

This Agenda Posted for Public Inspection in the Following Locations:

1919 COLLEGE PARKWAY, CARSON CITY, NEVADA
885 EAST MUSSER STREET, CARSON CITY, NEVADA
209 EAST MUSSER STREET, CARSON CITY, NEVADA
100 STEWART STREET, CARSON CITY, NEVADA
555 EAST WASHINGTON AVENUE, CONFERENCE ROOM 2450, LAS VEGAS, NEVADA

***SPECIAL STATE GAMING CONTROL BOARD MEETING**

GAMING CONTROL BOARD OFFICES

**MEETING ROOM 100
1919 COLLEGE PARKWAY
CARSON CITY, NV 89706**

Thursday, February 24, 2011

- 12:30 p.m.** • Nonrestricted Items # **01-02-11** through # **02-02-11**
• Public Comments

SPECIAL NEVADA GAMING COMMISSION MEETING

GAMING CONTROL BOARD OFFICES

**MEETING ROOM 100
1919 COLLEGE PARKWAY
CARSON CITY, NV 89706**

Thursday, February 24, 2011

- 1:30 p.m.** • Nonrestricted Items # **01-02-11** through # **02-02-11**
• Public Comments

* IN ACCORDANCE WITH SECTION 241.020(2)(c)(2) OF THE NEVADA REVISED STATUTES, ALL OF THE AGENDAED ITEMS ARE SUBJECT TO ACTION AND DISPOSITION BY THE STATE GAMING CONTROL BOARD OR NEVADA GAMING COMMISSION, OR BOTH, UNLESS THE AGENDA ITEM SPECIFICALLY INDICATES OTHERWISE.

TO PROMOTE EFFICIENCY AND AS AN ACCOMMODATION TO THE PARTIES INVOLVED, AGENDA ITEMS MAY BE TAKEN OUT OF ORDER.

THE BOARD AND COMMISSION AGENDAS ARE POSTED ON THE BOARD'S WEBSITE (www.gaming.nv.gov) IN ACCORDANCE WITH NEVADA'S OPEN MEETING LAW. THE DISPOSITION AGENDA IS ALSO AVAILABLE FOLLOWING THE COMMISSION'S MEETING AT THE SAME SITE.

NOTE: WE ARE PLEASED TO MAKE REASONABLE ACCOMMODATIONS FOR MEMBERS OF THE PUBLIC WHO ARE DISABLED AND WISH TO ATTEND THE MEETING. IF SPECIAL ARRANGEMENTS FOR THE MEETING ARE NECESSARY, PLEASE NOTIFY THE EXECUTIVE SECRETARY'S OFFICE IN WRITING AT THE NEVADA GAMING COMMISSION, P.O. Box 8003, CARSON CITY, NEVADA 89702-8003, OR CALL THE EXECUTIVE SECRETARY'S OFFICE AT (775) 684-7750 AS SOON AS POSSIBLE.

NOTE: THESE PROCEEDINGS WILL BE VIDEO CAST TO THE STATE GAMING CONTROL BOARD OFFICES IN LAS VEGAS, NEVADA, 555 E. WASHINGTON AVE., HEARING RM. 2450. TESTIMONY OR COMMENTS MAY BE TAKEN FROM LAS VEGAS.

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01-02-11 **N11-0539** **Re:** 31410-01
BREF TWO, LLC
(86.25% of BREF Stellar, LLC)
THREE WORLD FINANCIAL CENTER
200 VESEY ST, 11TH FLOOR
NEW YORK, NY 10281 – 1010

BROOKFIELD REAL ESTATE FINANCIAL PARTNERS, LLC
Manager

BRUCE FLATT
Investment Committee Member

RICHARD CLARK
Investment Committee Member

BARRY BLATTMAN
Investment Committee Member

WILLIAM POWELL
Investment Committee Member

**APPLICATIONS FOR REGISTRATION AS A HOLDING COMPANY AND FOR
FINDINGS OF SUITABILITY AS KEY EXECUTIVES OR MANAGER**

**APPLICATIONS FOR TEMPORARY OR PERMANENT WAIVERS OF THE
MANDATORY REQUIREMENTS FOR LICENSING, FINDINGS OF SUITABILITY, OR
REGISTRATION, ATTENDANT TO THE TRANSFER OF INTERESTS IN THE EQUITY
SECURITIES OF A REGISTERED INTERMEDIARY COMPANY IN ACCORDANCE
WITH NRS 463.489, NGC REGULATION 15B.310, AND NGC REGULATION
15.489 2-1**

