

BEFORE THE NEVADA GAMING COMMISSION
AND THE STATE GAMING CONTROL BOARD

In the Matter of
FITZGERALDS GAMING CORPORATION
(Registration)

SECOND REVISED ORDER OF REGISTRATION

THIS MATTER came on regularly for hearing before the State Gaming Control Board ("Board") on March 5, 1997, and before the Nevada Gaming Commission ("Commission") on March 20, 1997, 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 applications of Fitzgeralds Gaming Corporation for an amendment to its Order of Registration, and for approval to amend the previously approved Pledge Agreement; and

b. The application of Nevada Club, Inc. for a nonrestricted gaming license (slot machines only) dba Harolds Club, at 250 North Virginia Street, Reno.

2. THAT the Revised Order of Registration, dated November 21, 1995, is hereby amended and restated, in its entirety, by this Second Revised Order of Registration.

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.

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

9. THAT Nevada Club, Inc., dba Nevada Club, is licensed to conduct nonrestricted gaming operations at 224 North Virginia Street, Reno, subject to such conditions or limitations as may be imposed by the Commission.