

BEFORE THE NEVADA GAMING COMMISSION
AND THE STATE GAMING CONTROL BOARD

In the Matter of
JACKPOT ENTERPRISES, 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 September 12, 1990, and before the Nevada Gaming Commission on September 27, 1990, 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:
 - a. The application of Jackpot Enterprises, Inc. and Jackpot Gaming, Inc. for preliminary approval to participate in foreign gaming in Montana through the operation of a gaming device route.
 - b. The application of Jackpot Enterprises, Inc. for an amendment to its Second Revised Order of Registration.

2. THAT paragraph 12 of the Second Revised Order of Registration of Jackpot Enterprises, Inc. entered on June 21, 1990, as amended by paragraph 2 of the Amendment No. 1 to Second Revised Order of Registration entered on June 21, 1990, is hereby rescinded and superseded in its entirety, and the following language is hereby substituted in lieu thereof:

"12. THAT except as permitted by NRS 463.690 and the regulations promulgated thereunder, and as provided in paragraphs 20, 21, 22 and 23 herein, neither Jackpot Enterprises, Inc. or Jackpot Gaming, Inc., nor any person controlling, controlled by, or under common control with Jackpot Enterprises, Inc. or Jackpot Gaming, Inc., shall have any involvement with gaming or pari-mutuel wagering outside the State of Nevada without first obtaining the approval of the Nevada Gaming Commission."

3. THAT the Second Revised Order of Registration of Jackpot Enterprises, Inc. entered on June 21, 1990, is hereby amended by adding thereto the following new paragraphs:

"22. THAT Jackpot Enterprises, Inc. and Jackpot Gaming, Inc. are granted preliminary approval to participate in gaming operations in Montana through the operation of gaming device routes, while continuing their gaming operations in the State of Nevada through their affiliated companies."

"23. THAT the approval granted in paragraph 22 above is specifically conditioned that the approval granted herein relates solely to the approval which was voluntarily sought and received and does not involve any exercise of Nevada regulatory jurisdiction over the entity pertaining to these operations and activities. Jackpot shall ensure that no representation shall be made by Jackpot and its affiliates, directly or indirectly, that the operations are within the

regulatory control of the State of Nevada or any agency thereof."

4. 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 Jackpot Enterprises, Inc. entered on June 21, 1990, and of Amendment No. 1 thereto entered on June 21, 1990, are hereby reaffirmed and incorporated by reference herein.

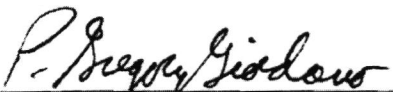
ENTERED at Carson City, Nevada, this 27th day of September, 1990.

FOR THE COMMISSION:



John F. O'Reilly, Chairman


Submitted by:



P. Gregory Giordano, Chief
Corporate Securities Division

APPROVED AS TO FORM:

BRIAN McKAY
ATTORNEY GENERAL

By 

Brooke A. Nielsen
Chief Deputy Attorney General
Gaming Division