

BEFORE THE NEVADA GAMING COMMISSION  
AND THE STATE GAMING CONTROL BOARD

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In the Matter of

THE MAJESTIC STAR CASINO, LLC  
and MAJESTIC INVESTOR  
HOLDINGS, LLC

(Registration)

REVISED ORDER OF REGISTRATION

THIS MATTER came on regularly for hearing before the State Gaming Control Board ("Board") on April 3, 2002, and before the Nevada Gaming Commission ("Commission") on April 18, 2002, 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 application of The Majestic Star Casino, LLC, for an amendment to its Order of Registration; and
  - b. The applications of Majestic Investor Holdings, LLC, for (i) registration as a publicly traded corporation, (ii) approval of a public offering and (iii) approval to pledge the membership interest in Barden Nevada Gaming, LLC, to Foothill Capital Corporation in conjunction with a Loan and Security Agreement.

2. THAT the Order of Registration of The Majestic Star Casino, LLC, dated October 18, 2001, is hereby amended and restated, in its entirety, by this Revised Order of Registration of The Majestic Star Casino, LLC, and Majestic Investor Holdings, LLC.

3. THAT The Majestic Star Casino, LLC, is registered as a publicly traded corporation and the Commission acknowledges that The Majestic Star Casino, LLC, is the sole member of Majestic Investor, LLC.

4. THAT Barden Development, Inc., is registered as a holding company and found suitable as the manager and sole beneficial owner of the membership interests of The Majestic Star Casino, LLC.

5. THAT Donnie Hamilton Barden is found suitable as the controlling person of The Majestic Star Casino, LLC.

6. THAT Majestic Investor, LLC, is registered as an intermediary company and found suitable as the sole member of Majestic Investor Holdings, LLC.

7. THAT Majestic Investor Holdings, LLC, is registered as a publicly traded corporation and the Commission acknowledges that Majestic Investor Holdings, LLC, is the sole member of Barden Nevada Gaming, LLC.

8. THAT Barden Nevada Gaming, LLC, dba Fitzgeralds Las Vegas Hotel and Casino, is licensed to conduct nonrestricted gaming operations at 300 South Fourth Street, Las Vegas, and is licensed as a manufacturer and as a distributor, all licenses subject to such conditions or limitations as may be imposed by the Commission.

9. THAT Majestic Investor Holdings, LLC, is granted approval, pursuant to NGC Regulation 16.110, to make a public offering of 11.653% Senior Subordinated Notes due 2007, pursuant to and as more fully described in the SEC Form S-4 Registration Statement, as amended, (SEC Registration No. 333-81584).

10. THAT the approval set forth in Paragraph 9 is specifically conditioned as follows: