

BEFORE THE NEVADA GAMING COMMISSION
AND THE STATE GAMING CONTROL BOARD

In the Matter of

ISLE OF CAPRI CASINOS, INC.

(Registration)_____

ORDER OF REGISTRATION

THIS MATTER came on regularly for hearing before the State Gaming Control Board (“Board”) on September 1, 2010, and before the Nevada Gaming Commission (“Commission”) on September 16, 2010, 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 Isle of Capri Casinos, Inc., for: (i) registration as a publicly traded corporation and (ii) a finding of suitability as the sole shareholder of IOC-Nevada, LLC,

b. The applications of IOC-Nevada, LLC for: (i) registration as an intermediary company and (ii) licensure as a member of Fernley Pioneers, LLC,

c. The applications of Robert Scott Goldstein, Richard Alter Goldstein and Jeffrey David Goldstein for a finding of suitability as a beneficial owner and controlling beneficial owner of Isle of Capri Casinos, Inc.

2. THAT Isle of Capri Casinos, Inc., is registered as a publicly traded corporation and is found suitable as the sole shareholder of IOC-Nevada, LLC.

3. THAT IOC-Nevada, LLC is registered as an intermediary company and is licensed as a member of Fernley Pioneers, LLC.

4. THAT Fernley Pioneers, LLC, dba Pioneer Crossing, is licensed to conduct nonrestricted gaming operations at 1705 Hwy 50A, Fernley, subject to such conditions or limitations as may be imposed by the Commission.

5. THAT Robert Scott Goldstein, Richard Alter Goldstein and Jeffrey David Goldstein are each found suitable as a beneficial owner and controlling beneficial owner of Isle of Capri Casinos, Inc.

6. THAT Isle of Capri Casinos, Inc. shall, within sixty (60) days of the effective date of this Order of Registration, establish and maintain a gaming compliance program for the purpose of, at a minimum, performing due diligence, determining the suitability of relationships with other entities and individuals, and to review and ensure compliance by Isle of Capri Casinos, Inc., and its subsidiaries and any affiliated entities, with the Nevada Gaming Control Act (the "Act"), as amended, the Commission's Regulations (the "Regulations"), as amended, and the laws and regulations of any other jurisdictions in which Isle of Capri Casinos, Inc., and its subsidiaries and any affiliated entities, may conduct gaming operations. The gaming compliance program, and amendments thereto, and the members of the gaming compliance committee, one such member who shall be independent and knowledgeable of the Act and Regulations, shall be administratively reviewed and approved by the Chairman of the Board or his designee. Isle of Capri Casinos, Inc., shall amend the gaming compliance program, or any element thereof, and perform such duties as may be requested or assigned by Chairman of the

Board or his designee, relating to a review of activities relevant to the continuing qualifications of Isle of Capri Casinos, Inc., under the provisions of the Act and Regulations.

7. THAT Isle of Capri Casinos, Inc., shall fund and maintain with the Board a revolving fund in the amount of \$50,000 for the purpose of funding investigative reviews by the Board for compliance with the terms of this Order of Registration and any amendments thereto. Without limiting the foregoing, the Board shall have the right, without notice, to draw upon the funds of said account for the payment of costs and expenses incurred by the Board and its staff in the surveillance, monitoring, and investigative review of all activities of Isle of Capri Casinos, Inc. its affiliated companies.

8. THAT Robert Scott Goldstein, Richard Alter Goldstein and Jeffrey David Goldstein shall not, without the prior approval of the Commission, engage in any transaction that would result in a change of control of B.I.J.R.R. Isle, Inc, B.I. Isle Partnership, L.P., IG Isle Partnership, L.P., Goldstein Group, Inc., Jeff Isle Partnership, L.P., Rich Isle Partnership, L.P, Rob Isle Partnership, L.P. or GFIL Holdings, LLC.

9. THAT pursuant to NRS 463.625, Isle of Capri Casinos, Inc., is exempted from compliance with NRS 463.585 through NRS 463.615, inclusive, and shall instead comply with NRS 463.635 through NRS 463.645, inclusive.

10. THAT Isle of Capri Casinos, Inc., is exempted from NGC Regulation 15 and shall instead comply with NGC Regulation 16.

11. THAT the Commission hereby expressly finds that the exemptions and conditions herein are consistent with the State policy set forth in NRS 463.0129 and 463.489.

ENTERED at Las Vegas, Nevada, this 16th day of September 2010.