

BEFORE THE NEVADA GAMING COMMISSION  
AND THE STATE GAMING CONTROL BOARD

In the Matter of  
HARVEYS CASINO RESORTS  
(Registration)

REVISED ORDER OF REGISTRATION

THIS MATTER came on regularly for hearing before the State Gaming Control Board ("Board") on February 8, 1995, and before the Nevada Gaming Commission ("Commission") on February 23, 1995, 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 Harveys Casino Resorts for a finding of suitability as the sole stockholder of Harveys L.V. Management Company, Inc. and for an amendment to its Order of Registration;
  - b. The applications of Harveys L.V. Management Company, Inc. for registration as an intermediary company, for licensure as a key employee of

Hard Rock Hotel, Inc., and for approval to place restrictions upon the transfer of, and enter into agreement not to encumber, the Class A common stock and Class B common stock of Hard Rock Hotel, Inc. solely in connection with the Stockholders Agreement by and among: Hard Rock Hotel, Inc., Harveys Wagon Wheel, Inc. [C/K/A Harveys Casino Resorts], and Lily Pond Investments, Inc., dated August 30, 1993; and

c. The application of Hard Rock Hotel, Inc. for licensure to conduct off-track pari-mutuel wagering and nonrestricted gaming operations, including a sports pool and race book.

2. THAT the Order of Registration, dated December 16, 1993, is hereby amended and restated, in its entirety, by this Revised Order of Registration.

3. THAT Harveys Casino Resorts is registered as a publicly traded corporation and is found suitable as the sole stockholder of Harveys L.V. Management Company, Inc.

4. THAT Harveys L.V. Management Company, Inc. is registered as an intermediary company, is found suitable as a 40% stockholder of the Class A (voting) common stock of Hard Rock Hotel, Inc. and is found suitable as a 40% stockholder of the Class B (non-voting) common stock of Hard Rock Hotel, Inc.

5. THAT Harveys L.V. Management Company, Inc. is licensed as a key employee of Hard Rock Hotel, Inc.

6. THAT Harveys Casino Resorts, dba Harvey's Resort Hotel/Casino, is licensed to conduct nonrestricted gaming operations, including a race book and sports pool, at Highway 50 and Stateline Avenue, Stateline, subject to such conditions or limitations imposed by the Commission.