Or in the alternative:

**APPLICATIONS FOR DELAYED LICENSING, REGISTRATION, OR FINDINGS OF
SUITABILITY RELATING TO THE TRANSFER OF INTERESTS IN THE EQUITY
SECURITIES OF A REGISTERED INTERMEDIARY COMPANY**

Re: 31408-01
BROOKFIELD ASSET MANAGEMENT INC. (PTC)
(An Ontario, Canada Corporation)
(100% of CRZ PIV SUBSCRIBER, LLC)
(100% of Brookfield Real Estate Financial Partners, LLC)
THREE WORLD FINANCIAL CENTER
200 VESEY ST, 11TH FLOOR
NEW YORK, NY 10281 – 1010

BRUCE FLATT
Senior Managing Partner/Chief Executive Officer

BRIAN LAWSON
Senior Managing Partner/Chief Financial Officer

APPLICATION FOR REGISTRATION AS A PUBLICLY TRADED CORPORATION

**APPLICATION FOR FINDING OF SUITABILITY AS SOLE MEMBER OF CRZ PIV
SUBSCRIBER, LLC**

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**APPLICATIONS FOR FINDINGS OF SUITABILITY OF THE OFFICERS, DIRECTOR,
OR KEY EXECUTIVES**

**APPLICATIONS FOR TEMPORARY OR PERMANENT WAIVERS AND/OR
EXEMPTIONS OF THE MANDATORY REQUIREMENTS FOR LICENSING, FINDINGS
OF SUITABILITY, OR REGISTRATION, ATTENDANT TO THE TRANSFER OF
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COMPANY IN ACCORDANCE WITH NRS 463.489, NGC REGULATION 16.450, NGC
REGULATION 15B.310, AND NGC REGULATION 15.489 2-1**

Or in the alternative:

**APPLICATIONS FOR DELAYED LICENSING, REGISTRATION, OR FINDINGS OF
SUITABILITY RELATING TO THE TRANSFER OF INTERESTS IN THE EQUITY
SECURITIES OF A REGISTERED INTERMEDIARY COMPANY**

Re: 31428-01
CRZ PIV SUBSCRIBER, LLC
(100% CRZ PIV, LLC)
THREE WORLD FINANCIAL CENTER
200 VESEY ST, 11TH FLOOR
NEW YORK, NY 10281 – 1010

BARRY BLATTMAN
Manager

CRAIG LAURIE
Manager

JOHN STINEBAUGH
Manager

**APPLICATIONS FOR REGISTRATION AS AN INTERMEDIARY COMPANY AND FOR
FINDINGS OF SUITABILITY AS MANAGERS**

**APPLICATIONS FOR TEMPORARY OR PERMANENT WAIVERS OF THE
MANDATORY REQUIREMENTS FOR LICENSING, FINDINGS OF SUITABILITY, OR
REGISTRATION, ATTENDANT TO THE TRANSFER OF INTERESTS IN THE EQUITY
SECURITIES OF A REGISTERED INTERMEDIARY COMPANY IN ACCORDANCE
WITH NRS 463.489, NGC REGULATION 15B.310, AND NGC REGULATION
15.489 2-1**

Or in the alternative:

**APPLICATIONS FOR DELAYED LICENSING, REGISTRATION, OR FINDINGS OF
SUITABILITY RELATING TO THE TRANSFER OF INTERESTS IN THE EQUITY
SECURITIES OF A REGISTERED INTERMEDIARY COMPANY**

Re: 31409-01
CRZ PIV, LLC
(13.75% of BREF Stellar, LLC)
THREE WORLD FINANCIAL CENTER
200 VESEY ST, 11TH FLOOR
NEW YORK, NY 10281 – 1010

