

RESOLUTION 1997-13

**A RESOLUTION CONCERNING THE
WITHDRAWAL OF SENIOR SECURED NOTES
BY BLUE CHIP CASINO, INC.**

The Indiana Gaming Commission adopts the following resolution pursuant to authority granted to it under IC 4-33 and pursuant to 68 IAC 1-2-6.

The following factors have been considered by the Commission:

1. Pursuant to IC 4-33-4-21, the Commission must review proposed public financing to ensure that the Riverboat Owner's License is not leased, hypothecated, or money is not borrowed or loaned against the Riverboat Owner's License.
2. Pursuant to a Confidential Preliminary Offering Memorandum, Blue Chip Casino, Inc. received permission to offer and sell Senior Secured Notes due 2004 in an amount up to One Hundred Five Million Dollars (\$105,000,000) with the interest at prevailing market rates for similar investments.
3. Blue Chip Casino, Inc. withdrew the public financing of Senior Secured Notes due to the unacceptable prevailing interest rate in the public market.
4. Blue Chip Casino, Inc. seeks approval of a Credit Agreement for a private offering in an amount up to Eighty Million Dollars (\$80,000,000) with a lower interest rate than available in the public market.

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

SECTION 1. SCOPE.

This resolution applies to Blue Chip Casino, Inc.

SECTION 2. DEFINITIONS.

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

SECTION 3. ACTION ON REQUEST FOR APPROVAL OF A PRIVATE CREDIT AGREEMENT.

The request for the approval of the private Credit Agreement which is to be entered into by Blue Chip Casino, Inc., in an amount up to Eighty Million Dollars (\$80,000,000), with interest at a lower rate than the market rate at the time of the public offering, is hereby delegated to the Executive Director for approval or disapproval after review by the Executive Director and Commission staff:

Adoption of this resolution and the approval of the Credit Agreement by Blue Chip Casino, Inc. does not in any way constitute a waiver of the Commission's authority and ability to approve or disapprove any future changes in the ownership of the Certificate of Suitability, Riverboat Owner's License, or assets incident thereto which may occur in the event of a default.

SECTION 4. EFFECTIVE DATE.

This resolution is effective immediately.

ADOPTED THIS THE 25TH DAY OF MARCH, 1997:

THE INDIANA GAMING COMMISSION:



Alan I. Klineman, Chair

ATTEST:



Robert Swan, Commissioner