



Casino Service Industry License Application

I. COMPLETING THIS FORM:

- A. You are to complete this application if you plan to do business in the Commonwealth of Puerto Rico and if you satisfy one or more of the following criteria:
1. Manufacture, supply or distribute devices, machines, equipment and items or articles which:
 - a. are specifically designed for use in the operation of a casino;
 - b. are needed to conduct an authorized game of chance in Puerto Rico;
 - c. have the capacity to affect the outcome of the play of an authorized game of chance in Puerto Rico; or
 - d. have the capacity to affect the calculation, storage, collection, or control of revenue generated by a casino licensee from gaming operations, including those from slot machine operations;
 2. Are a gaming equipment servicer or repairer;
 3. Provide services directly related to the operation, regulation or management of a casino; or
 4. Provide such other goods or services determined by the Puerto Rico Tourism Company to be so utilized in or incidental to gaming, or casino activity as to require licensing in order to contribute to the public confidence and trust in the credibility and integrity of the gaming industry in the Commonwealth of Puerto Rico.
- B. Read each question carefully prior to answering. Answer every question completely, do not leave blank spaces. If a question does not apply to you, indicate "Does not Apply" in response to that question. If there is nothing to disclose in response to a particular question, state "None" in response to that question. Attachments for questions 18, 19 and 20 are required.
- C. All answers to this form, except initials and signatures, must be typed or printed in block lettering using only dark ink. If the application is not legible, it will not be accepted.

Initials _____

D. Please attach to the back of this form the answers requested herein. Be sure to indicate the number(s) of the question(s) that you are answering.

II. Before you submit this form to the Puerto Rico Tourism Company, be sure that:

A. Any attachments to this form are included in both the original and the photocopy.

B. Every question has been answered completely.

C. You must retain a completed copy of this form for your own records.

III. Filing of this form with the Puerto Rico Tourism Company.

A. Submit an original and one (1) photocopy of this form and the attachments to:

Puerto Rico Tourism Company
Gaming Division
Blanco Olaya Building
201 Tetuán Street
Old San Juan, P.R. 00902

B. If the photocopy of this form is not clear, the application will not be accepted.

C. The fees for the Casino Service Industry license application is as follows:

1. Five hundred dollars (\$500.00) application fee to cover the expenses related to the processing and investigation.
2. Application fees are non-refundable.
3. If a permanent license is approved, a license fee of up to five thousand dollars (\$5,000) will be requested. License fees are determined by the services or goods offer. Permanent licenses are issued for a period of two (2) years.

D. Once filed, an application may not be withdrawn without the permission of the Puerto Rico Tourism Company.

IV. Important notices.

A. This form is available in the Spanish language. Should you be unable to understand this form fully either in English or Spanish (if using the Spanish version of this form), it is your

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responsibility to acquire adequate means of translation.

- B. All notices regarding your application will be sent to the address that you provided on this form. You must immediately notify the Puerto Rico Tourism Company of any change of address.
- C. Failure to answer any question completely and truthfully will result in a denial of your license application.
- D. If a Casino Service License is issued, failure to notify any change in the information provided herein and any material departure from any representation made in this form shall be cause for suspension or revocation of it.
- E. All devices, machines and equipment connected to gaming must be previously approved by the Puerto Rico Tourism Company. The Puerto Rico Tourism Company shall only approve slot machines and software programs approved in the State of New Jersey.

V. Please provide the following information:

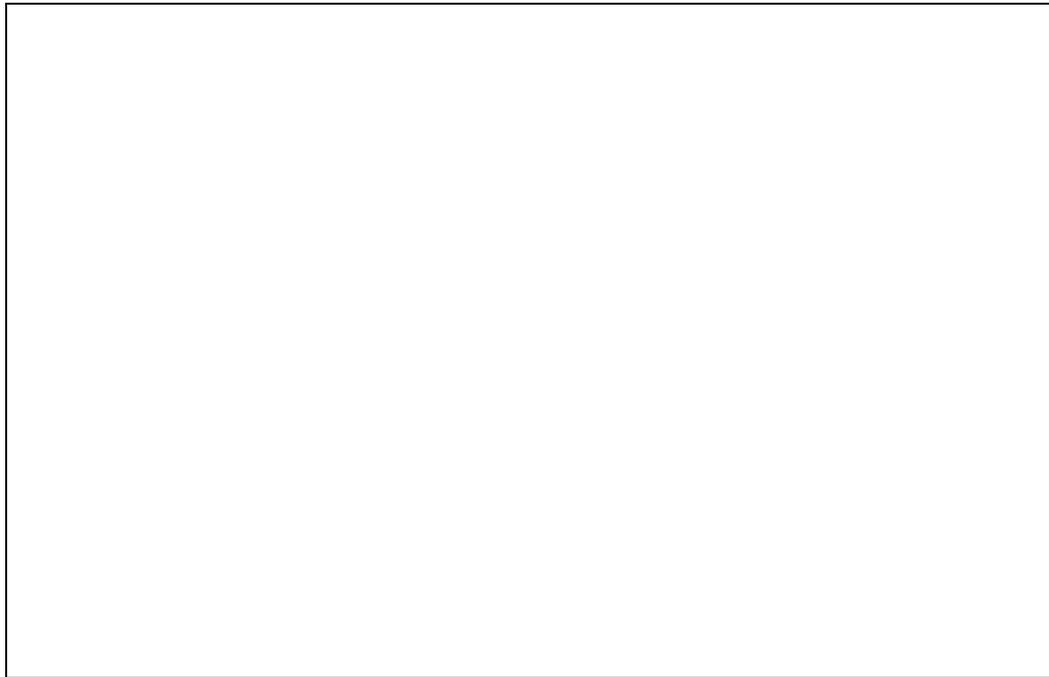
- 1. Evidence proving that presently you are a Casino Service Industry Licensee authorized by the Casino Control Commissioner of the State of New Jersey. Such evidence must include: (i) any amendments to the license, (ii) proof that the license continues to be in full force and effect, and (iii) date of expiration of the license;

- | |
|--|
| <input type="checkbox"/> included as attachment A |
| <input type="checkbox"/> does not apply |

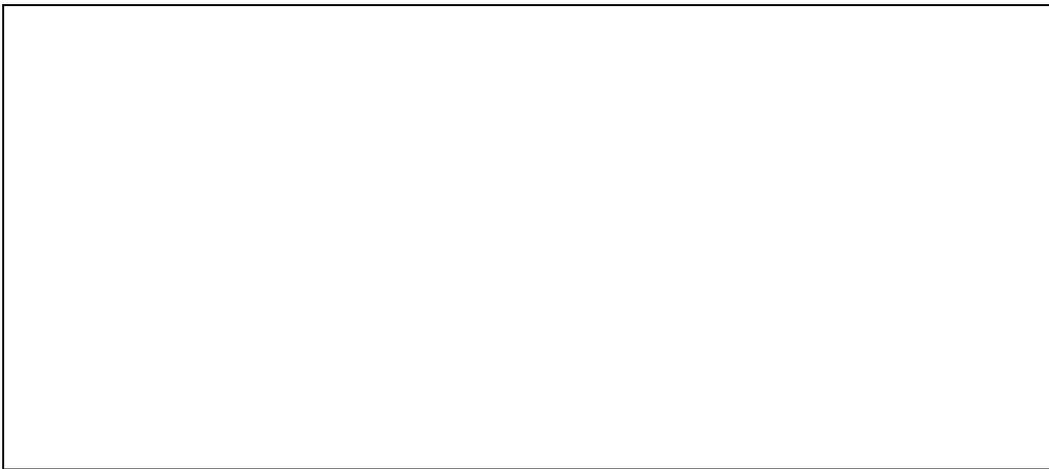
- 2. Current and former official and trade names used and the dates of use;

- 3. Current and former business addresses;

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4. Business telephone number;



5. Business form and, as appropriate, a copy of the Certificate of Incorporation, Charter, By-Laws, Partnership Agreement, Trust Agreement or other documentation relating to the legal organization of the enterprise (include it as attachment B);
6. Certificate of Good Standing issued by the Puerto Rico Department of State and by the proper government authority of the jurisdiction of incorporation (include it as attachment C);