BROOKFIELD REAL ESTATE FINANCIAL PARTNERS, LLC
Manager

APPLICATIONS FOR REGISTRATION AS AN INTERMEDIARY COMPANY AND FOR FINDING OF SUITABILITY AS A MANAGER

APPLICATIONS FOR TEMPORARY OR PERMANENT WAIVERS OF THE MANDATORY REQUIREMENTS FOR LICENSING, FINDINGS OF SUITABILITY, OR REGISTRATION, ATTENDANT TO THE TRANSFER OF INTERESTS IN THE EQUITY SECURITIES OF A REGISTERED INTERMEDIARY COMPANY IN ACCORDANCE WITH NRS 463.489, NGC REGULATION 15B.310, AND NGC REGULATION 15.489 2-1

Or in the alternative:

APPLICATIONS FOR DELAYED LICENSING, REGISTRATION, OR FINDINGS OF SUITABILITY RELATING TO THE TRANSFER OF INTERESTS IN THE EQUITY SECURITIES OF A REGISTERED INTERMEDIARY COMPANY

Re: 31411-01
BREF STELLAR, LLC
(100% of Brookfield Financial, LLC Series B)
THREE WORLD FINANCIAL CENTER
200 VESEY ST, 11TH FLOOR
NEW YORK, NY 10281 – 1010

BROOKFIELD REAL ESTATE FINANCIAL PARTNERS, LLC
Manager

APPLICATIONS FOR REGISTRATION AS AN INTERMEDIARY COMPANY AND FOR FINDING OF SUITABILITY AS A MANAGER

APPLICATIONS FOR TEMPORARY OR PERMANENT WAIVERS OF THE MANDATORY REQUIREMENTS FOR LICENSING, FINDINGS OF SUITABILITY, OR REGISTRATION, ATTENDANT TO THE TRANSFER OF INTERESTS IN THE EQUITY SECURITIES OF A REGISTERED INTERMEDIARY COMPANY IN ACCORDANCE WITH NRS 463.489, NGC REGULATION 15B.310, AND NGC REGULATION 15.489 2-1

Or in the alternative:

APPLICATIONS FOR DELAYED LICENSING, REGISTRATION, OR FINDINGS OF SUITABILITY RELATING TO THE TRANSFER OF INTERESTS IN THE EQUITY SECURITIES OF A REGISTERED INTERMEDIARY COMPANY

Re: 31413-01
BROOKFIELD FINANCIAL, LLC SERIES B
(100% of BREF HR, LLC, Class B, Non Voting Shares)
THREE WORLD FINANCIAL CENTER
200 VESEY ST, 11TH FLOOR
NEW YORK, NY 10281 – 1010

BROOKFIELD REAL ESTATE FINANCIAL PARTNERS, LLC
Manager

APPLICATIONS FOR REGISTRATION AS AN INTERMEDIARY COMPANY AND FOR FINDING OF SUITABILITY AS A MANAGER

APPLICATION FOR TRANSFER OF INTEREST

APPLICATION FOR REGISTRATION OF HRHH GAMING JUNIOR MEZZ, LLC AS AN INTERMEDIARY COMPANY

APPLICATION FOR REGISTRATION OF BREF HR, LLC AS AN INTERMEDIARY COMPANY AND SOLE MEMBER OF HRHH GAMING JUNIOR MEZZ, LLC

APPLICATION FOR FINDING OF SUITABILITY OF BREF HR MANAGEMENT, LLC AS A MANAGER

APPLICATIONS FOR TEMPORARY OR PERMANENT WAIVERS OF THE MANDATORY REQUIREMENTS FOR LICENSING, FINDINGS OF SUITABILITY, OR REGISTRATION FOR BREF HR, LLC AND BREF HR MANAGEMENT, LLC, ATTENDANT TO THE TRANSFER OF INTERESTS IN THE EQUITY SECURITIES OF A REGISTERED INTERMEDIARY COMPANY IN ACCORDANCE WITH NRS 463.489, NGC REGULATION 15B.310, AND NGC REGULATION 15.489 2-1

Or in the alternative:

APPLICATIONS FOR DELAYED LICENSING, REGISTRATION, OR FINDINGS OF SUITABILITY RELATING TO THE TRANSFER OF INTERESTS IN THE EQUITY SECURITIES OF A REGISTERED INTERMEDIARY COMPANY

