

Draft #1

File No. SD-004

BEFORE THE NEVADA GAMING COMMISSION
AND THE STATE GAMING CONTROL BOARD

In the Matter of
MIRAGE RESORTS, INCORPORATED
(Registration)

NINTH REVISED ORDER OF REGISTRATION

THIS MATTER came on regularly for hearing before the State Gaming Control Board ("Board") on June 5, 1996, and before the Nevada Gaming Commission ("Commission") on June 20, 1996, 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 applications of Mirage Resorts, Incorporated for an amendment to its Order of Registration and for a finding of suitability as the sole shareholder of BELLAGIO;

b. The applications of BELLAGIO for registration as an intermediary company and for a finding of suitability as the sole shareholder of MRGS Corp.;

c. The application of MRGS Corp. for licensure as a 50% general partner of Victoria Partners, a Nevada general partnership; and

d. The application of Victoria Partners, a Nevada general partnership, dba Monte Carlo Resort & Casino, for licensure to conduct off-track pari-mutuel wagering and for a nonrestricted gaming license, including a race book and sports pool.

2. THAT the Eighth Revised Order of Registration of Mirage Resorts, Incorporated, dated May 25, 1995, is hereby amended and restated, in its entirety, as this Ninth Revised Order of Registration.

3. THAT Mirage Resorts, Incorporated is registered as a publicly traded corporation and is found suitable as the sole stockholder of GNLV, CORP., GNL, CORP., THE MIRAGE CASINO-HOTEL and BELLAGIO.

4. THAT GNLV, CORP. is registered as an intermediary company and is found suitable as the sole stockholder of Golden Nugget Manufacturing Corp.

5. THAT Golden Nugget Manufacturing Corp. is licensed as a manufacturer and distributor, subject to such conditions or limitations as may be imposed by the Commission.

6. THAT GNLV, CORP., dba Golden Nugget, is licensed to conduct off-track pari-mutuel wagering and nonrestricted gaming operations, including a race book and sports pool, at 129 Fremont Street, Las Vegas, subject to such conditions or limitations as may be imposed by the Commission.

7. THAT GNL, CORP., dba Golden Nugget-Laughlin, is licensed to conduct off-track pari-mutuel wagering and nonrestricted gaming operations, including a sports pool and race book, at 2300 Casino Drive, Laughlin, subject to such conditions or limitations as may be imposed by the Commission.