

BEFORE THE NEVADA GAMING COMMISSION
AND THE STATE GAMING CONTROL BOARD

In the Matter of
THE PROMUS COMPANIES INCORPORATED
AND
EMBASSY SUITES, INC.
(Registration)

ORDER OF REGISTRATION

THIS MATTER came on specially for hearing before the State Gaming Control Board on January 23, 1990, and regularly for hearing before the Nevada Gaming Commission on January 25, 1990, 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, are hereby accepted as filed:

a) The Promus Companies Incorporated for registration as a publicly traded corporation; for a finding of suitability to be the sole shareholder of Embassy Suites Inc.; for approval to participate in foreign gaming (New Jersey) pursuant to NRS 463.690; for preliminary approval to participate in foreign gaming (Australia) pursuant to NRS 463.690; for approval of public

offerings of 10-1/2% Senior Notes due 1994, 11% Subordinated Debentures due 1999, 15% Notes due 1992, 9-3/8% Notes due 1993, and 8-3/8% Notes due 1996, through its guarantee of the foregoing securities; for approval to pledge the common stock of Embassy Suites, Inc.; and for approval to place stock restrictions upon the common stock of Embassy Suites, Inc.;

b) Embassy Suites, Inc. for registration as a publicly traded corporation; for a finding of suitability to be the sole shareholder of Harrah's; for approval to participate in foreign gaming (New Jersey) pursuant to NRS 463.690; for preliminary approval to participate in foreign gaming (Australia) pursuant to NRS 463.690; for approval of public offerings of 10-1/2% Senior Notes due 1994, 11% Subordinated Debentures due 1999, 15% Notes due 1992, 9-3/8% Notes due 1993, and 8-3/8% Notes due 1996; for approval to pledge the common stock of Harrah's; and for approval to place stock restrictions upon the common stock of Harrah's;

c) Harrah's for registration as an intermediary company; for findings of suitability to be the sole shareholder of Harrah's Club and Nob Hill Casino, Inc.; for approval to participate in foreign gaming (New Jersey) pursuant to NRS 463.690; for preliminary approval to participate in foreign gaming (Australia) pursuant to NRS 463.690; for approval to pledge the common stock of Harrah's Club, Harrah's Laughlin, Inc. and Nob Hill Casino, Inc.; and for approval to place stock restrictions upon the common stock of Harrah's Club, Harrah's Laughlin, Inc. and Nob Hill Casino, Inc.; and

d) Harrah's Club for registration as an intermediary company; for a finding of suitability to be the sole shareholder of Holiday Casino, Inc; for approval to pledge the common stock of Holiday Casino, Inc.; and for approval to