

BEFORE THE NEVADA GAMING COMMISSION
AND THE STATE GAMING CONTROL BOARD

In the Matter of
JACKPOT ENTERPRISES, INC.
(Registration)

AMENDMENT NO. 3 TO REVISED ORDER OF REGISTRATION

THIS MATTER came on regularly for hearing before the State Gaming Control Board on November 2, 1989, and before the Nevada Gaming Commission on November 16, 1989, 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 Cardivan Company for licensure as a manufacturer and as a distributor.
 - b. The application of Jackpot Enterprises, Inc. for an amendment to its Revised Order of Registration.
2. THAT paragraph 4 of the Revised Order of Registration of Jackpot

Enterprises, Inc. entered on May 25, 1988, is hereby rescinded and superseded in its entirety, and the following language is hereby substituted in lieu thereof:

"4. THAT Cardivan Company is licensed as a slot route operator, manufacturer and distributor, and that Cardivan Company, dba Cardivan Company at the Las Vegas Inn and at the Best Western Ambassador East, is licensed to conduct nonrestricted gaming operations (slot machines only) at 1501 West Sahara Avenue, Las Vegas, and at 916 East Fremont Street, Las Vegas, respectively."

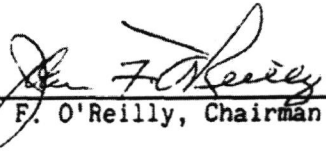
3. THAT except as expressly modified by this Amendment No. 3 to Revised Order of Registration, or other Commission action, all other terms and conditions

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of the Revised Order of Registration of Jackpot Enterprises, Inc. entered on May 25, 1988, and Amendments No. 1 and 2 thereto entered on September 28, 1989, and October 26, 1989 respectively, are hereby reaffirmed and incorporated by reference herein.

ENTERED at Las Vegas, Nevada, this 16th day of November, 1989.

FOR THE COMMISSION:



John F. O'Reilly, Chairman

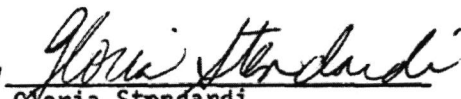
Submitted by:



P. Gregory Giordano
Chief, Corporate Securities

APPROVED AS TO FORM:

BRIAN McKAY
ATTORNEY GENERAL

By 

Gloria Standardi
Deputy Attorney General
Gaming Division