

BEFORE THE NEVADA GAMING COMMISSION  
AND THE STATE GAMING CONTROL BOARD

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In the Matter of

LAS VEGAS GAMING, INC.

(Registration)\_\_\_\_\_

ORDER OF REGISTRATION

THIS MATTER came on regularly for hearing before the State Gaming Control Board (“Board”) on March 5, 2003, and before the Nevada Gaming Commission (“Commission”) on March 20, 2003, 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 Las Vegas Gaming, Inc., for (i) registration as a publicly traded corporation, (ii) approval for an exemption from NGC Regulation 16.100(1), pursuant to NGC Regulation 16.450, (iii) licensure as a manufacturer, distributor, and operator of an inter-casino linked system, (iv) an acquisition of control of Imagineering Systems, Inc., and (v) a finding of suitability as the sole shareholder of Imagineering Systems, Inc.

b. The application of Russell Robert Roth as shareholder and controlling shareholder of Las Vegas Gaming, Inc.

2. THAT Las Vegas Gaming, Inc., is registered as a publicly traded corporation and, pursuant to NGC Regulation 16.450, is granted an exemption from NGC Regulation 16.100(1).

3. THAT, pursuant to NGC Regulation 16.200, Las Vegas Gaming, Inc., is approved to acquire control of Imagineering Systems, Inc., and is found suitable as the sole shareholder of Imagineering Systems, Inc.

4. THAT Russell Robert Roth is found suitable, pursuant to NRS 463.643 and NGC Regulation 16.400, as a shareholder and controlling shareholder of Las Vegas Gaming, Inc.

5. THAT Las Vegas Gaming, Inc., is licensed as a manufacturer, a distributor, and an operator of an inter-casino linked system, subject to such conditions or limitations as may be imposed by the Commission.

6. THAT Imagineering Systems, Inc., is licensed as a manufacturer and as a distributor, subject to such conditions or limitations as may be imposed by the Commission.

7. THAT Las Vegas Gaming, Inc., shall establish and maintain a Gaming Compliance Plan ("Plan") 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 Las Vegas Gaming, 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 jurisdiction in which Las Vegas Gaming, Inc., its subsidiaries and any affiliated entities operate. The Plan, any 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. Las Vegas Gaming, Inc., shall amend the Plan, or any element thereof, and perform such duties as may be requested or assigned by the Chairman of the Board or his designee relating to a review of activities relevant to the continuing qualifications of Las Vegas Gaming, Inc., under the provisions of the Act and Regulations.

8. THAT Las Vegas Gaming, Inc., shall fund and maintain with the Board a revolving fund in the amount of \$15,000.00 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 Las Vegas Gaming, Inc., and its affiliated companies.

9. THAT pursuant to NRS 463.625, Las Vegas Gaming, 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 Las Vegas Gaming, 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 20<sup>th</sup> day of March 2003.