

BEFORE THE NEVADA GAMING COMMISSION  
AND THE STATE GAMING CONTROL BOARD

In the Matter of  
FITZGERALDS GAMING CORPORATION  
(Registration)

FOURTH REVISED ORDER OF REGISTRATION

THIS MATTER came on regularly for hearing before the State Gaming Control Board ("Board") on December 9, 1998, and before the Nevada Gaming Commission ("Commission") on December 17, 1998, 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, have been filed:

a. The applications of Fitzgeralds Gaming Corporation for an amendment to its Third Revised Order of Registration, for approval to pledge the equity securities of Fitzgeralds South, Inc. and Fitzgeralds Reno, Inc. and for approval to place restrictions upon the transfer of, and enter into agreements not to encumber, the equity securities of Fitzgeralds South, Inc. and Fitzgeralds Reno, Inc. in conjunction with a certain loan agreement; and

b. The applications of Fitzgeralds South, Inc. for approval to pledge the equity securities of Fitzgeralds Las Vegas, Inc., and for approval to place restrictions upon the transfer of, and enter into agreements not to encumber, the equity securities of Fitzgeralds Las Vegas, Inc. in conjunction with a certain loan agreement.

2. THAT the Third Revised Order of Registration, dated May 21, 1998, is hereby amended and restated, in its entirety, by this Fourth 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. and Fitzgeralds Reno, 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 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.