

BEFORE THE NEVADA GAMING COMMISSION
AND THE STATE GAMING CONTROL BOARD

In the Matter of

LONGS DRUG STORES CORPORATION

(Registration) _____

REVISED ORDER OF REGISTRATION

THIS MATTER came on regularly for hearing before the State Gaming Control Board ("Board") on May 7, 1997, and before the Nevada Gaming Commission ("Commission") on May 22, 1997, 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 application of Longs Drug Stores Corporation for an amendment to its Order of Registration and to reflect the deletion of Longs Drug Stores, Inc. - Nevada as a licensee;
 - b. The application of Longs Drug Stores California, Inc. for licensure to conduct restricted gaming operations as reflected in the Records of the Board and for deregistration as an intermediary company; and

c. The application of Robert Merrill Long as a shareholder and controlling shareholder of Longs Drug Stores Corporation.

2. THAT the Longs Drug Stores Corporation Order of Registration and Order Amending Registration dated October 4, 1985 is hereby amended and restated, in its entirety, by this Revised Order of Registration.

3. THAT Longs Drug Stores Corporation is registered as a publicly traded corporation and is found suitable as the sole shareholder of Longs Drug Stores California, Inc.

4. THAT Robert Merrill Long is found suitable as a shareholder and controlling shareholder of Longs Drug Stores Corporation.

5. THAT Longs Drug Stores California, Inc. is licensed to conduct restricted gaming operations at the locations identified in the Records of the Board.

6. THAT Longs Drug Stores Corporation shall fund and maintain with the Board a revolving fund in the amount of \$10,000 for the purpose of funding investigative reviews by the Board for compliance with the terms of this Order of Registration. 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 Longs Drug Stores Corporation and its subsidiaries, and their affiliated entities.

7. THAT pursuant to NRS 463.625, Longs Drug Stores Corporation is exempted from compliance with NRS 463.585 through 463.615, inclusive, and shall instead comply with NRS 463.635 through NRS 463.645, inclusive.

8. THAT Longs Drug Stores Corporation is exempted from Regulation 15 and shall instead comply with the provisions of Regulation 16.

9. THAT the Commission hereby expressly finds that the exemptions and waivers hereinabove granted are consistent with the state policy set forth in NRS 463.0129 and NRS 463.489.

ENTERED at Las Vegas, Nevada, this 22nd day of May, 1997.