

## RESOLUTION 2000-30

### A RESOLUTION CONCERNING A STOCK PURCHASE AGREEMENT EXECUTED BY AMERICAN GAMING & ENTERTAINMENT, LTD.

The Indiana Gaming Commission (“Commission”) adopts the following resolution pursuant to the 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. The Bennett Funding, Inc. et al. (“Bennett Funding”) and Shamrock Holdings Group, Inc. (“Shamrock Holdings Group”) together own a substantial portion, if not all, the stock currently issued for American Gaming & Entertainment, Ltd.
2. As addressed by the Commission in RESOLUTION 2000-29, American Gaming & Entertainment, Ltd. (“AGEL”) and RSR, LLC intend to execute a document to redeem AGEL’s entire 24.5% interest in RSR to the remaining members of RSR. Upon Commission approval of the transfer, AGEL no longer holds an interest in any Indiana licensee.
3. Bennett Funding, Shamrock Holdings Group, Inc. and AGEL have entered into a Stock Purchase Agreement to transfer 100% of the stock held in AGEL to John F. Fisbeck, David B. McLane and Carter M. Fortune.
4. Due to a purposed document to transfer AGEL’s 24.5% interest in RSR to the remaining members of RSR, John F. Fisbeck, David B. McLane and Carter M. Fortune will not hold any interest in RSR or any other Indiana licensee.
5. To the extent the Commission retains jurisdiction over AGEL, Bennett Funding, Shamrock, and AGEL request approval of the transfer of 100% of the stock in AGEL to John F. Fisbeck, David B. McLane and Carter M. Fortune pursuant to the terms of the Stock Purchase Agreement, paragraph 8. titled Conditions to Closing.

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

#### **SECTION 1. SCOPE.**

This resolution applies to The Bennett Funding, Inc. et al., Shamrock Holdings Group, Inc., American Gaming & Entertainment, Ltd.

**SECTION 2. DEFINITIONS.**

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

**SECTION 3. ACTION ON THE REQUEST FOR COMMISSION APPROVAL.**

The Commission hereby:

GRANTS

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GRANTS OR DENIES

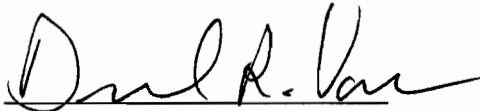
the request for approval of the Stock Purchase Agreement between The Bennett Funding, Inc. et al., Shamrock Holdings Group, Inc., American Gaming & Entertainment, Ltd., John F. Fisbeck, David B. McLane and Carter M. Fortune to the extent the Commission retains jurisdiction of AGEL and pursuant to the conditions of closing in the Stock Purchase Agreement, paragraph 8. titled Conditions to Closing, subject to Commission staff review and approval of the final documents on or before August 31, 2000.

**SECTION 4. EFFECTIVE DATE.**

This RESOLUTION is effective immediately.

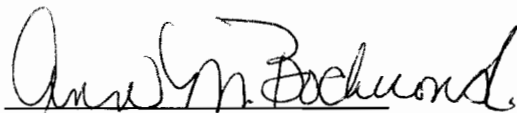
**ADOPTED THIS THE 21<sup>st</sup> DAY OF AUGUST, 2000:**

**THE INDIANA GAMING COMMISSION:**



**Donald R. Vowels, Chair**

**ATTEST:**



**Ann M. Bochnowski, Vice-Chair**