

File No. SD-037

BEFORE THE NEVADA GAMING COMMISSION
AND THE STATE GAMING CONTROL BOARD

In the Matter of

JACKPOT ENTERPRISES, INC.

(Registration)

AMENDMENT NO. 1 TO THIRD REVISED ORDER OF REGISTRATION

THIS MATTER came on regularly for hearing before the State Gaming Control Board ("Board") on May 6, 1992, and before the Nevada Gaming Commission ("Commission") on May 28, 1992, 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 applications of Jackpot Enterprises, Inc. for an amendment to its Order of Registration and for preliminary approval to participate in foreign gaming (dockside gaming, Mississippi), as amended and supplemented, have been filed.

2. THAT paragraph 13 of the Third Revised Order of Registration of Jackpot Enterprises, Inc. entered on January 30, 1991, is hereby rescinded and superseded in its entirety, and the following language is substituted in lieu

thereof:

"13. THAT except as provided by NRS 463.690(2), and paragraphs 21, 22, 23, 24 and 25, neither Jackpot Enterprises, Inc., nor any person controlling, controlled by, or under common control with Jackpot Enterprises, Inc. shall have any involvement with gaming or pari-mutuel wagering outside the State of Nevada without first obtaining the approval of the Commission."

3. THAT paragraph 24 of the Third Revised Order of Registration of Jackpot Enterprises, Inc. entered on January 30, 1991, is hereby rescinded and superseded in its entirety, and the following language is substituted in lieu thereof:

"24. THAT Jackpot Enterprises, Inc. is hereby granted preliminary approval to participate in foreign gaming by conducting dockside gaming operations in the State of Mississippi, pursuant to NRS 463.680 et seq. and NGC Regulation 4.710, while continuing its gaming operations in the State of Nevada through its affiliated companies."

4. THAT the Third Revised Order of Registration of Jackpot Enterprises, Inc. entered on January 30, 1991, is hereby amended by adding thereto the following new paragraph:


"25. THAT the approvals granted in paragraphs 23 and 24 above are specifically conditioned that the approvals granted therein relate solely to the approvals which were voluntarily sought and received and do not involve any exercise of Nevada regulatory jurisdiction over the entities pertaining to any foreign gaming operations and activities. Jackpot Enterprises, Inc. shall ensure no representations shall be made by it or its affiliates, directly or indirectly, that any foreign gaming operations are within the regulatory control of the State

of Nevada or any agency thereof."

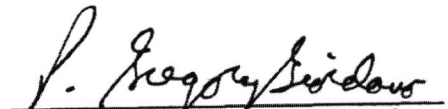
4. THAT except as expressly modified by this Amendment No. 1 to Third Revised Order of Registration, or other Commission action, all other terms and conditions of the Third Revised Order of Registration of Jackpot Enterprises, Inc. entered on January 30, 1991, are hereby reaffirmed and incorporated by reference herein.

ENTERED at Las Vegas, Nevada, this 28th day of May, 1992.

FOR THE COMMISSION:



Bill Curran, Chairman

Submitted by:


P. Gregory Giordano, Chief
Corporate Securities Division

APPROVED AS TO FORM:

FRANKIE SUE DEL PAPA
ATTORNEY GENERAL

By 
Deputy Attorney General
Gaming Division