



File No. SD-006

BEFORE THE NEVADA GAMING COMMISSION
AND THE STATE GAMING CONTROL BOARD

In the Matter of
HILTON HOTELS CORPORATION
(Registration)

AMENDMENT NO. 3 TO SECOND REVISED ORDER OF REGISTRATION

THIS MATTER came on regularly for hearing before the State Gaming Control Board on August 7, 1991, and before the Nevada Gaming Commission on August 29, 1991, 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 applications of Hilton Hotels Corporation for an amendment to its Order of Registration; for continuous approval to participate in foreign gaming; and for exemptions from NGC Regulations 4.700, 4.710, and 4.715, as amended and supplemented, are hereby accepted as filed.

2. THAT the Second Revised Order of Registration of Hilton Hotels Corporation entered on June 22, 1989, is hereby amended by adding thereto the

following new paragraphs:

"19. THAT Hilton Hotels Corporation is granted continuous approval to participate in foreign gaming and to continue its gaming operations in the State of Nevada through its affiliated companies, Hilton Nevada Corporation, Las Vegas Hilton Corporation, Flamingo Hilton Corporation, Reno Hilton Corporation, and Flamingo Hilton-Laughlin, Inc. Additionally, Hilton Hotels Corporation is hereby exempted from the requirements of NGC Regs. 4.700, 4.710 and 4.715."

"20. THAT the approval and exemptions granted in paragraph 19 above are expressly conditioned as follows:

a. The continuous approval and exemptions expire at midnight on the date of the May 1992 Nevada Gaming Commission meeting.

b. With respect to each foreign gaming operation, the applicant must:

(1) Submit personal background and financial information to the Board for the hotel manager, casino manager, controller and casino controller involved in gaming operations. The information provided shall include sufficient identification information, (e.g., passport number, date of birth) to enable the Board to conduct a background and financial investigation.

(2) The following information must be reported to the Board within 30 days after the end of the quarter during which the event occurred:

(a) Any change in ownership or control of any interest in the foreign operation.

(b) All gaming-related complaints, disputes, orders to show cause and disciplinary actions instituted, or presided over, by any