

BEFORE THE NEVADA GAMING COMMISSION
AND THE STATE GAMING CONTROL BOARD

In the Matter of
FITZGERALDS GAMING CORPORATION
(Registration)

REVISED ORDER OF REGISTRATION

THIS MATTER came on regularly for hearing before the State Gaming Control Board ("Board") on November 8, 1995, at Las Vegas, Nevada, and before the Nevada Gaming Commission ("Commission") on November 21, 1995, 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 of Fitzgeralds Gaming Corporation, as amended and supplemented, have been filed:

- a. For an amendment to its Order of Registration; and,
- b. For an amendment to its approval of a public offering of equity and debt.

2. THAT, prior to Fitzgeralds Gaming Corporation becoming a publicly traded corporation, approval is hereby granted, pursuant to NGC Regulation 15.585.7-1, for Fitzgeralds Gaming Corporation to effect a 1 for 4.6396341

reverse stock split. The Commission hereby delegates to the Chairman of the Board the authority to administratively approve an increase or decrease in the reverse stock split ratio; provided, that the Chairman of the Board finds that such increase or decrease does not constitute a material change from the above reverse stock split ratio. For the purposes hereof only, a change of 10% or less in the reverse stock split ratio shall not be deemed a material change.

3. THAT Fitzgeralds Gaming Corporation is registered as a publicly traded corporation and is found suitable as the sole stockholder of Fitzgeralds South, Inc., Fitzgeralds Reno, Inc. and Nevada Club, Inc.

4. THAT Fitzgeralds South, Inc. is registered as an intermediary company and is found suitable as the sole stockholder of Fitzgeralds Las Vegas, Inc.

5. THAT Fitzgeralds Las Vegas, Inc., dba Fitzgeralds Casino Hotel, is licensed to conduct nonrestricted gaming operations at 301 East Fremont Street, Las Vegas, subject to such conditions or limitations as may be imposed by the Commission.

6. THAT Fitzgeralds Las Vegas, Inc. is licensed as a manufacturer and a distributor, subject to such conditions or limitations as may be imposed by the Commission.

7. THAT Fitzgeralds Reno, Inc., dba Fitzgeralds Casino Hotel, is licensed to conduct nonrestricted gaming operations at 255 North Virginia Street, Reno, subject to such conditions or limitations as may be imposed by the Commission.