

BEFORE THE NEVADA GAMING COMMISSION
AND THE STATE GAMING CONTROL BOARD

In the Matter of

AMERISTAR CASINOS, INC.

(Registration) _____

ORDER OF REGISTRATION

THIS MATTER came on regularly for hearing before the State Gaming Control Board ("Board") on October 6, 1993, at Carson City, Nevada and specially for hearing before the Board on October 21, 1993, at Las Vegas, Nevada and regularly for hearing before the Nevada Gaming Commission ("Commission") on October 28, 1993, at Carson City, 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 Ameristar Casinos, Inc., for registration as a publicly traded corporation; for a finding of suitability as the sole stockholder of Cactus Pete's, Inc.; and for approval to make a public offering of up to 3,450,000 shares of its common stock; and

b. The application of Craig Hart Neilsen for a finding of suitability as the controlling stockholder of Ameristar Casinos, Inc.

2. THAT Ameristar Casinos, Inc. is registered as a publicly traded corporation and is found suitable as the sole stockholder of Cactus Pete's, Inc.

3. THAT Cactus Pete's, Inc., dba Cactus Petes Resort Casino, is licensed to conduct nonrestricted gaming operations at U.S. Highway 93, Jackpot.

4. THAT Cactus Pete's, Inc., dba The Horseshu, is licensed to conduct nonrestricted gaming operations at U.S. Highway 93, Jackpot.

5. THAT Craig Hart Neilsen is found suitable as the controlling stockholder of Ameristar Casinos, Inc.

6. THAT Ameristar Casinos, Inc. is granted approval, pursuant to NGC Regulation 16.110, to make a public offering of up to 3,450,000 shares of its common stock, \$0.01 par value, as described in the Securities and Exchange Commission ("SEC") Form S-1 Registration Statement (SEC Registration No. 33-68936) ("Registration Statement").

7. THAT the approvals set forth in paragraph 6 above are specifically conditioned as follows:

a. That Ameristar Casinos, Inc. shall keep the Board's Corporate Securities Division continuously and promptly informed as to the progress of the public offering and as to any other event that would have a material effect on Ameristar Casinos, Inc., or its subsidiaries, which would be subject to reporting on SEC Form 8-K; and

b. That the approvals granted herein may be rescinded without prior notice upon the issuance of an interlocutory stop order by the Chairman of the Board. Said interlocutory stop order, if issued, shall remain in effect until the interlocutory stop order is lifted by the Commission upon such terms as are satisfactory to the Commission.

8. THE Commission hereby delegates to the Chairman of the Board the authority to issue interlocutory stop orders for good cause, which shall remain in effect until lifted by the Commission as provided in paragraph 7 above.

9. THAT Ameristar Casinos, Inc. is granted ninety (90) calendar days from the date of this Order of Registration to have the Registration Statement declared effective by the SEC. If the Registration Statement is not declared effective by the SEC within said time period, unless administratively extended by the Chairman of the Board or his designee, then this Order of Registration and all of the approvals, terms and provisions herein shall be deemed withdrawn and rendered null and void.

10. THAT this Order of Registration shall not be effective until and unless the Registration Statement is declared effective by the SEC and the public offering described therein and in paragraph 6 above is sold to the underwriters.

11. THAT Ameristar Casinos, 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 Ameristar Casinos, Inc., Cactus Pete's, Inc., their subsidiaries, and any affiliated entities.

12. THAT pursuant to NRS 463.625, Ameristar Casinos, 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.

13. THAT Ameristar Casinos, Inc. is exempted from NGC Regulation 15 and shall instead comply with the provisions of NGC Regulation 16.

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

ENTERED at Carson City, Nevada, this 28th day of October, 1993.