

BEFORE THE STATE GAMING CONTROL BOARD
AND THE NEVADA GAMING COMMISSION

In the Matter of

JACKPOT ENTERPRISES, INC.

(Registration)

AMENDMENT NO. 2 TO ORDER OF REGISTRATION

THIS MATTER came on regularly for hearing before the State Gaming Control Board on November 9, 1983 and January 11, 1984, and before the Nevada Gaming Commission on January 19, 1984, at Las Vegas, Nevada, and

THE APPLICANT having presented evidence in support of its application, and

NO PERSON having appeared in opposition to the application, and

THE BOARD AND COMMISSION having considered the report of Corporate Securities,

IT IS HEREBY ORDERED BY THE NEVADA GAMING COMMISSION UPON THE RECOMMENDATION OF THE STATE GAMING CONTROL BOARD:

1. THAT the application of Jackpot Enterprises, Inc., as amended and supplemented, for the deletion of paragraph 9 of Order of Registration dated June 18, 1981, is hereby accepted as filed.

2. THAT paragraph 9 of Order of Registration of Jackpot Enterprises, Inc., dated June 18, 1981, is hereby rescinded, and the following is substituted in lieu thereof:

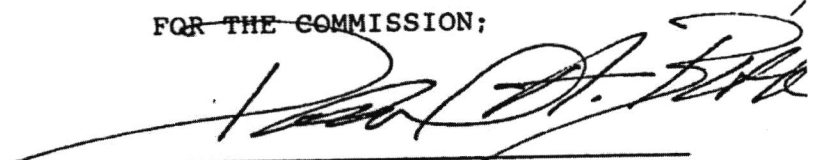
THAT except for public offerings subject to Regulation 16.110, any offer for the sale of an equity security, as defined by NRS 463.484, by any affiliated company of Cardivan Company or Corral United, Inc., shall not become effective without prior approval of the State Gaming Control Board. Such approval is deemed to be granted if an application for same has been filed with the Board for 30 days and the Board has not ordered acceleration or extension of time, or issued a stop order during such period.

3. THE COMMISSION hereby delegates to the Chairman of the State Gaming Control Board the authority to issue interlocutory stop orders for good cause pertaining to any equity security subject to this Amendment to Order of Registration. Any stop order so issued may be reviewed by the Commission.

4. THAT except as otherwise expressly modified by this Amendment to Order of Registration, or other Commission action, all other terms and conditions of Order of Registration, dated June 18, 1981, are hereby reaffirmed and made a part of this Amendment to Order of Registration.

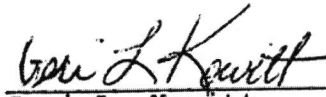
ENTERED at Las Vegas, Nevada this 19th day of January
1984.

FOR THE COMMISSION;



Paul A. Bible, Chairman


Submitted by:



Geri L. Kowitt
Sr. Securities Analyst
Corporate Securities

APPROVED AS TO FORM;

BRIAN MCKAY
ATTORNEY GENERAL

By: 

Jack Godfrey
Chief Deputy Attorney General
Gaming Division