BEFORE THE NEVADA GAMING COMMISSION

AND THE STATE GAMING CONTROL BOARD

In the Matter of

CDS GAMING COMPANY

(NGC Reg. 5.115(5)(c))

ORDER

THIS MATTER came on regularly for hearing before the State Gaming Control Board ("Board") on December 10, 1996, and before the Nevada Gaming Commission ("Commission") on December 19, 1996, 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 CDS Gaming Company has filed an application, pursuant to NGC Regulation 5.115(5)(c) and 5.115(11), for a waiver of the provisions of NGC Regulation 5.115(5)(b) and (c) and for approval to make annual periodic payments of less than 1/20th of the total amount won from its multi-site progressive games that pay the winning patron an initial payment equal to the value of 1,000,000 coins.
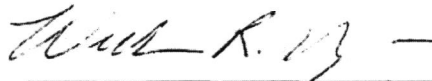
2.   THAT, pursuant to NGC Regulation 5.115(5)(c) and 5.115(11), the provisions of NGC Regulation 5.115(b) and (c) are hereby waived as they relate

to payments from the CDS Gaming Company multi-site progressive systems that make an initial payment equal to the value of 1,000,000 coins to the winning patron, provided, however, that for CDS Gaming Company multi-site progressive games that make an initial payment equal to the value of 1,000,000 coins to the winning patron, the remaining balance of the jackpot must be paid in equal annual installments of not less than $10,000 for a period not to exceed 19 years.

3.   THAT the waiver and conditions contained in Paragraph 2 are consistent with the public policy set forth in NRS 463.0129.

ENTERED at Carson City, Nevada, this 19th day of December, 1996.
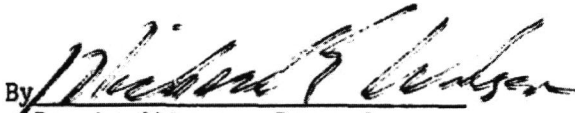
FOR THE COMMISSION:

~~Bill Curran, Chairman~~
Bill Urga, Vice Chairman

Submitted by:

Dennis K. Neilander, Chief
Corporate Securities Division

APPROVED AS TO FORM:

FRANKIE SUE DEL PAPA
ATTORNEY GENERAL

By
Deputy Attorney General
Gaming Division

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