

BEFORE THE NEVADA GAMING COMMISSION
AND THE STATE GAMING CONTROL BOARD

In the Matter of

POKERTEK, INC.

(Registration)_____

ORDER OF REGISTRATION

THIS MATTER came on regularly for hearing before the State Gaming Control Board (“Board”) on May 2, 2007, and before the Nevada Gaming Commission (“Commission”) on May 17, 2007, 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, have been filed:
 - a. The applications of Pokertek, Inc. for (i) registration as a publicly traded corporation and (ii) licensure as a manufacturer and distributor,
 - b. The applications of Gehrig Henderson White and James Thomas Crawford, III for findings of suitability as controlling beneficial owners of of PokerTek, Inc., and
 - c. The applications of Lyle Arnold Berman, Arthur Lee Lomax and Aristocrat International Pty Ltd. for findings of suitability as shareholders of PokerTek, Inc.
2. THAT PokerTek, Inc. is registered as a publicly traded corporation.

3. THAT PokerTek, Inc. is licensed as a manufacturer and distributor, subject to such conditions or limitations as may be imposed by the Commission.

4. THAT Gehrig Henderson White and James Thomas Crawford, III are each found suitable as a controlling beneficial owner of of PokerTek, Inc.

5. THAT Lyle Arnold Berman, Arthur Lee Lomax and Aristocrat International Pty Ltd. are each found suitable as a shareholder of PokerTek, Inc.

6. THAT PokerTek, Inc. shall establish and maintain a Gaming Compliance Plan ("Plan") for the purpose of, at a minimum, performing due diligence, determining the suitability of relationships with other entities and individuals, and to review and ensure compliance by PokerTek, Inc. and its subsidiaries and any affiliated entities, with the Nevada Gaming Control Act (the "Act"), as amended, the Commission's Regulations (the "Regulations"), as amended, and the laws and regulations of any other jurisdiction in which PokerTek, Inc., its subsidiaries and any affiliated entities operate. The Plan, any amendments thereto, and the members of the gaming compliance committee, one such member who shall be independent and knowledgeable of the Act and Regulations, shall be administratively reviewed and approved by the Chairman of the Board or his designee. PokerTek, Inc. shall amend the Plan, or any element thereof, and perform such duties as may be requested or assigned by the Chairman of the Board or his designee relating to a review of activities relevant to the continuing qualifications of PokerTek, Inc. under the provisions of the Act and Regulations.

7. THAT PokerTek, Inc. shall fund and maintain with the Board a revolving fund in the amount of \$25,000 for the purpose of funding investigative reviews by the Board for compliance with the terms of this Order of Registration and any amendments thereto. Without limiting the foregoing, the Board shall have the right, without notice, to draw upon the funds of said account for the payment of costs and expenses incurred by the Board and its staff in the surveillance, monitoring, and investigative review of all activities of PokerTek, Inc. and its affiliated companies.

8. THAT pursuant to NRS 463.625, PokerTek, Inc. is exempted from compliance with NRS 463.585 through NRS 463.615, inclusive, and shall instead comply with NRS 463.635 through NRS 463.645, inclusive.

9. THAT PokerTek, Inc. is exempted from NGC Regulation 15 and shall instead comply with NGC Regulation 16.

10. THAT the Commission hereby expressly finds that the exemptions and conditions herein are consistent with the State policy set forth in NRS 463.0129 and 463.489.

ENTERED at Las Vegas, Nevada, this 17th day of May 2007.