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RESOLUTION 1995- 15

JUN 19 1995

A RESOLUTION CONCERNING THE REQUEST OF  
TRUMP INDIANA, INC. TO TRANSFER OWNERSHIP OF  
ITS CAPITAL STOCK TO TRUMP HOTELS & CASINO RESORTS HOLDINGS, L.P. <sup>INDIANA</sup> GAMING COMMISSION

**WHEREAS**, the Indiana Gaming Commission ("the Commission") has the power and duty under IC 4-33-4-1 to fully and effectively execute IC 4-33 ("the Riverboat Gambling Law");

**WHEREAS**, the Commission has the power and duty to take any reasonable or appropriate action to enforce the Riverboat Gambling Law;

**WHEREAS**, pursuant to IC 4-33-4-1(a)(4), the Commission has the power and duty to "investigate applicants and determine the eligibility of applicants for licenses";

**WHEREAS**, the Commission is required under IC 4-33-4-5 to adopt standards for the licensing of persons regulated under the Riverboat Gambling Law;

**WHEREAS**, pursuant to IC 4-33-4-21, which became effective on May 9, 1995 (House Enrolled Act 1722), the Commission must approve the transfer of a riverboat owner's license;

**WHEREAS**, on December 9, 1994, the Commission issued a Certificate of Suitability to Trump Hotels and Casino Resorts, Inc., a corporation wholly-owned by Donald J. Trump ("Trump");

**WHEREAS**, the Certificate of Suitability issued to Trump Hotels and Casino Resorts, Inc. was valid for a period of one hundred eighty (180) days;

**WHEREAS**, pursuant to Resolution 1995-11, the Commission extended the Certificate of Suitability until July 31, 1995;

**WHEREAS**, on March 31, 1995, Trump Hotels and Casino Resorts, Inc. filed Articles of Amendment of the Articles of Incorporation changing the name of the corporation to Trump Indiana, Inc.;

**WHEREAS**, Trump has developed a restructuring involving the formation of three (3) new entities: Trump Hotels & Casino Resorts, Inc.; Trump Hotels & Casino Resorts Holdings L.P.; and Trump Hotels & Casino Resorts Funding, Inc.;

**WHEREAS**, pursuant to the restructuring, the ownership of Trump Indiana, Inc. will be transferred from Trump to Trump Hotels & Casino Resorts Holdings, L.P., a limited partnership, Donald Trump as sole limited partner, and Trump Hotels & Casino Resorts, Inc. as sole general partner;

**WHEREAS**, Trump Hotels & Casino Resorts, Inc., will, pursuant to an initial public offering, have common stock held by both Trump and public shareholders;

**WHEREAS**, Trump Hotels & Casino Resorts Holdings, L.P. and Trump Hotels & Casino Resorts Funding, Inc. will issue senior secured notes to the public, which notes will be secured by, among other things, the capital stock of Trump Indiana, Inc.;

**WHEREAS**, Trump has filed with the Securities and Exchange Commission Registration Statements on Form S-1 with respect to and describing in detail the debt offering and the stock offering copies of which have been provided to the Commission; and

**WHEREAS**, Trump Indiana, Inc. has requested that the Commission approve the transfer and waive the application procedure set forth in 68 IAC 5-1 (adopted by the Commission on June 7, 1995 pursuant to Resolution 1995-13) for the approval of a transfer since the only shareholder known to exceed a five percent (5%) ownership interest is Trump (copy of request attached).

**NOW, THEREFORE, BE IT RESOLVED BY THE INDIANA GAMING COMMISSION, THAT THE FOLLOWING RESOLUTION IS ADOPTED:**

**SECTION 1. SCOPE.**

This guideline applies to Trump Indiana, Inc.

**SECTION 2. DEFINITIONS.**

The definitions set forth in IC 4-33-2 and 68 IAC 1-1 apply to this resolution.

**SECTION 3. ACTION ON THE REQUEST FOR TRANSFER.**

The request for approval of Trump to transfer his ownership of the capital stock of Trump Indiana, Inc. to Trump Hotels & Casino Resorts Holdings, L.P. as more fully set out in the request for approval submitted June 8, 1995, is hereby

APPROVED  
**APPROVED or DENIED**

**SECTION 4. NOTIFICATION CONDITION.**

Trump Indiana, Inc. shall notify the Commission, pursuant to 68 IAC 5-1-4, (adopted by the Commission on June 7, 1995, pursuant to Resolution 1995-13) if any person acquires direct or

indirect interest of five percent (5%) or more of securities of Trump Hotels & Casino Resorts, Inc. or of any debt offering of Trump Hotels & Casino Resorts Holdings, L.P. or Trump Hotels & Casino Resorts Funding, Inc.

**SECTION 5. CERTIFICATE OF SUITABILITY.**

Approval of the transfer of ownership of the capital stock of Trump Indiana, Inc. to Trump Hotels & Casino Resorts Holdings, L.P. does not extend the validity of the Certificate of Suitability beyond July 31, 1995. Extension of the Certificate of Suitability beyond July 31, 1995 will require further Commission action.

**SECTION 6. ACKNOWLEDGEMENT OF NAME CHANGE.**

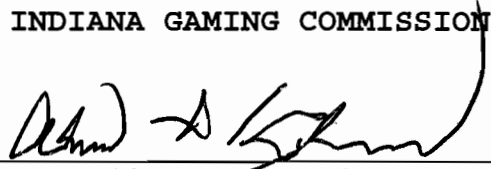
The Commission hereby acknowledges the name change of Trump Hotels and Casino Resorts, Inc. to Trump Indiana, Inc.

**SECTION 7. EFFECTIVE DATE.**

This RESOLUTION is effective immediately.

ADOPTED, THIS THE 12th DAY OF JUNE, 1995:

THE INDIANA GAMING COMMISSION:

  
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Alan I. Klineman, Chair

ATTEST:

  
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Donald R. Vowels, Secretary