walkway be open and accessible to the public during all times that gaming is conducted upon the premises of the Reno Hilton."

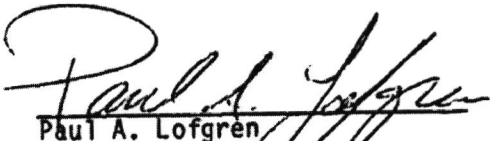
3. THAT except as expressly modified by this Amendment, or other Commission action, all other terms and conditions of the Hilton Hotels Corporation Revised Order of Registration dated September 18, 1986 and Amendments thereto are reaffirmed and made a part of this Amendment.

ENTERED at Carson City, Nevada this 18th day of August, 1988.

FOR THE COMMISSION:

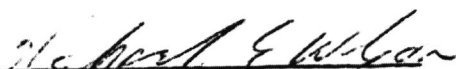

John F. O'Reilly, Chairman

Submitted by:


Paul A. Lofgren
Acting Supervisor, Investigations
Corporate Securities

APPROVED AS TO FORM:

BRIAN McKAY
ATTORNEY GENERAL

By 
Michael E. Wilson
Deputy Attorney General
Gaming Division