

BEFORE THE NEVADA GAMING COMMISSION
AND THE STATE GAMING CONTROL BOARD

In the Matter of

BECKER GAMING, INC.
and
ARIZONA CHARLIE'S, INC.

(Registration)

SIXTH REVISED ORDERS OF REGISTRATION

THIS MATTER came on regularly for hearing before the State Gaming Control Board ("Board") on September 2, 1998, and before the Nevada Gaming Commission ("Commission") on September 24, 1998, 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 the following applications, as amended and supplemented, have been filed:

a. The application of Arizona Charlie's, Inc. for an amendment to its Fifth Revised Orders of Registration; and

b. The application of Carl Celian Ichan for approval of an acquisition of control of Arizona Charlie's, Inc. and for a finding of

suitability as a shareholder and controlling shareholder of Arizona Charlie's, Inc.; and

c. The application of Nybor Limited Partnership for approval of an acquisition of control of Arizona Charlie's, Inc. and for a finding of suitability as the sole shareholder of Arizona Charlie's, Inc.

2. THAT the Fifth Revised Orders of Registration, dated September 25, 1997, are hereby amended and restated, in their entirety, by these Sixth Revised Orders of Registration.

3. THAT Becker Gaming, Inc. is registered as a publicly traded corporation and is found suitable as the sole stockholder of Becker Gaming Group and Sunset Coin, Inc.

4. THAT Becker Gaming, Inc., pursuant to NGC Regulation 16.200, is granted approval for an acquisition of control of Becker Gaming Group and Sunset Coin, Inc.

5. THAT Bruce Frederic Becker, Barry Weddington Becker, Ernest August Becker, III, Ernest August Becker, IV, and Kathleen Caldwell Becker, are each found suitable, pursuant to NRS 463.643 as stockholders of Becker Gaming, Inc. and are each found suitable, pursuant to NGC Regulation 16.400, as controlling stockholders of Becker Gaming, Inc.

6. THAT Arizona Charlie's, Inc. is registered as a publicly traded corporation.

7. THAT Carl Celian Ichan is approved, pursuant to NGC Regulation 16.200, for an acquisition of control of Arizona Charlie's, Inc., is found suitable, pursuant to NRS 463.643, as a shareholder of Arizona Charlie's, Inc.