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7. A description of the present and any former business engaged in by the enterprise;

8. The name, home address, date of birth, current title or position, and, if applicable, percentage of ownership for the following persons:
- i. Each officer, director or trustee;
 - ii. Each owner, or partner, including all partners, whether general, limited or otherwise;

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- iii. Each beneficial owner of more than five percent (5%) of the outstanding voting securities;
- iv. Each sales representative or other person who will regularly solicit business from a casino licensee;
- v. Each management person who supervises a regional or local office which employs a sales representative or other persons who regularly solicit business from a casino licensee; and
- vi. Any other person not otherwise specified in (i) or (v) above who has signed or will sign any agreement with a casino licensee;

(include a table as attachment D)

- 9. A flow chart which illustrates the ownership of any other enterprise which holds an interest in the filing enterprise;

<input type="checkbox"/> see attachment E
<input type="checkbox"/> does not apply

- 10. A description of any civil, criminal and investigatory proceedings in any jurisdiction in which the enterprise, its subsidiaries, its management, officers, directors or shareholders have been involved, which shall include:

- i. Any arrest, indictment, charge or conviction for any criminal or disorderly offense;

<input type="checkbox"/> see attachment F (i)
<input type="checkbox"/> does not apply

- ii. Any criminal proceeding in which the enterprise or its subsidiaries have been a party or has been named as an unindicted co-conspirator;

<input type="checkbox"/> see attachment F (ii)
<input type="checkbox"/> does not apply

- iii. Existing civil litigation if damages are reasonably expected to exceed fifty thousand dollars (\$50,000.00), except for claims covered by an insurance policy;

<input type="checkbox"/> see attachment F (iii)
<input type="checkbox"/> does not apply

- iv. Any judgment, consent decree or consent order entered against the enterprise

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pertaining to a violation or alleged violation of the federal antitrust, trade regulations or securities laws or similar laws of any jurisdiction;

- see attachment F (vi)
- does not apply

11. For the enterprise and any holding or intermediary company, information regarding any judgments or petitions for bankruptcy or insolvency and any relief sought under any provision of the Federal Bankruptcy Act or any state insolvency law, and any receiver, fiscal agent, trustee or similar officer appointed for the property or business of the enterprise or any holding, intermediary or subsidiary company;

- see attachment G
- none

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12. Whether the enterprise has had any license or certificate denied, suspended or revoked by any

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government agency in the State of New Jersey or in any other jurisdiction, the nature of such license or certificate, the agency and its location, the date of such action, the reasons thereof and the facts related thereto (if the space provided it's not enough, you may add additional pages and include all the information, remember to initiate every page and identify each additional page as 9a, 9b, etc.);

13. Whether the enterprise has ever applied for a license, permit or authorization to participate in any

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lawful gaming operation in any jurisdiction, other than New Jersey, the agency and its location, date of application, the nature of the license permit or authorization, number and expiration date (if the space provided it's not enough, you may add additional pages and include all the information, remember to initiate every page and identify each additional page as 10a, 10b, etc.).

A large, empty rectangular box with a thin black border, occupying most of the page. It is intended for the applicant to provide details about lawful gaming operations in other jurisdictions, as specified in the text above.

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14. Whether the enterprise or any director, officer, partner, employee or person acting on behalf of the enterprise has made bribes or kickbacks to any employee, company, organization or government official (if the space provided it's not enough, you may add additional pages and include all the information, remember to initiate every page and identify each additional page as 11a, 11b, etc.).

