

BEFORE THE NEVADA GAMING COMMISSION
AND THE STATE GAMING CONTROL BOARD

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

ORDER OF REGISTRATION

THIS MATTER came on regularly for hearing before the State Gaming Control Board on June 17, 1981, and before the Nevada Gaming Commission on June 18, 1981, at Las Vegas, Nevada, and

THE APPLICANTS having presented evidence in support of their applications, and

NO PERSON having appeared in opposition to the granting of the application, and

THE BOARD AND COMMISSION having considered the report of Investigations,

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 accepted as filed:

(a) the application of Jackpot Enterprises, Inc., to be registered as a publicly traded corporation and found suitable as the sole stockholder of Cardivan Company, currently licensed as a slot route operator, and Corral United, Inc., dba Corral United.

(b) the application of Corral United, Inc., dba Corral United, to be licensed as a slot route operator.

(c) the application of Bristol Gaming Corporation to be found suitable as a controlling stockholder of Jackpot Enterprises, Inc.

2. THAT Jackpot Enterprises, Inc., is hereby registered as a publicly traded holding company and found suitable to be the sole stockholder of Cardivan Company and Corral United, Inc., and that the following persons are found suitable in Jackpot Enterprises, Inc.

Neil Rosenstein - Chairman of the Board, President,
Chief Executive Officer

Allan R. Tessler - Director, Secretary

David Markin - Director

Robert L. McDonald, Sr. - Director

3. That Cardivan Company is hereby licensed as a slot route operator and the following persons are licensed in the capacities indicated:

Neil Rosenstein - Chairman of the Board, Treasurer,
Vice President

J. Emmett Sullivan - President, General Manager

Allan R. Tessler - Secretary, Director

4. THAT Corral United, Inc., dba Corral United is hereby licensed (a) as a slot route operator, and (b) licensed to operate slot machines as a nonrestricted licensee at the following locations:

Grand Central #20, 2605 Eastern Avenue, Las Vegas

Grand Central #21, 2120 S. Decatur, Las Vegas

Vegas Village South, Maryland Parkway & Sahara,
Las Vegas

Vegas Village West, 1717 Decatur Blvd., Las Vegas

and the following persons are licensed in the capacities
indicated:

Neil Rosenstein - Chairman of the Board, President,
Chief Executive Officer, Treasurer

Robert L. McDonald, Sr. - Secretary, Director

5. THAT Bristol Gaming Corporation is found suitable as
a controlling stockholder of Jackpot Enterprises, Inc., and that
the following persons are found suitable in Bristol Gaming
Corporation:

Neil Rosenstein - Chairman of the Board, President,
Chief Executive Officer, Treasurer, Controlling
Stockholder

Robert L. McDonald, Sr. - Director

6. THAT pursuant to NRS 463.625(2), Jackpot Enterprises,
Inc., is hereby exempted from compliance with NRS 463.585
(1), (2), (6) and (7) and NRS 463.595 through NRS 463.615,
inclusive, and shall instead comply with NRS 463.635 through
NRS 463.645, inclusive.

7. THAT Jackpot Enterprises, Inc., is hereby exempted
from Reg. 15, except for the provisions of Reg. 15.585.3-1,
Reg. 15.585.3-2 and Reg. 15.585.4-1, and shall instead
comply with Reg. 16.

8. THAT except as provided by NRS 463.690(2), neither
Jackpot Enterprises, Inc., nor any person controlling, con-
trolled by, or under common control with Jackpot Enterprises,
Inc., shall have any involvement with gaming or parimutuel

wagering outside the State of Nevada without first obtaining the approval of the Nevada Gaming Commission.

9. THAT any offer for the sale of a security, as defined by Reg. 15.482-8, by any affiliated company of Corral United, Inc., or Cardivan Company, either by a public offering or a private placement, shall not become effective without prior approval of the Nevada Gaming Commission.

10. THAT all voting securities of Jackpot Enterprises, Inc., shall bear a statement which shall be substantially as follows:

"Beneficial owners of the Common Stock issued by this Corporation are subject to the regulatory provisions of the Nevada Gaming Control Act (Nevada Revised Statutes, Ch. 463.010, et seq.) and the regulations of the Nevada Gaming Commission. If at any time the Nevada Gaming Commission finds a beneficial owner of the securities evidenced by this certificate to be unsuitable to hold such securities, they must be disposed of by such beneficial owner. The laws and gaming regulations of the State of Nevada restrict the rights of a beneficial owner of such securities under certain circumstances (i) to receive any dividend upon such securities or (ii) to exercise directly or indirectly any voting rights conferred by such securities or (iii) to receive any remuneration in any form from this Corporation for services rendered or otherwise."

11. THAT the Commission hereby expressly finds that the exemptions hereinabove granted are consistent with the State policy set forth in NRS 463.130 and NRS 463.489.

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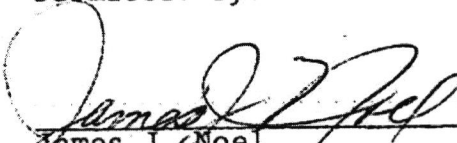
ENTERED at Las Vegas, Nevada this 18th day of June, 1981.

FOR THE COMMISSION



Carl F. Dodge, Chairman

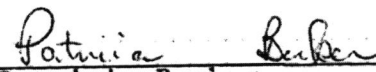
Submitted by:



James J. Noel
Deputy Chief, Investigations
Corporate Securities

APPROVED:

RICHARD BRYAN
Attorney General

By 

Patricia Becker
Deputy Attorney General
Chief, Gaming Division