Re: 30019-01
HRHH GAMING SENIOR MEZZ, LLC
(100% of BREF HRHH, LLC)
THREE WORLD FINANCIAL CENTER
200 VESEY ST, 11TH FLOOR
NEW YORK, NY 10281 – 1010

BREF HR MANAGEMENT, LLC
Manager

APPLICATIONS FOR REGISTRATION AS AN INTERMEDIARY COMPANY AND FOR FINDING OF SUITABILITY AS A MANAGER

Re: 31424-01
BREF HRHH, LLC
(100% of HRHH Gaming Member, LLC)
(99.9% of HRHH Gaming, LLC, dba Hard Rock Hotel & Casino)
THREE WORLD FINANCIAL CENTER
200 VESEY ST, 11TH FLOOR
NEW YORK, NY 10281 – 1010

BREF HR MANAGEMENT, LLC
Manager

APPLICATIONS FOR REGISTRATION AS AN INTERMEDIARY COMPANY AND FOR FINDING OF SUITABILITY AS A MANAGER

APPLICATIONS FOR TEMPORARY OR PERMANENT WAIVERS OF THE MANDATORY REQUIREMENTS FOR LICENSING, FINDINGS OF SUITABILITY, OR REGISTRATION, ATTENDANT TO THE TRANSFER OF INTERESTS IN THE EQUITY SECURITIES OF A REGISTERED INTERMEDIARY COMPANY IN ACCORDANCE WITH NRS 463.489, NGC REGULATION 15B.310, AND NGC REGULATION 15.489 2-1

Or in the alternative:

APPLICATIONS FOR DELAYED LICENSING, REGISTRATION, OR FINDINGS OF SUITABILITY RELATING TO THE TRANSFER OF INTERESTS IN THE EQUITY SECURITIES OF A REGISTERED INTERMEDIARY COMPANY

Re: 30021-01
HRHH GAMING MEMBER, LLC
(0.1% of HRHH Gaming, LLC, dba Hard Rock Hotel & Casino)
THREE WORLD FINANCIAL CENTER
200 VESEY ST, 11TH FLOOR
NEW YORK, NY 10281 – 1010

BREF HR MANAGEMENT, LLC
Manager

APPLICATIONS FOR REGISTRATION AS AN INTERMEDIARY COMPANY AND FOR FINDING OF SUITABILITY AS A MANAGER

Re: 31397-01
WARNER GAMING LLC
(100% of LVHR Casino, Inc.)
(100% of WG-Harmon, LLC)
8912 SPANISH RIDGE AVE., SUITE 120
LAS VEGAS, NV 89148

WILLIAM WAYNE WARNER
Manager

WARNER GAMING TRUST 100%
Member

WILLIAM WAYNE WARNER
Trustee/Beneficiary

APPLICATIONS FOR REGISTRATION OF WARNER GAMING, LLC AS AN INTERMEDIARY COMPANY – SOLE SHAREHOLDER OF LVHR CASINO, INC., AND SOLE MEMBER OF WG-HARMON, LLC

APPLICATIONS FOR REGISTRATION OF WARNER GAMING TRUST AS AN INTERMEDIARY COMPANY AND FOR FINDING OF SUITABILITY OF THE SOLE TRUSTEE AND BENEFICIARY

APPLICATION FOR APPROVAL OF WARNER GAMING, LLC TO GRANT OPTIONS TO HRHH HOTEL CASINO, LLC TO PURCHASE THE STOCK OF LVHR CASINO, INC., PURSUANT TO NRS 463.505

APPLICATION FOR FINDING OF SUITABILITY OF WILLIAM WAYNE WARNER AS A MANAGER

Re: 31417-01
17586-08
LVHR CASINO, INC.,
(Warner Gaming, LLC – 100%), dba
HARD ROCK HOTEL & CASINO
4455 PARADISE RD
LAS VEGAS, NV 89169

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WILLIAM WAYNE WARNER
President/Secretary/Treasurer/Director