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15. A copy of each of the following:

- i. Annual reports for the past five years;

<input type="checkbox"/> attachment H (i)
<input type="checkbox"/> does not apply

- ii. Any annual reports prepared within the last five years on Form 10K pursuant to sections 13 or 15d of the Securities Exchange Act of 1934;

<input type="checkbox"/> attachment H (ii)
<input type="checkbox"/> does not apply

- iii. An audited financial statement for the last fiscal year, including, without limitation, an income statement, balance sheet and statement of sources and application of funds, and all notes to such statements and related financial schedules;

<input type="checkbox"/> attachment H (iii)
<input type="checkbox"/> does not apply

- iv. Copies of all annual financial statements, whether audited or unaudited, prepared in the last five (5) fiscal years, any exceptions taken to such statements by an independent auditor and the management response there to;

<input type="checkbox"/> attachment H (iv)
<input type="checkbox"/> does not apply

- v. The most recent quarterly unaudited financial statement prepared by or for the enterprise or, if the enterprise is registered with the Securities Exchange Commission (SEC), a copy of the most recently filed Form 10Q;

<input type="checkbox"/> attachment H (v)
<input type="checkbox"/> does not apply

- vi. Any current report prepared due to a change in control of the enterprise, an acquisition or disposition of assets, a bankruptcy or receivership proceeding, a change in the enterprise's certifying accountant or any other material event, or, if the enterprise is registered with the SEC, a copy of the most recently filed Form 8K;

<input type="checkbox"/> attachment H (vi)
<input type="checkbox"/> does not apply

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- vii. The most recent Proxy or Information Statement filed pursuant to Section 14 of the Securities Exchange Act of 1934;

attachment H (vii)
 does not apply

- viii. Registration Statements filed in the last five (5) years pursuant to the Securities Act of 1933; and

attachment H (viii)
 does not apply

- ix. All reports and correspondence submitted within the last five (5) years by independent auditors for the enterprise which pertain to the issuance of financial statements, managerial advisory services or internal control recommendations.

attachment H (ix)
 does not apply

16. An organizational chart of the enterprise, including position descriptions and the name of the person holding each position (include it as attachment I).
17. Copies of all Internal Revenue Forms 1120 (corporate income tax return), all Internal Revenue Forms 1065 (partnership return) or all Internal Revenue Forms 1040 (personal return) and all Puerto Rico Tax Returns (if applicable) filed for the last five (5) years (include it as attachment J).
18. Certificate evidencing the filing of the Puerto Rico Income Tax Returns issued by the Puerto Rico Treasury Department (include it as attachment K).
19. Negative Tax Debt Certificate issued by the Puerto Rico Treasury Department (include it as attachment L).
20. Negative Tax Debt Certificate issued by the Municipal Revenue Collection Center (CRIM) (include it as attachment M).

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STATEMENT OF TRUTH

Initials _____

STATE OF _____:

COUNTY OF _____:

_____, being duly sworn according to law deposes and says:

1. I am the applicant who is submitting this application form.
2. I personally supplied the information contained in this form.
3. I understand and read the English (Spanish) language or I have had an interpreter read, explain and record the answer to each and every question on this application form.
4. I swear (or affirm) that the foregoing statements made by me are true. I am aware that if any of the foregoing statements made by me is willfully false, I am subject to punishment.

DATE: _____ (LEGAL SIGNATURE)

 (Signature of Applicant)

Subscribed and sworn to

before me this _____ day

of _____, 200__.

NOTARY PUBLIC

STATE

Initials _____

RELEASE AUTHORIZATION

To all Courts, Probation Departments, Selective Service Board, employers, educational institutions, banks, financial and other such institutions, and all governments agencies - federal state and local, without exceptions, both foreign and domestic.

On behalf of _____ (business entity), I _____ (name of officer or owner of the company) have authorized the Puerto Rico Tourism Company (PRTC) to conduct a full investigation into the background of said business entity.

Therefore, you are hereby authorized to release any and all information pertaining to the said business entity, documentary or otherwise, as requested by any employee or agent of the PRTC Gaming Division, provided that he or she certifies to you that the business entity has an application pending before the PRTC Gaming Division or that I am presently a licensee, registrant or other person required to be qualified under the provisions of the Games of Chance Act and it regulations.

This authorization shall supersede and countermand any prior request or authorization to the contrary.

A photo static copy of this authorization will be considered as effective and valid as the original.

DATE: _____ (Legal Signature)
_____ (Signature of Applicant)

Subscribed and sworn to before me this _____ day of _____, 200__.

NOTARY PUBLIC

STATE

Initials _____