

BEFORE THE NEVADA GAMING COMMISSION
AND THE STATE GAMING CONTROL BOARD

In the Matter of
AES TECHNOLOGY SYSTEMS, INC.
(Registration)

ORDER OF REGISTRATION

THIS MATTER came on regularly for hearing at Las Vegas, Nevada before the State Gaming Control Board on March 12, 1980 and before the Nevada Gaming Commission on March 20, 1980, 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 reports of the Securities Division, Investigations Division, and evidence presented by the applicant,

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, be, and they hereby are, accepted as filed:

(a) The application of AES Technology Systems, Inc. to be registered as a publicly traded corporation and found suitable as the sole stockholder of Game Plan, Incorporated.

(b) The application of Game Plan, Incorporated, a wholly owned subsidiary of AES Technology Systems, Inc., to be

registered as an intermediary holding company and sole stockholder of Game Plan of Nevada, Incorporated.

(c) The application of Game Plan of Nevada, Incorporated, to be licensed as a manufacturer and distributor of gambling devices.

2. THAT AES Technology Systems, Inc. be, and it hereby is, registered as a publicly traded holding company, and found suitable to be the sole stockholder of Game Plan, Incorporated, and that the following persons are found suitable in the capacities indicated:

Lee A. Goldboss	President, Treasurer, Director and a controlling stockholder
Martin T. Abrams	Chairman of the Board, Executive Vice President and a controlling stockholder

3. THAT Game Plan, Incorporated be, and it hereby is, registered as an intermediary holding company, and found suitable to be the sole stockholder of Game Plan of Nevada, Incorporated, dba Game Plan of Nevada, and that the following persons are found suitable in the capacities indicated:

Lee A. Goldboss	President, Treasurer and Director
Martin T. Abrams	Chairman of the Board and Executive Vice President
Charles H. Perlman	Secretary
Wendell McAdams	Vice President-Engineering

4. THAT Game Plan of Nevada, Incorporated be, and it hereby is, granted a license to manufacture and distribute gaming devices, and that the following persons are licensed in the capacities indicated:

Lee A. Goldboss	President, Treasurer and Director
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Martin T. Abrams

Chairman of the Board and Executive Vice President

Charles H. Perlman

Secretary

Wendell McAdams

Vice President-Engineering

5. THAT pursuant to NRS 463.625(2), AES Technology Systems, Inc. be, and it hereby is, exempt from compliance with NRS 463.585 (1), (2), (5), (6) and (7), and NRS 463.595 through NRS 463.615, inclusive, and shall instead comply with NRS 463.635 to NRS 463.645, inclusive.

6. THAT AES Technology Systems, Inc. be, and it hereby is, exempt from Regulation 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 Regulation 16.

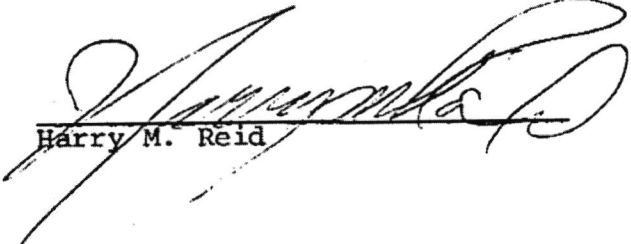
7. THAT except as permitted by NRS 463.690(2), neither AES Technology Systems, Inc. nor any person controlling, controlled by, or under common control with AES Technology Systems, Inc. shall have any involvement with gaming or parimutuel wagering outside the State of Nevada without first obtaining the approval of the Nevada Gaming Commission.

8. 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(2).

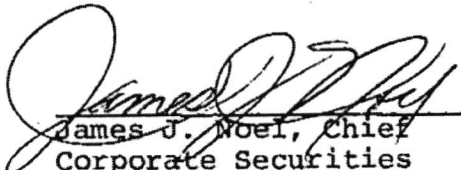
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ENTERED at Las Vegas, Nevada this 20th day of March, 1980.

FOR THE COMMISSION


Harry M. Reid

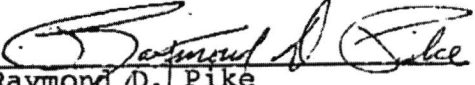
Submitted by:


James J. Noel, Chief
Corporate Securities

APPROVED

RICHARD BRYAN
Attorney General

By


Raymond D. Pike
Deputy Attorney General
Chief, Gaming Division