

BEFORE THE NEVADA GAMING COMMISSION
AND THE STATE GAMING CONTROL BOARD

In the Matter of

SHUFFLE MASTER, INC.

(Registration)

THIRD REVISED ORDER OF REGISTRATION

THIS MATTER came on regularly for hearing before the State Gaming Control Board ("Board") on March 6, 2002, and before the Nevada Gaming Commission ("Commission") on March 21, 2002, 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 an application, as amended and supplemented, has been filed by Shuffle Master, Inc., to amend its Second Revised Order of Registration to include a condition to maintain a compliance plan and to delete reference to certain approvals which are no longer necessary.
2. THAT the Second Revised Order of Registration, dated September 28, 1995, is hereby amended and restated, in its entirety, by this Third Revised Order of Registration.
3. THAT Shuffle Master, Inc., is registered as a publicly traded corporation.
4. THAT Shuffle Master, Inc., dba Shuffle Master Gaming, is licensed as a manufacturer, a distributor, an operator of a slot machine route and an operator of an inter-

casino linked system, subject to such conditions or limitations as may be imposed by the Commission.

5. THAT Shuffle Master, 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 Shuffle Master, 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 Shuffle Master, 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. Shuffle Master, 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 Shuffle Master, Inc., under the provisions of the Act and Regulations.

6. THAT Shuffle Master, Inc., shall fund and maintain with the Board a revolving fund in the amount of \$10,000 for the purpose of funding investigative reviews by the Board for compliance with the terms of this Order of Registration. 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 Shuffle Master, Inc., its subsidiaries and any affiliated entities.

7. THAT, pursuant to NRS 463.625, Shuffle Master, 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.

8. THAT Shuffle Master, Inc., is exempted from NGC Regulation 15 and shall instead comply with the provisions of NGC Regulation 16; provided, however, that pursuant to NGC Regulation 16.450, Shuffle Master, Inc. is exempted from the provisions of NGC Regulation 16.100(1) and (2) and the balance of NGC Regulation 16 shall be interpreted so as to apply to Shuffle Master, Inc.

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

ENTERED at Las Vegas, Nevada, on this 21st day of March 2002.