

BEFORE THE NEVADA GAMING COMMISSION  
AND THE STATE GAMING CONTROL BOARD

In the Matter of  
JACKPOT ENTERPRISES, INC.  
(Registration)

FIFTEENTH REVISED ORDER OF REGISTRATION

THIS MATTER came on regularly for hearing before the State Gaming Control Board ("Board") on March 4, 1998, and before the Nevada Gaming Commission ("Commission") on March 19, 1998, 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 applications, as amended and supplemented, of Jackpot Enterprises, Inc. for an amendment to its Order of Registration to remove the restrictions on any offer for the sale of any equity security of any affiliated entitie(s) of Jackpot Enterprises, Inc., as is necessary in conjunction with the Jackpot Enterprises, Inc. application for approval of a continuous or delayed public offering, have been filed.

2. THAT the Fourteenth Revised Order of Registration of Jackpot Enterprises, Inc., dated June 19, 1996, is hereby amended and restated, in its entirety, by this Fifteenth Revised Order of Registration.

3. THAT Jackpot Enterprises, Inc. is registered as a publicly traded corporation and found suitable as the sole shareholder of Cardivan Company, Corral United, Inc., Corral Coin, Inc., Jackpot Gaming, Inc., and Corral Country Coin, Inc.

4. THAT, subject to such conditions or limitations as may be imposed by the Commission, Cardivan Company is licensed as an operator of a slot machine route and as a manufacturer and distributor, and Cardivan Company, dba Cardivan Company at the following locations, is licensed to conduct nonrestricted gaming operations (slot machines only) at each of the following locations:

Albertson's Food Center #149, 525 Keystone Avenue, Reno;  
Albertson's #151, 2150 Oddie Boulevard, Sparks;  
Albertson's #1628, 8584 West Lake Mead, Las Vegas;  
Albertson's #1664, 120 South Rainbow Boulevard, Las Vegas;  
Albertson's Store #1638, 4821 West Craig Road, Las Vegas;  
Albertson's #637, 1570 North Eastern Boulevard, Las Vegas;  
Albertson's #1621, 9200 West Sahara Avenue, Las Vegas;  
Albertson's #1616, 3160 North Rainbow Boulevard, Las Vegas;  
Albertson's #175, 195 West Plumb Lane, Reno;  
K-Mart #3592, 5050 East Bonanza Road, Las Vegas;  
K-Mart #3719, 4500 North Rancho Road, Las Vegas;  
K-Mart #3110, 3800 Kietzke Lane, Reno;  
K-Mart #4151, 2125 Oddie Boulevard, Sparks;  
Super K-Mart Center #4943, 3456 North Carson Street, Carson City;  
Lucky Store #586, 4420 East Bonanza Road, Las Vegas;  
Lucky Store #735, 1200 South Decatur Boulevard, Las Vegas;  
Lucky Store #787, 1001 South Rainbow Boulevard, Las Vegas;  
Lucky Store #732, 2400 East Bonanza Road, Las Vegas;  
Lucky Store #684, 610 North Nellis Boulevard, Las Vegas;  
Lucky Store #786, 1760 East Charleston Boulevard, Las Vegas;  
Lucky Store #695, 3121 North Rancho Drive, Las Vegas;  
Osco Drug Store #3, 680 North McCarran Boulevard, Sparks;  
Osco Drug Store #6, 285 East Plumb Lane, Reno;  
Osco Drug Store #41, 1250 West 7th Street, Reno;