

BEFORE THE NEVADA GAMING COMMISSION
AND THE STATE GAMING CONTROL BOARD

In the Matter of

ANCHOR GAMING

(Registration)

SIXTH REVISED ORDER OF REGISTRATION

THIS MATTER came on regularly for hearing before the State Gaming Control Board ("Board") on June 9, 1999, and before the Nevada Gaming Commission ("Commission") on June 24, 1999, 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 Anchor Gaming for (i) approval of an acquisition of control of Powerhouse Technologies, Inc., (ii) a finding of suitability as the sole shareholder of Powerhouse Technologies, Inc., (iii) approval to place restrictions upon the transfer of, and to enter into an agreement not to encumber, the equity securities of Anchor Coin and Powerhouse

Technologies, Inc. in conjunction with a \$300 million credit facility, and (iv) an amendment to its Fifth Revised Order of Registration; and

b. The applications of Powerhouse Technologies, Inc. for (i) registration as an intermediary company, and (ii) approval to place restrictions upon the transfer of, and to enter into an agreement not to encumber, the equity securities of Video Lottery Consultants, Inc. and VLC of Nevada, Inc. in conjunction with a \$300 million credit facility.

2. THAT the Fifth Revised Order of Registration, dated May 24, 1999 is hereby amended and restated, in its entirety, by this Sixth Revised Order of Registration.

3. THAT Anchor Gaming is registered as a publicly traded corporation and is found suitable as the sole stockholder of Anchor Coin and of Powerhouse Technologies, Inc., subject to the provisions of Paragraph 24.

4. THAT Anchor Gaming, pursuant to NGC Regulation 16.200, is hereby granted approval for the acquisition of control of Anchor Coin and of Powerhouse Technologies, Inc., subject to the provisions of Paragraph 24.

5. THAT Stanley Ewers Fulton is found suitable as the controlling stockholder of Anchor Gaming.

6. THAT Powerhouse Technologies, Inc. is registered as an intermediary company, subject to the provisions of Paragraph 24.

7. THAT Powerhouse Technologies, Inc. is found suitable as the sole shareholder of VLC of Nevada, Inc. and Video Lottery Consultants, Inc.

8. THAT VLC of Nevada, Inc. is licensed as a manufacturer, a distributor and an operator of slot machine route, subject to such conditions or limitations as may be imposed by the Commission.