APPLICATION FOR A NONRESTRICTED GAMING LICENSE INCLUDING A RACE BOOK AND SPORTS POOL

APPLICATIONS FOR LICENSURE AS A MANUFACTURER AND DISTRIBUTOR

APPLICATION FOR LICENSURE TO CONDUCT OFF-TRACK PARI-MUTUEL RACE AND SPORTS WAGERING

APPLICATION FOR APPROVAL TO RECEIVE A PERCENTAGE OF REVENUE FROM THE OPERATOR OF THE RACE BOOK AND SPORTS POOL, CANTOR G&W (NEVADA), L.P., DBA CANTOR GAMING, DB AT HARD ROCK HOTEL & CASINO

APPLICATION FOR LICENSURE OF WILLIAM WAYNE WARNER AS AN OFFICER AND DIRECTOR

Re: 31399-01
17586-07
WG-HARMON, LLC
(Warner Gaming, LLC – 100%), dba
HARD ROCK HOTEL & CASINO
4455 PARADISE RD
LAS VEGAS, NV 89169

WILLIAM WAYNE WARNER
Manager

APPLICATION FOR LICENSURE OF WG-HARMON, LLC AS A KEY EMPLOYEE AND FOR APPROVAL OF WG-HARMON, LLC TO RECEIVE A PERCENTAGE OF GAMING REVENUE FROM LVHR CASINO, INC., DBA HARD ROCK HOTEL & CASINO

APPLICATION FOR APPROVAL OF WG-HARMON, LLC TO RECEIVE A PERCENTAGE OF REVENUE FROM THE OPERATOR OF THE RACE BOOK AND SPORTS POOL, CANTOR G&W (NEVADA), L.P., DBA CANTOR GAMING DB AT HARD ROCK HOTEL & CASINO

APPLICATION FOR LICENSURE OF WILLIAM WAYNE WARNER AS A MANAGER

APPLICATION FOR A NONRESTRICTED GAMING LICENSE INCLUDING A RACE BOOK AND SPORTS POOL – REQUEST TO WITHDRAW APPLICATION

APPLICATIONS FOR LICENSURE AS A MANUFACTURER AND DISTRIBUTOR – REQUEST TO WITHDRAW APPLICATIONS

APPLICATION TO CONDUCT OFF TRACK PARI-MUTUEL RACE AND SPORTS WAGERING – REQUEST TO WITHDRAW APPLICATION

GCB RECOMMENDS:

NGC DISPOSITION:

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02-02-11 N11-0386 Re: 30260-01
CROWN LIMITED (PTC)
8 WHITEMAN ST
SOUTHBANK, VICTORIA 3006
AUSTRALIA

APPLICATION FOR AMENDMENT TO ORDER OF REGISTRATION

Re: 27334-01
CANNERY CASINO RESORTS, LLC
221 NORTH RAMPART BLVD
LAS VEGAS, NV 89145

**APPLICATION TO ISSUE A 12.25% MEMBERSHIP INTEREST TO CROWN CCR
GROUP INVESTMENTS ONE, LLC AND A 12.25% MEMBERSHIP INTEREST TO AND
CROWN CCR GROUP INVESTMENTS TWO, LLC**

Re: 30262-01
CROWN CCR GROUP INVESTMENTS ONE, LLC
(Crown CCR Holdings, LLC – 100%)
1209 ORANGE ST
WILMINGTON, DELAWARE 19801

**APPLICATION FOR LICENSURE AS A 12.25% MEMBER OF CANNERY CASINO
RESORTS, LLC**

Re: 30265-01
CROWN CCR GROUP INVESTMENTS TWO, LLC
(Crown CCR Holdings, LLC – 100%)
1209 ORANGE ST
WILMINGTON, DELAWARE 19801

**APPLICATION FOR LICENSURE AS A 12.25% MEMBER OF CANNERY CASINO
RESORTS, LLC**

GCB RECOMMENDS:

NGC DISPOSITION:

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This public comment agenda item is provided in accordance with NRS 241.020(2)(c)(3) which requires an agenda provide for a period devoted to comments by the general public, if any, and discussion of those comments. No action may be taken upon a matter raised under this item of the agenda until the matter itself has been specifically included on an agenda as an item upon which action will be taken.

PUBLIC COMMENTS AND DISCUSSION:
