



Pennsylvania Gaming Control Board

CONDITIONAL/CATEGORY 1- APPLICATION AND DISCLOSURE INFORMATION FORM

Centaur Pennsylvania, LLC

APPLICANT INFORMATION

| APPLICANT'S BUSINESS NAME | | | |
|---|--|--|--|
| BUSINESS NAME AS IT APPEARS ON APPLICANT'S CERTIFICATE OF INCORPORATION, CHARTER, BYLAWS, PARTNERSHIP AGREEMENT OR OTHER OFFICIAL DOCUMENTS (SPELL OUT COMPLETE NAME, DO NOT USE ABBREVIATIONS) Centaur Pennsylvania, LLC | | | |
| TRADE NAME(S) AND DOING BUSINESS AS ("DBA") NAMES Does not apply | | | |
| IS THE APPLICANT A MINORITY OR WOMEN'S BUSINESS ENTERPRISE THAT IS CERTIFIED BY THE BUREAU OF MINORITY AND WOMEN'S BUSINESS ENTERPRISE OF THE DEPARTMENT OF GENERAL SERVICES? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | | |
| IF YES, PROVIDE ENTERPRISE CERTIFICATION NUMBER. _____ | | | |
| APPLICANT'S PRINCIPAL ADDRESS | | | |
| ADDRESS LINE 1 10 West Market Street | | | |
| ADDRESS LINE 2 Suite 200 | | | |
| ADDRESS LINE 3 | | | |
| CITY Indianapolis | | STATE/PROVINCE IN | POSTAL CODE 46204 |
| COUNTRY USA | | EMAIL ADDRESS | |
| COUNTY Marion | TOWNSHIP Center | WEB URL | |
| PHONE NUMBER () 317-656-8787 | | FAX NUMBER () 317-656-8780 | |
| APPLICANT'S ADDRESS IN PENNSYLVANIA (IF APPLICABLE) | | | |
| ADDRESS LINE 1 | | | |
| ADDRESS LINE 2 | | | |
| ADDRESS LINE 3 | | | |
| CITY | | STATE/PROVINCE | POSTAL CODE |
| COUNTRY | | EMAIL ADDRESS | |
| COUNTY | TOWNSHIP | WEB URL | |
| PHONE NUMBER () | | FAX NUMBER () | |
| CONTACT NAME FOR THIS APPLICATION | | | |
| FIRST NAME Adrian | MIDDLE NAME R. | LAST NAME King | SUFFIX (JR., SR., ETC.) Jr. |
| TITLE Attorney | | INDIVIDUAL EMAIL ADDRESS | |
| PHONE NUMBER () | | FAX NUMBER () | |
| APPLICANT'S FORM OF ORGANIZATION | | | |
| CHECK ONE | | | |
| <input type="checkbox"/> SOLE PROPRIETORSHIP | <input type="checkbox"/> PARTNERSHIP | <input type="checkbox"/> LIMITED PARTNERSHIP | <input type="checkbox"/> C-CORPORATION |
| <input checked="" type="checkbox"/> LIMITED LIABILITY COMPANY | <input type="checkbox"/> S-CORPORATION | <input type="checkbox"/> TRUST | |
| <input type="checkbox"/> OTHER (DESCRIBE) _____ | | | |

| APPLICANT'S ORGANIZATION DOCUMENTS | |
|---|---------------------------------|
| STATE OF INCORPORATION, REGISTRATION OR OTHER TYPE OF FORMATION Indiana | DATE OF FORMATION 11/22/2002 |
| APPLICANT'S BUSINESS NAME AS IT APPEARS ON THE FORMATION DOCUMENTS Centaur Pennsylvania, LLC | |
| LIST ALL STATES IN WHICH THE APPLICANT IS CURRENTLY REGISTERED OR AUTHORIZED TO DO BUSINESS Indiana | |
| COMPLETE <u>SCHEDULE 1</u> CONCERNING APPLICANT'S INCORPORATORS/FOUNDERS | |
| IS APPLICANT REGISTERED OR AUTHORIZED TO DO BUSINESS IN THE COMMONWEALTH OF PENNSYLVANIA? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | |

| APPLICANT'S IDENTIFICATION NUMBERS | |
|--|---|
| FEDERAL EMPLOYER IDENTIFICATION NUMBER/TIN Does not apply | PA UNEMPLOYMENT COMPENSATION ACCOUNT NUMBER Does not apply |
| PA DEPARTMENT OF REVENUE CORPORATE BOX NUMBER Does not apply | PA LIQUOR CONTROL BOARD LICENSE NUMBER Does not apply |
| PA WORKERS COMPENSATION POLICY NUMBER Does not apply | PA DEPARTMENT OF STATE - ENTITY NUMBER Does not apply |
| DOES THE APPLICANT HAVE ANY OUTSTANDING TAX LIABILITIES TO EITHER THE COMMONWEALTH OF PENNSYLVANIA OR ANY OTHER STATE, LOCALITY OR THE FEDERAL GOVERNMENT? IF YOU ANSWER YES, PROVIDE DETAILS CONCERNING ALL OUTSTANDING TAX LIABILITIES. | |

CRIMINAL HISTORY

THE NEXT SECTION ASKS ABOUT ANY OFFENSES OR CHARGES APPLICANT OR ANY OF ITS OFFICERS, DIRECTORS/PARTNERS OR TRUSTEES MAY HAVE COMMITTED OR HAD FILED AGAINST THEM. PRIOR TO ANSWERING THIS QUESTION, CAREFULLY REVIEW THE DEFINITIONS AND INSTRUCTIONS THAT FOLLOW.

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| DEFINITIONS | <p>FOR PURPOSES OF THIS SECTION:</p> <p>A. "CRIME OR OFFENSE" INCLUDES ALL FELONIES AND MISDEMEANORS, AS WELL AS SUMMARY OFFENSES THAT MAY HAVE REQUIRED YOU TO APPEAR BEFORE A LAW ENFORCEMENT AGENCY, STATE OR FEDERAL GRAND JURY, JUSTICE COURT, MUNICIPAL COURT, CITY COURT, TRAFFIC COURT, MILITARY COURT OR ANY OTHER COURT EXCEPT JUVENILE COURT. INCLUDE ALL DUI/DWI OFFENSES.</p> <p>B. "ARREST" INCLUDES ANY TIME THAT YOU WERE STOPPED BY A POLICE OFFICER OR OTHER LAW ENFORCEMENT OFFICER AND ADVISED THAT YOU WERE UNDER ARREST, DETAINED, HELD FOR QUESTIONING, REQUESTED BY A POLICE OFFICER OR LAW ENFORCEMENT OFFICER TO COME TO A POLICE STATION AND ANSWER QUESTIONS, TAKEN INTO CUSTODY BY ANY POLICE OFFICER OR OTHER LAW ENFORCEMENT OFFICER, FINGERPRINTED, HELD IN JAIL, OR INSTRUCTED TO APPEAR IN COURT OR SUBPOENAED TO ANSWER FOR CONDUCT WHICH IS A CRIME AS HAS BEEN DEFINED IN PARAGRAPH "A."</p> <p>C. "CHARGE" INCLUDES ANY INDICTMENT, COMPLAINT, INFORMATION, SUMMONS, CITATION OR OTHER NOTICE OF THE ALLEGED COMMISSION OF ANY CRIME OR OFFENSE AS DEFINED IN PARAGRAPH "A."</p> |
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| INSTRUCTIONS | <p>1. ANSWER "YES" AND PROVIDE ALL INFORMATION TO THE BEST OF YOUR ABILITY EVEN IF:</p> <p>A. YOU DID NOT COMMIT THE OFFENSE CHARGED;</p> <p>B. THE ARREST OR CHARGES WERE DISMISSED OR THE CHARGES WERE SUBSEQUENTLY DOWNGRADED TO A LESSER CHARGE;</p> <p>C. YOU PLEADED NOT GUILTY OR NOLO CONTENDERE;</p> <p>D. YOU COMPLETED AN ACCELERATED REHABILITATIVE DISPOSITION ("ARD") OR</p> |
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| | <p>EQUIVALENT DIVERSIONARY PROGRAM;</p> <p>E. THE CHARGES OR CONVICTION WERE EXPUNGED FROM YOUR RECORD, EVEN IF YOU HAVE EXPUNGEMENT PAPERS;</p> <p>F. YOU WERE NOT CONVICTED OR WERE FOUND "NOT GUILTY";</p> <p>G. YOU DID NOT SERVE ANY TIME IN PRISON OR JAIL;</p> <p>H. THE ARRESTS, CHARGES OR OFFENSES HAPPENED A LONG TIME AGO;</p> <p>I. YOU WERE ARRESTED OR CHARGED IN ANOTHER STATE (A STATE OTHER THAN PENNSYLVANIA);</p> <p>J. YOU WERE NEVER PHYSICALLY TAKEN INTO CUSTODY AND/OR TRANSPORTED TO A POLICE STATION OR JAIL.</p> <p>2. ANSWER "NO" IF:</p> <p>A. YOU HAVE NEVER BEEN ARRESTED OR CHARGED WITH ANY CRIME OR OFFENSE;</p> <p>B. YOUR ARREST HAPPENED WHEN YOU WERE UNDER 18 YEARS OF AGE AND YOUR COURT APPEARANCE WAS IN JUVENILE COURT.</p> <p>FAILURE TO FULLY ANSWER THIS QUESTION MAY RESULT IN THE DENIAL OF YOUR APPLICATION.</p> |
| <p>1. HAS APPLICANT OR ANY OF ITS OFFICERS, DIRECTORS/PARTNERS OR TRUSTEES EVER BEEN INDICTED, CHARGED WITH OR CONVICTED OF A CRIMINAL OFFENSE OR BEEN A PARTY TO OR NAMED AS AN UNINDICTED CO-CONSPIRATOR IN ANY CRIMINAL PROCEEDING IN THE COMMONWEALTH OR ANY OTHER JURISDICTION?</p> | |
| <p>1. A. HAS APPLICANT OR ANY OF ITS DIRECTORS, OWNERS OR KEY EMPLOYEES EVER BEEN CONVICTED OF A FELONY OR GAMBLING OFFENSE WITHIN THE PAST FIFTEEN (15) YEARS?</p> <p>IF YOU ANSWER YES TO EITHER QUESTION, YOU MUST COMPLETE SCHEDULE 23 CONCERNING CRIMINAL HISTORY.</p> | |
| TESTIMONY, INVESTIGATIONS OR POLYGRAPHS | |
| <p>2. HAS APPLICANT OR ANY OF ITS OFFICERS, DIRECTORS/PARTNERS, TRUSTEES, PRINCIPALS OR KEY EMPLOYEES EVER BEEN CALLED TO TESTIFY BEFORE, BEEN THE SUBJECT OF AN INVESTIGATION CONDUCTED BY, OR REQUESTED TO TAKE A POLYGRAPH EXAM BY ANY GOVERNMENTAL AGENCY, COURT, COMMITTEE, GRAND JURY OR INVESTIGATORY BODY (MUNICIPAL, STATE, COUNTY, PROVINCIAL, FEDERAL, NATIONAL, ETC.) OTHER THAN IN RESPONSE TO MINOR TRAFFIC RELATED OFFENSES?</p> <p>IF YOU ANSWER YES, YOU MUST COMPLETE SCHEDULE 24 CONCERNING TESTIMONY, INVESTIGATIONS OR POLYGRAPHS.</p> | |
| ANTITRUST, TRADE REGULATION & SECURITIES JUDGMENTS; STATUTORY AND REGULATORY VIOLATIONS | |
| <p>3. HAS APPLICANT, OR ANY OF ITS AFFILIATES, INTERMEDIARIES, SUBSIDIARIES OR HOLDING COMPANIES EVER HAD A JUDGMENT, ORDER, CONSENT DECREE OR CONSENT ORDER PERTAINING TO A VIOLATION OR ALLEGED VIOLATION OF THE FEDERAL ANTITRUST, TRADE REGULATION OR SECURITIES LAWS, OR SIMILAR LAWS OF ANY STATE, PROVINCE OR COUNTRY ENTERED AGAINST IT?</p> | <p><input type="checkbox"/> YES <input checked="" type="checkbox"/> NO</p> |
| <p>4. IN THE PAST TEN (10) YEARS, HAS APPLICANT, OR ANY OF ITS AFFILIATES, INTERMEDIARIES, SUBSIDIARIES OR HOLDING COMPANIES HAD A JUDGMENT, ORDER, CONSENT DECREE OR CONSENT ORDER PERTAINING TO ANY STATE OR FEDERAL STATUTE, REGULATION OR CODE THAT RESULTED IN A FINE OR PENALTY OF \$50,000 OR MORE ENTERED AGAINST IT?</p> <p>IF YOU ANSWER YES TO EITHER QUESTION, YOU MUST COMPLETE SCHEDULE 26 CONCERNING ANTITRUST, TRADE REGULATION & SECURITY JUDGMENTS; STATUTORY AND REGULATORY VIOLATIONS.</p> | <p><input checked="" type="checkbox"/> YES <input type="checkbox"/> NO</p> |

| BANKRUPTCY OR INSOLVENCY PROCEEDINGS | |
|---|---|
| 5. HAS APPLICANT, OR ANY OF ITS AFFILIATES, INTERMEDIARIES, SUBSIDIARIES OR HOLDING COMPANIES HAD ANY PETITION UNDER ANY PROVISION OF THE FEDERAL BANKRUPTCY CODE OR UNDER ANY STATE INSOLVENCY LAW FILED BY OR AGAINST IT IN THE LAST TEN (10) YEAR PERIOD? | <input type="checkbox"/> YES <input checked="" type="checkbox"/> NO |
| 6. HAS APPLICANT, OR ANY OF ITS AFFILIATES, INTERMEDIARIES, SUBSIDIARIES OR HOLDING COMPANIES SOUGHT RELIEF UNDER ANY PROVISION OF THE FEDERAL BANKRUPTCY CODE OR UNDER ANY STATE INSOLVENCY LAW IN THE LAST TEN (10) YEAR PERIOD? | <input type="checkbox"/> YES <input checked="" type="checkbox"/> NO |
| 7. HAS A COURT APPOINTED ANY RECEIVER, FISCAL AGENT, TRUSTEE, REORGANIZATION TRUSTEE, OR SIMILAR OFFICER FOR APPLICANT, OR ANY OF ITS AFFILIATES, INTERMEDIARIES, SUBSIDIARIES OR HOLDING COMPANIES IN THE LAST TEN (10) YEARS? | <input type="checkbox"/> YES <input checked="" type="checkbox"/> NO |
| IF YOU ANSWER YES TO ANY OF THESE QUESTIONS, YOU MUST COMPLETE SCHEDULE 27 CONCERNING BANKRUPTCY OR INSOLVENCY PROCEEDINGS. | |
| APPLICANT'S LICENSES AND PERMITS | |
| 8. HAS APPLICANT, OR ANY OF ITS AFFILIATES, INTERMEDIARIES, SUBSIDIARIES OR HOLDING COMPANIES APPLIED FOR ANY LICENSE OR PERMIT BY A GOVERNMENT AGENCY FOR THE COLLECTION OF SALES AND USE TAX, SELLING AND SERVING LIQUOR AND MALT BEVERAGES, PROVIDING OVERNIGHT LODGING SERVICES OR ANY OTHER ACTIVITY REQUIRING A LICENSE OR PERMIT? A GOVERNMENT AGENCY AS USED HERE INCLUDES ANY SUBORDINATE CREATURE OF FEDERAL, STATE, NATIVE AMERICAN OR LOCAL GOVERNMENT CREATED TO CARRY OUT A GOVERNMENTAL FUNCTION OR TO IMPLEMENT A STATUTE OR STATUTES. IF YOU ANSWER YES, YOU MUST COMPLETE SCHEDULE 28 CONCERNING NON-GAMING LICENSES AND PERMITS. | <input checked="" type="checkbox"/> YES <input type="checkbox"/> NO |
| 9. HAS APPLICANT, OR ANY OF ITS AFFILIATES, INTERMEDIARIES, SUBSIDIARIES OR HOLDING COMPANIES APPLIED FOR ANY LICENSE OR PERMIT BY A GOVERNMENT AGENCY CHARGED WITH REGULATING GAMES OF CHANCE, INCLUDING BUT NOT LIMITED TO SLOT MACHINES, VIDEO LOTTERY TERMINALS, TABLE GAMES, HORSE RACING, JAI ALAI, ETC.? A GOVERNMENT AGENCY AS USED HERE INCLUDES ANY SUBORDINATE CREATURE OF FEDERAL, STATE, NATIVE AMERICAN OR LOCAL GOVERNMENT CREATED TO CARRY OUT A GOVERNMENTAL FUNCTION OR TO IMPLEMENT A STATUTE OR STATUTES. IF YOU ANSWER YES, YOU MUST COMPLETE SCHEDULE 29 CONCERNING GAMING LICENSES AND PERMITS. | <input checked="" type="checkbox"/> YES <input type="checkbox"/> NO |
| APPLICANT'S CONTRIBUTIONS AND DISBURSEMENTS | |
| 10. DURING THE LAST TEN (10) YEAR PERIOD, HAS APPLICANT, ITS PARENT COMPANY, OR ANY OF ITS AFFILIATES, INTERMEDIARIES, SUBSIDIARIES, HOLDING COMPANIES, DIRECTORS, OFFICERS, EMPLOYEES OR ANY THIRD PARTIES ACTING FOR OR ON BEHALF OF APPLICANT MADE ANY BRIBES OR KICKBACKS OR MADE ANY PAYMENTS ALLEGED TO HAVE BEEN BRIBES OR KICKBACKS TO ANY EMPLOYEE, PERSON, COMPANY OR ORGANIZATION TO OBTAIN FAVORABLE TREATMENT? | |
| 11. DURING THE LAST TEN (10) YEAR PERIOD, HAS APPLICANT, ITS PARENT COMPANY, OR ANY OF ITS AFFILIATES, INTERMEDIARIES, SUBSIDIARIES, HOLDING COMPANIES, DIRECTORS, OFFICERS, EMPLOYEES OR ANY THIRD PARTIES ACTING FOR OR ON BEHALF OF THE APPLICANT MADE ANY BRIBES OR KICKBACKS OR MADE ANY PAYMENTS ALLEGED TO HAVE BEEN BRIBES OR KICKBACKS TO ANY GOVERNMENT OFFICIAL, DOMESTIC OR FOREIGN TO OBTAIN FAVORABLE TREATMENT? | |
| 12. DURING THE LAST TEN (10) YEAR PERIOD, HAS APPLICANT, ITS PARENT COMPANY OR ANY OF ITS AFFILIATES, INTERMEDIARIES, SUBSIDIARIES, HOLDING COMPANIES, DIRECTORS, OFFICERS, EMPLOYEES OR ANY THIRD PARTIES FOR OR ON BEHALF OF APPLICANT LOANED FUNDS FOR THE PURPOSE OF OPPOSING OR SUPPORTING ANY GOVERNMENT, POLITICAL PARTY, CANDIDATE OR COMMITTEE, EITHER DOMESTIC OR FOREIGN? | |
| 13. DURING THE LAST TEN (10) YEAR PERIOD, HAS APPLICANT, ITS PARENT COMPANY, OR ANY OF ITS AFFILIATES, INTERMEDIARIES, SUBSIDIARIES, HOLDING COMPANIES, DIRECTORS, OFFICERS, EMPLOYEES OR ANY THIRD PARTIES ACTING FOR OR ON BEHALF OF APPLICANT DONATED OR LOANED PROPERTY OR ANY OTHER THING OF VALUE FOR THE PURPOSE OF OPPOSING OR SUPPORTING ANY GOVERNMENT, POLITICAL PARTY, CANDIDATE OR COMMITTEE, EITHER DOMESTIC OR FOREIGN? | |

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| <p>14. DURING THE LAST TEN (10) YEAR PERIOD, HAS APPLICANT, ITS PARENT COMPANY, OR ANY OF ITS AFFILIATES, INTERMEDIARIES, SUBSIDIARIES OR HOLDING COMPANIES MADE ANY LOANS, DONATIONS OR OTHER DISBURSEMENTS TO DIRECTORS, OFFICERS, EMPLOYEES OR ANY THIRD PARTIES FOR THE PURPOSE OF REIMBURSING SUCH INDIVIDUALS FOR POLITICAL CONTRIBUTIONS EITHER FOREIGN OR DOMESTIC?</p> | |
| <p>15. DURING THE LAST TEN (10) YEAR PERIOD, HAS APPLICANT, ITS PARENT COMPANY, OR ANY OF ITS AFFILIATES, INTERMEDIARIES, SUBSIDIARIES OR HOLDING COMPANIES MAINTAINED ANY BANK ACCOUNT, DOMESTIC OR FOREIGN, NOT REFLECTED ON THE APPLICANT'S BOOKS OR RECORDS?</p> | |
| <p>16. DURING THE LAST TEN (10) YEAR PERIOD, HAS APPLICANT, ITS PARENT COMPANY, OR ANY OF ITS AFFILIATES, INTERMEDIARIES, SUBSIDIARIES OR HOLDING COMPANIES MAINTAINED ANY NUMBERED ACCOUNT OR ANY ACCOUNT IN THE NAME OF A NOMINEE FOR APPLICANT?</p> | |
| <p>IF YOU ANSWER YES TO ANY OF THESE QUESTIONS, YOU MUST COMPLETE <u>SCHEDULE 30</u>, CONCERNING CONTRIBUTIONS AND DISBURSEMENTS.</p> | |

SCHEDULE 1: INCORPORATORS/FOUNDERS

| | | | | | | | |
|--|--|--------------------------|--|---|--|---|--|
| FIRST NAME Applicant was organized by Centaur, Inc. OCCUPATION | | MIDDLE NAME | | NAME AND ADDRESS | | LAST NAME SUFFIX (JR., SR., ETC.) | |
| ADDRESS LINE 1 10 West Market Street | | ADDRESS LINE 2 | | CITY | | STATE/PROVINCE | |
| ADDRESS LINE 3 | | PHONE NUMBER () | | POSTAL CODE | | FAX NUMBER () | |
| COUNTRY | | EMAIL ADDRESS | | MULTI-JURISDICTIONAL PERSONAL HISTORY DISCLOSURE FORM ATTACHED? PRINCIPAL/KEY EMPLOYEE FORM - PENNSYLVANIA SUPPLEMENT TO THE MULTI-JURISDICTIONAL PERSONAL HISTORY DISCLOSURE FORM ATTACHED? PRINCIPAL KEY EMPLOYEE WAIVER FORM ATTACHED? | | YES NO YES NO YES NO | |
| FIRST NAME Ralph | | MIDDLE NAME A. | | NAME AND ADDRESS | | LAST NAME Caruso SUFFIX (JR., SR., ETC.) | |
| OCCUPATION | | ADDRESS LINE 1 | | CITY | | STATE/PROVINCE | |
| ADDRESS LINE 3 | | PHONE NUMBER () | | POSTAL CODE | | FAX NUMBER () | |
| COUNTRY | | EMAIL ADDRESS | | MULTI-JURISDICTIONAL PERSONAL HISTORY DISCLOSURE FORM ATTACHED? PRINCIPAL/KEY EMPLOYEE FORM - PENNSYLVANIA SUPPLEMENT TO THE MULTI-JURISDICTIONAL PERSONAL HISTORY DISCLOSURE FORM ATTACHED? PRINCIPAL KEY EMPLOYEE WAIVER FORM ATTACHED? | | YES NO YES NO YES NO | |
| FIRST NAME | | MIDDLE NAME | | NAME AND ADDRESS | | LAST NAME SUFFIX (JR., SR., ETC.) | |
| OCCUPATION | | ADDRESS LINE 1 | | CITY | | STATE/PROVINCE | |
| ADDRESS LINE 3 | | PHONE NUMBER () | | POSTAL CODE | | FAX NUMBER () | |
| COUNTRY | | EMAIL ADDRESS | | MULTI-JURISDICTIONAL PERSONAL HISTORY DISCLOSURE FORM ATTACHED? PRINCIPAL/KEY EMPLOYEE FORM - PENNSYLVANIA SUPPLEMENT TO THE MULTI-JURISDICTIONAL PERSONAL HISTORY DISCLOSURE FORM ATTACHED? PRINCIPAL KEY EMPLOYEE WAIVER FORM ATTACHED? | | YES NO YES NO YES NO | |

* MAKE ADDITIONAL COPIES AND ATTACH ADDITIONAL PAGES AS NECESSARY.

Initials bc

SCHEDULE 3: ADDRESSES CURRENTLY USED BY APPLICANT

PROVIDE ALL ADDRESSES CURRENTLY USED BY APPLICANT.

| ADDRESSES | | | | | |
|----------------------------|---------------|------------------|----------------|------------------|------------|
| ADDRESS PURPOSE | | | | | |
| Principal Business Address | | | | | |
| ADDRESS LINE 1 | | ADDRESS LINE 2 | | | |
| 10 West Market Street | | Suite 200 | | | |
| ADDRESS LINE 3 | | CITY | STATE/PROVINCE | POSTAL CODE | |
| | | Indianapolis | IN | 46204 | |
| COUNTRY | EMAIL ADDRESS | PHONE NUMBER | | FAX NUMBER | |
| USA | | () 317-656-8787 | | () 317-656-8780 | |
| ADDRESS PURPOSE | | | | | |
| ADDRESS LINE 1 | | | | | |
| ADDRESS LINE 3 | | | | | |
| COUNTRY | EMAIL ADDRESS | PHONE NUMBER | STATE/PROVINCE | POSTAL CODE | FAX NUMBER |
| | | () | | | () |
| ADDRESS PURPOSE | | | | | |
| ADDRESS LINE 1 | | | | | |
| ADDRESS LINE 3 | | | | | |
| COUNTRY | EMAIL ADDRESS | PHONE NUMBER | STATE/PROVINCE | POSTAL CODE | FAX NUMBER |
| | | () | | | () |
| ADDRESS PURPOSE | | | | | |
| ADDRESS LINE 1 | | | | | |
| ADDRESS LINE 3 | | | | | |
| COUNTRY | EMAIL ADDRESS | PHONE NUMBER | STATE/PROVINCE | POSTAL CODE | FAX NUMBER |
| | | () | | | () |

Initials 

SCHEDULE 4: ADDRESSES USED BY APPLICANT

PROVIDE ALL ADDRESSES, OTHER THAN THOSE LISTED ON SCHEDULE 3, WHICH APPLICANT HAS USED OR FROM WHICH IT WAS CONDUCTING BUSINESS DURING THE LAST TEN (10) YEAR PERIOD, AND PROVIDE THE APPROXIMATE DATES DURING WHICH SUCH ADDRESSES WERE USED.

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|-----------------------------------|--|-------------------|--|-------------------------|--|
| ADDRESS PURPOSE Does not apply | | ADDRESS USED FROM | | ADDRESS USED TO | |
| ADDRESS LINE 1 | | ADDRESS LINE 2 | | | |
| ADDRESS LINE 3 | | CITY | | POSTAL CODE | |
| COUNTRY | | EMAIL ADDRESS | | PHONE NUMBER () () | |
| FAX NUMBER () () | | STATE/PROVINCE | | FAX NUMBER () () | |
| ADDRESS PURPOSE | | ADDRESS USED FROM | | ADDRESS USED TO | |
| ADDRESS LINE 1 | | ADDRESS LINE 2 | | | |
| ADDRESS LINE 3 | | CITY | | POSTAL CODE | |
| COUNTRY | | EMAIL ADDRESS | | PHONE NUMBER () () | |
| FAX NUMBER () () | | STATE/PROVINCE | | FAX NUMBER () () | |
| ADDRESS PURPOSE | | ADDRESS USED FROM | | ADDRESS USED TO | |
| ADDRESS LINE 1 | | ADDRESS LINE 2 | | | |
| ADDRESS LINE 3 | | CITY | | POSTAL CODE | |
| COUNTRY | | EMAIL ADDRESS | | PHONE NUMBER () () | |
| FAX NUMBER () () | | STATE/PROVINCE | | FAX NUMBER () () | |
| ADDRESS PURPOSE | | ADDRESS USED FROM | | ADDRESS USED TO | |
| ADDRESS LINE 1 | | ADDRESS LINE 2 | | | |
| ADDRESS LINE 3 | | CITY | | POSTAL CODE | |
| COUNTRY | | EMAIL ADDRESS | | PHONE NUMBER () () | |
| FAX NUMBER () () | | STATE/PROVINCE | | FAX NUMBER () () | |

Initials bx

SCHEDULE 6: FORMER (NO LONGER ACTIVE) OFFICERS, DIRECTORS/PARTNERS AND TRUSTEES

PROVIDE THE FOLLOWING INFORMATION FOR ALL OFFICERS, DIRECTORS/PARTNERS AND TRUSTEES WHO ARE NO LONGER ACTIVELY INVOLVED WITH APPLICANT BUT WHO HELD A POSITION DURING THE LAST TEN (10) YEAR PERIOD.

| FIRST NAME | | MIDDLE NAME | | LAST NAME | | NAME AND HOME ADDRESS | | SUFFIX (JR., SR., ETC.) | DATE OF BIRTH |
|---|------------|-------------------|---|------------------|--|-----------------------|--|-------------------------|------------------|
| Centaur, Inc. | | | | | | ADDRESS LINE 1 | | | |
| ADDRESS LINE 3 | | CITY | | STATE/PROVINCE | | POSTAL CODE | | | |
| COUNTRY | | EMAIL ADDRESS | | PHONE NUMBER | | FAX NUMBER | | | |
| APPLICANT ADDRESS | | | | | | | | | |
| APPLICANT NAME: Centaur Pennsylvania, LLC | | | | | | | | | |
| ADDRESS LINE 1: Manager | | | | | | | | | |
| ADDRESS LINE 2: Suite 200 | | | | | | | | | |
| ADDRESS LINE 3: Indianapolis | | | | | | | | | |
| COUNTRY | | EMAIL ADDRESS | | PHONE NUMBER | | STATE/PROVINCE | | POSTAL CODE | FAX NUMBER |
| USA | | | | () 317-656-8787 | | IN | | 46204 | () 317-656-8780 |
| FROM DATE | TO DATE | TITLE OR POSITION | DATES, TITLES AND/OR POSITIONS HELD (STARTING WITH MOST RECENT AND WORKING BACKWARDS) | | | | | | |
| 11/22/2002 | 12/20/2002 | Manager | ANNUAL COMPENSATION & VALUE | | | | | | |
| | | | REASON FOR LEAVING | | | | | | |
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* MAKE ADDITIONAL COPIES AND ATTACH ADDITIONAL PAGES AS NECESSARY.

Initials 

SCHEDULE 22: INSIDER TRANSACTIONS

PROVIDE THE FOLLOWING INFORMATION FOR EACH CHANGE IN THE BENEFICIAL OWNERSHIP OF THE EQUITY SECURITIES OF APPLICANT ON THE PART OF ANY PERSON WHO IS INDIRECTLY OR DIRECTLY A BENEFICIAL OWNER OF MORE THAN TEN PERCENT (10%) OF ANY CLASS OF AN EQUITY SECURITY OF APPLICANT OR WHO IS OR WAS WITHIN THAT PERIOD A DIRECTOR OR OFFICER OF APPLICANT THAT OCCURRED WITHIN THE FIVE (5) YEARS PRECEDING THIS APPLICATION. [INCLUDE CHANGES RESULTING FROM (A) GIFT, (B) PURCHASE, (C) SALE, (D) EXERCISE OF AN OPTION TO PURCHASE, (E) EXERCISE OF AN OPTION TO SELL, (F) GRANT OR RECEIPT OF A PUT OR (G) GRANT OR RECEIPT OF A CALL.]

| NAME AND HOME ADDRESS | | | | | | | | | | | |
|-----------------------|--|-------------|-----------------------|----------------|--|---------------------------|--|---------------|-----------------------------------|--|--|
| FIRST NAME | | MIDDLE NAME | | LAST NAME | | SUFFIX (JR., SR., ETC.) | | DATE OF BIRTH | | | |
| Does not apply. | | | | | | | | | | | |
| ADDRESS LINE 1 | | | | ADDRESS LINE 2 | | | | | | | |
| ADDRESS LINE 3 | | | | CITY | | STATE/PROVINCE | | POSTAL CODE | | | |
| COUNTRY | | | | EMAIL ADDRESS | | PHONE NUMBER | | FAX NUMBER | | | |
| POSITION | | | | | | | | | | | |
| DATE OF TRANSACTION | | | NATURE OF TRANSACTION | | | NUMBER OF SHARES INVOLVED | | | INSIDER TRANSACTION DESCRIPTION | | |
| | | | | | | | | | DOLLAR VALUE OF TRANSACTION | | |
| | | | | | | | | | OTHER PARTIES (NAMES & POSITIONS) | | |
| | | | | | | | | | | | |
| | | | | | | | | | | | |

* MAKE ADDITIONAL COPIES AND ATTACH ADDITIONAL PAGES AS NECESSARY.

SCHEDULE 25: EXISTING LITIGATION

PROVIDE THE FOLLOWING INFORMATION AND ATTACH AS APPENDIX 7 A DESCRIPTION OF ALL EXISTING CIVIL LITIGATION TO WHICH APPLICANT, ITS PARENT, AFFILIATE, OR SUBSIDIARY IS PRESENTLY A PARTY, WHETHER IN THIS COMMONWEALTH OR IN ANOTHER JURISDICTION. DO NOT INCLUDE ANY LITIGATION IN WHICH THE DAMAGES MAY NOT REASONABLY BE EXPECTED TO EXCEED \$100,000, OR LITIGATION IN WHICH DAMAGES MAY BE EXPECTED TO EXCEED \$100,000, BUT WHICH INVOLVES CLAIMS AGAINST APPLICANT WHICH ARE FULLY AND COMPLETELY COVERED UNDER AN INSURANCE POLICY HELD BY THE APPLICANT WITH A LICENSED INSURANCE CARRIER. THIS DESCRIPTION MUST INCLUDE THE TITLE AND DOCKET NUMBER OF THE LITIGATION, THE NAME AND LOCATION OF THE COURT BEFORE WHICH IT IS PENDING, THE IDENTITY OF ALL PARTIES TO THE LITIGATION AND THE GENERAL NATURE OF ALL CLAIMS BEING MADE.

| EXISTING LITIGATION | |
|------------------------------------|---|
| NAME OF CASE AND DOCKET NUMBER | LOCATION AND NAME OF COURT BEFORE WHICH LITIGATION IS PENDING |
| Does not apply | |
| NAMES OF ALL PARTIES TO LITIGATION | |
| NATURE OF THE CLAIMS | |
| EXISTING LITIGATION | |
| NAME OF CASE AND DOCKET NUMBER | LOCATION AND NAME OF COURT BEFORE WHICH LITIGATION IS PENDING |
| | |
| NAMES OF ALL PARTIES TO LITIGATION | |
| NATURE OF THE CLAIMS | |


Initials

SCHEDULE 26: ANTITRUST, TRADE REGULATION & SECURITY JUDGMENTS, STATUTORY AND REGULATORY VIOLATIONS

IF APPLICANT ANSWERED YES TO QUESTIONS 3 OR 4 ON PAGE 4, PROVIDE THE FOLLOWING INFORMATION:

| NAME OF CASE & DOCKET NUMBER | DATE OF JUDGMENT, ORDER OR DECREE | VIOLATION | NAME AND ADDRESS OF AGENCY OR COURT INVOLVED |
|---|-----------------------------------|-----------|--|
| Please see attached descriptions | | | |
| NATURE OF OFFENSE | | | |
| DISPOSITION <input type="checkbox"/> ACQUITTED <input type="checkbox"/> CONVICTED <input type="checkbox"/> DISMISSED <input type="checkbox"/> OTHER _____ | | | |
| NATURE OF JUDGMENT, DECREE OR ORDER | | | |
| NAME OF CASE & DOCKET NUMBER | DATE OF JUDGMENT, ORDER OR DECREE | VIOLATION | NAME AND ADDRESS OF AGENCY OR COURT INVOLVED |
| | | | |
| NATURE OF OFFENSE | | | |
| DISPOSITION <input type="checkbox"/> ACQUITTED <input type="checkbox"/> CONVICTED <input type="checkbox"/> DISMISSED <input type="checkbox"/> OTHER _____ | | | |
| NATURE OF JUDGMENT, DECREE OR ORDER | | | |


Initials

Schedule 26: Description of Disciplinary Actions.

Indiana Gaming Commission

1. ***Nature of governmental action:***

Imposition of a stipulated and agreed fine in the amount of \$500,000.00 against Centaur, holder of a 13.5% limited partnership interest in a license issued to Indiana Gaming Company, LP ("Indiana Gaming").

2. ***Name and address of regulatory agency:***

Indiana Gaming Commission (the "Gaming Commission")
115 West Washington Street, Suite 950, South Tower
Indianapolis, Indiana 46204
Contact Ernie Yelton, Executive Director, (317) 233-0046

3. ***Date of agency action:***

On February 28, 2001 the Gaming Commission approved a Settlement Agreement which disposed of this matter.

Indiana Horse Racing Commission

1. ***Nature of governmental action:***
Imposition of a four (4) year moratorium (later eliminated) preventing Centaur or Centaur Racing, LLC from increasing its ownership interest in Hoosier Park, L.P.
2. ***Name and address of regulatory agency:***
Indiana Horse Racing Commission
150 West Market Street, Suite 530
Indianapolis, Indiana 46204
Contact Joe Gorajec, Executive Director, (317) 233-3119
3. ***Date of agency action:***
November 10, 2000, and November 27, 2001.

SCHEDULE 27: BANKRUPTCY OR INSOLVENCY PROCEEDINGS

IF APPLICANT ANSWERED YES TO QUESTIONS 5, 6 AND/OR 7 ON PAGE 5, PROVIDE THE FOLLOWING:

| NAME OF CASE & DOCKET NUMBER | | BANKRUPTCY OR INSOLVENCY PROCEEDINGS NAME AND ADDRESS OF AGENCY OR COURT INVOLVED | |
|--------------------------------------|---------------------------------|--|---|
| DATE PETITION FILED OR RELIEF SOUGHT | DATE JUDGMENT OR RELIEF ENTERED | NAME OF COURT APPOINTED RECEIVER, AGENT OR TRUSTEE | DATE RECEIVER, AGENT OR TRUSTEE APPOINTED |
| Does not apply | | | |
| NATURE OF JUDGMENT OR RELIEF | | | |


Initials

SCHEDULE 28: NON-GAMING LICENSES AND PERMITS

IF APPLICANT ANSWERED YES TO QUESTION 8 ON PAGE 5, PROVIDE THE FOLLOWING INFORMATION FOR THE LAST TEN (10) YEAR PERIOD:

| APPLICANT LICENSING (GOVERNMENT ISSUED - NON-GAMING) | | | | | IF GRANTED, PROVIDE THE LICENSE/PERMIT NUMBER AND EXPIRATION DATE. IF DENIED, PENDING, EXPIRED, SUSPENDED, CONDITIONED, WITHDRAWN OR REVOKED, PROVIDE DETAILS. |
|--|--|-----------------------------------|--|---------------------|--|
| TYPE OF LICENSE OR PERMIT | NAME AND LOCATION OF GOVERNMENT AGENCY | APPLICATION NUMBER | DISPOSITION | DATE OF DISPOSITION | |
| Liquor | Colorado | Licensee is Centaur Colorado, LLC | <input checked="" type="checkbox"/> GRANTED <input type="checkbox"/> DENIED <input type="checkbox"/> PENDING <input type="checkbox"/> EXPIRED <input type="checkbox"/> SUSPENDED <input type="checkbox"/> CONDITIONED <input type="checkbox"/> WITHDRAWN <input type="checkbox"/> REVOKED | May 2003 | |
| Liquor | Indiana | Licensee is Hoosier Park, L.P. | <input checked="" type="checkbox"/> GRANTED <input type="checkbox"/> DENIED <input type="checkbox"/> PENDING <input type="checkbox"/> EXPIRED <input type="checkbox"/> SUSPENDED <input type="checkbox"/> CONDITIONED <input type="checkbox"/> WITHDRAWN <input type="checkbox"/> REVOKED | 1994 | |
| | | | <input type="checkbox"/> GRANTED <input type="checkbox"/> DENIED <input type="checkbox"/> PENDING <input type="checkbox"/> EXPIRED <input type="checkbox"/> SUSPENDED <input type="checkbox"/> CONDITIONED <input type="checkbox"/> WITHDRAWN <input type="checkbox"/> REVOKED | | |
| | | | <input type="checkbox"/> GRANTED <input type="checkbox"/> DENIED <input type="checkbox"/> PENDING <input type="checkbox"/> EXPIRED <input type="checkbox"/> SUSPENDED <input type="checkbox"/> CONDITIONED <input type="checkbox"/> WITHDRAWN <input type="checkbox"/> REVOKED | | |

SCHEDULE 29: GAMING LICENSES AND PERMITS

IF APPLICANT ANSWERED YES TO QUESTION 9 ON PAGE 5 PROVIDE THE FOLLOWING INFORMATION FOR THE LAST TEN (10) YEAR PERIOD:

| APPLICANT LICENSING (GOVERNMENT ISSUED - GAMING) | | | | | |
|---|--|-----------------------------------|--|---------------------|--|
| TYPE OF LICENSE OR PERMIT | NAME AND LOCATION OF GOVERNMENT AGENCY | APPLICATION NUMBER | DISPOSITION | DATE OF DISPOSITION | IF GRANTED, PROVIDE THE LICENSE/PERMIT NUMBER AND EXPIRATION DATE. IF DENIED, PENDING, EXPIRED, SUSPENDED, CONDITIONED, WITHDRAWN OR REVOKED, PROVIDE DETAILS. |
| Limited Gaming License | Colorado Gaming Commission | Centaur, Inc. is licensee | <input checked="" type="checkbox"/> GRANTED <input type="checkbox"/> DENIED <input type="checkbox"/> PENDING <input type="checkbox"/> EXPIRED <input type="checkbox"/> SUSPENDED <input type="checkbox"/> CONDITIONED <input type="checkbox"/> WITHDRAWN <input type="checkbox"/> REVOKED | May 22, 2003 | Renewed annually |
| Limited Gaming License | Colorado Gaming Commission | Centaur, Inc. is licensee | <input checked="" type="checkbox"/> GRANTED <input type="checkbox"/> DENIED <input type="checkbox"/> PENDING <input type="checkbox"/> EXPIRED <input type="checkbox"/> SUSPENDED <input type="checkbox"/> CONDITIONED <input type="checkbox"/> WITHDRAWN <input type="checkbox"/> REVOKED | May 22, 2003 | Renewed annually |
| Limited Gaming License | Colorado Gaming Commission | Centaur Colorado, LLC is licensee | <input checked="" type="checkbox"/> GRANTED <input type="checkbox"/> DENIED <input type="checkbox"/> PENDING <input type="checkbox"/> EXPIRED <input type="checkbox"/> SUSPENDED <input type="checkbox"/> CONDITIONED <input type="checkbox"/> WITHDRAWN <input type="checkbox"/> REVOKED | May 22, 2003 | Renewed annually. License #14-46448-0001 |
| License to conduct horse racing with pari-mutuel wagering | Indiana Horse Racing Commission | Centaur, Inc. is licensee | <input checked="" type="checkbox"/> GRANTED <input type="checkbox"/> DENIED <input type="checkbox"/> PENDING <input type="checkbox"/> EXPIRED <input type="checkbox"/> SUSPENDED <input type="checkbox"/> CONDITIONED <input type="checkbox"/> WITHDRAWN <input type="checkbox"/> REVOKED | July 1994 | |

Initials JB

SCHEDULE 29: GAMING LICENSES AND PERMITS

IF APPLICANT ANSWERED YES TO QUESTION 9 ON PAGE 5 PROVIDE THE FOLLOWING INFORMATION FOR THE LAST TEN (10) YEAR PERIOD:

| APPLICANT LICENSING (GOVERNMENT ISSUED - GAMING) | | | | | |
|---|--|--------------------------------------|--|---------------------|--|
| TYPE OF LICENSE OR PERMIT | NAME AND LOCATION OF GOVERNMENT AGENCY | APPLICATION NUMBER | DISPOSITION | DATE OF DISPOSITION | IF GRANTED, PROVIDE THE LICENSE/PERMIT NUMBER AND EXPIRATION DATE. IF DENIED, PENDING, EXPIRED, SUSPENDED, CONDITIONED, WITHDRAWN OR REVOKED, PROVIDE DETAILS. |
| License to conduct horse racing with pari-mutuel wagering | Indiana Horse Racing Commission | Hoosier Park, LP is licensee | <input checked="" type="checkbox"/> GRANTED <input type="checkbox"/> DENIED <input type="checkbox"/> PENDING <input type="checkbox"/> EXPIRED <input type="checkbox"/> SUSPENDED <input type="checkbox"/> CONDITIONED <input type="checkbox"/> WITHDRAWN <input type="checkbox"/> REVOKED | July 1994 | |
| License to conduct harness horse race meeting with pari-mutuel wagering | Pennsylvania State Harness Racing Commission | Valley View Downs, LP is licensee | <input checked="" type="checkbox"/> GRANTED <input type="checkbox"/> DENIED <input type="checkbox"/> PENDING <input type="checkbox"/> EXPIRED <input type="checkbox"/> SUSPENDED <input type="checkbox"/> CONDITIONED <input type="checkbox"/> WITHDRAWN <input type="checkbox"/> REVOKED | September 5, 2007 | |
| Harness Racing License | Maryland Racing Commission | Centaur Rosecroft, LLC was applicant | <input type="checkbox"/> GRANTED <input type="checkbox"/> DENIED <input type="checkbox"/> PENDING <input type="checkbox"/> EXPIRED <input type="checkbox"/> SUSPENDED <input type="checkbox"/> CONDITIONED <input checked="" type="checkbox"/> WITHDRAWN <input type="checkbox"/> REVOKED | January 17, 2003 | Please see attached description. |

Initials JS

Schedule 29

Withdrawal of Application with Maryland Racing Commission

Address: 500 North Calvert Street, Room 201
Baltimore, Maryland 21202

Phone: (410) 230-6330

Subsidiary: Centaur Rosecroft, LLC

License Type: Harness Racing License

Status: Application Withdrawn, Effective August 19, 2005

**CENTAUR PENNSYLVANIA, LLC
CONDITIONAL/CATEGORY 1- APPLICATION
AND DISCLOSURE INFORMATION FORM**

APPENDIX 1

DESCRIPTION OF THE BUSINESS

Please see attached.

The Valley View Downs Facility

Valley View Downs is a proposed state-of-the-art \$428 million racing, gaming and entertainment facility. The 250,000-square foot development will feature harness racing on a one-mile oval, as well as a three level building featuring a 75,000 square foot gaming floor for 3,000 slot machines, fine restaurants, concession stands, a race book "tele-theater" to view races simulcast from other venues, lounges and an outdoor terrace. The facility will be located on a 250 acre site located in Lawrence County approximately 49 miles northwest of downtown Pittsburgh. The site provides an excellent location to enhance tourist, entertainment and recreational activities. Geographically, the site is easily reachable from all major population areas in Western Pennsylvania, Eastern Ohio and West Virginia. The project will provide an innovative, first class gaming and entertainment environment while showcasing live harness racing in a manner designed to spawn new horse racing fans.

The property is to be organized in a manner that provides for convenient patron access to the Clubhouse/Grandstand/Casino as well as for employees and horses going to the backstretch area. The site is composed of three main areas. Area One is the Grandstand/Clubhouse/Casino and Harness Paddock and Related Parking. Area Two is comprised of Backstretch Facilities and Related Parking. Area Three is the Racetrack.

The construction and operation of the facility will generate (1) an estimated 1,600 construction jobs (primarily union labor) and (2) more than 1,500 permanent, full time jobs with a combined payroll of approximately \$42 million per year.

The applicant will create new jobs not only at its own facility and on breeding farms throughout the state, but also additional jobs in the associated hospitality, restaurant and tourism industries. Additional employment at the Applicant's facility and the significant enhancement to the creation of permanent jobs of high quality, with commensurate wages and benefits, will create much needed economic development opportunities in an economically depressed region. The new facility will position Lawrence County as a major entertainment destination, generate economic activity and create a positive future for the local area. The Applicant is committed to providing employment opportunities to the residents of Lawrence County and the surrounding areas, including Beaver County. The Applicant is committed to union labor.

The Applicant expects the facility to draw a majority of its patrons from the Pittsburgh, Cleveland, Youngstown and Columbus areas, retaining Pennsylvania entertainment dollars and attracting revenue from other states as well. Please see the attached excerpt from the Cummings Associates Report for a discussion of the Applicant's performance projections that take into consideration facilities in Pennsylvania and West Virginia.

**CENTAUR PENNSYLVANIA, LLC
CONDITIONAL/CATEGORY 1- APPLICATION
AND DISCLOSURE INFORMATION FORM**

APPENDIX 10

ANNUAL REPORTS FOR THE LAST 5 YEARS

Does not apply.

**CENTAUR PENNSYLVANIA, LLC
CONDITIONAL/CATEGORY 1- APPLICATION
AND DISCLOSURE INFORMATION FORM**

APPENDIX 11

ANNUAL REPORTS PREPARED ON SEC FORM 10-K

Does not apply.

**CENTAUR PENNSYLVANIA, LLC
CONDITIONAL/CATEGORY 1- APPLICATION
AND DISCLOSURE INFORMATION FORM**

APPENDIX 13

A COPY OF AY INTERIM REPORTS

Does not apply.

**CENTAUR PENNSYLVANIA, LLC
CONDITIONAL/CATEGORY 1- APPLICATION
AND DISCLOSURE INFORMATION FORM**

APPENDIX 14

**A COPY OF LAST DEFINITIVE PROXY STATEMENT OR INFORMATION STATEMENT
(SEC)**

Does not apply.

**CENTAUR PENNSYLVANIA, LLC
CONDITIONAL/CATEGORY 1- APPLICATION
AND DISCLOSURE INFORMATION FORM**

APPENDIX 15

REGISTRATION STATEMENTS

Does not apply.

**CENTAUR PENNSYLVANIA, LLC
CONDITIONAL/CATEGORY 1- APPLICATION
AND DISCLOSURE INFORMATION FORM**

APPENDIX 17

LIMITED LIABILITY COMPANY DOCUMENTS

Please see attached.

State of Indiana
Office of the Secretary of State

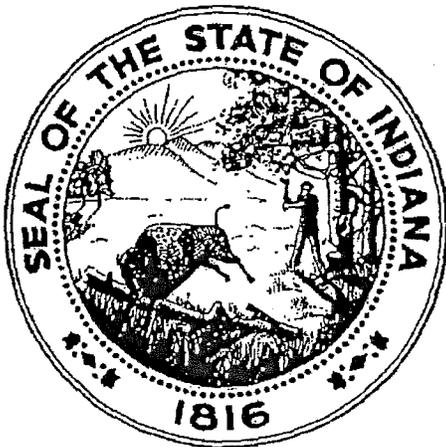
CERTIFICATE OF ORGANIZATION

of

CENTAUR PENNSYLVANIA, LLC

I, SUE ANNE GILROY, Secretary of State of Indiana, hereby certify that Articles of Organization of the above Domestic Limited Liability Company (LLC) have been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Business Flexibility Act.

NOW, THEREFORE, with this document I certify that said transaction will become effective Friday, November 22, 2002.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, November 22, 2002.

Sue Anne Gilroy

SUE ANNE GILROY,
SECRETARY OF STATE

2002112500202 / 2002112591600

APPROVED
AND
FILED

ARTICLES OF ORGANIZATION
OF
CENTAUR PENNSYLVANIA, LLC

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OF STATE
2002 NOV 22 PM 3:41

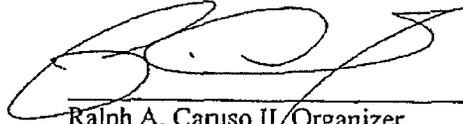
Ralph A. Caruso II

SECRETARY OF STATE

The undersigned, acting pursuant to the provisions of the Indiana Business Flexibility Act, Indiana Code § 23-18-1-1 et seq. (the "Act"), for the purpose of forming a limited liability company (hereinafter referred to as the "Company") under the laws of the State of Indiana, hereby sets forth the following:

1. NAME. The name of the Company formed pursuant to these Articles of Organization shall be Centaur Pennsylvania, LLC.
2. REGISTERED OFFICE. The initial registered office of the Company shall be 36 S. Pennsylvania, Suite 700, Indianapolis, Indiana 46204. The initial registered agent for the Company at such office shall be CT Corporation System.
3. DURATION. The Company shall have perpetual duration until dissolution in accordance with the Act or as provided in the Operating Agreement of the Company.
4. MANAGEMENT. The Company shall be managed by its manager or managers in accordance with the provisions of the Operating Agreement.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization as of this 22nd day of November, 2002.



Ralph A. Caruso II, Organizer
Sommer Barnard Ackerson Attorneys, PC
111 Monument Circle, #4000
Indianapolis, IN 46204-5198

State of Indiana
Office of the Secretary of State

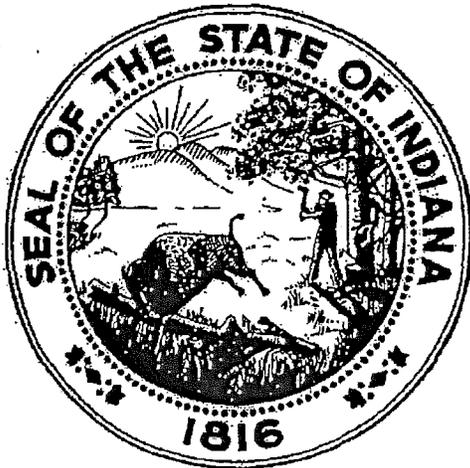
CERTIFICATE OF AMENDED AND RESTATED ARTICLES OF
ORGANIZATION

of

CENTAUR PENNSYLVANIA, LLC

I, SUE ANNE GILROY, Secretary of State of Indiana, hereby certify that Amended and Restated Articles of Organization of the above Domestic Limited Liability Company (LLC) have been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Business Flexibility Act.

NOW, THEREFORE, with this document I certify that said transaction will become effective Friday, December 20, 2002.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, December 20, 2002.

Sue Anne Gilroy

SUE ANNE GILROY,
SECRETARY OF STATE

APPROVED
AND
FILED

RECEIVED
INDIANA SECRETARY
OF STATE

2002 DEC 20 PM 3:40

See Anna Hickey
IND. SECRETARY OF STATE

AMENDMENT AND RESTATEMENT TO THE
ARTICLES OF ORGANIZATION
OF
CENTAUR PENNSYLVANIA, LLC

The undersigned being the sole member of Centaur Pennsylvania, LLC (the "Company"), existing under the provisions of the Indiana Business Flexibility Act, Indiana Code § 23-18-1-1, et seq., as amended, (the "Act"), desiring to give notice of action effectuating the amendment and restatement to its Articles of Organization, certifies the following facts:

ARTICLE I
Amendment

Section 1. The date of organization of the Company is November 22, 2002.

Section 2. The name of the Company following this Amendment and Restatement to the Articles of Organization is Centaur Pennsylvania, LLC.

Section 3. The exact text of the Amended and Restated Articles of Organization is attached hereto as Exhibit A.

ARTICLE II
Manner of Adoption and Vote

The sole member of the Company duly adopted resolutions approving and adopting the Amended and Restated Articles of Organization by written consent dated as of December 20, 2002.

ARTICLE III
Compliance with Legal Requirements

The manner of the adoption of these Amended and Restated Articles of Organization constitutes full legal compliance with the provisions of the Act, and the Articles of Organization and the Operating Agreement of the Company, as amended from time to time.

Signature on Next Page

I hereby verify subject to the penalties of perjury that the statements contained herein are true.

DATED: December 20, 2002

CENTAUR, LLC



John J. McLaughlin, Chief Executive
Officer, Gaming Operations

Exhibit A

AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
CENTAUR PENNSYLVANIA, LLC

1. NAME. The name of the Company is Centaur Pennsylvania, LLC.
2. REGISTERED OFFICE. The registered office of the Company is 36 S. Pennsylvania, Suite 700, Indianapolis, Indiana 46204. The registered agent for the Company at such office is CT Corporation System.
3. DURATION. The Company shall have perpetual duration until dissolved in accordance with the Indiana Business Flexibility Act, Indiana Code § 23-18-1-1, et seq., as amended (the "Act"), or as provided in the Operating Agreement of the Company, as amended from time to time.
4. MANAGEMENT. The Company shall be managed by a manager or managers in accordance with the provisions of the Operating Agreement of the Company, as amended from time to time.
5. CERTIFICATE. Each member's interest in the Company will be evidenced by a certificate of membership interest. Each certificate of membership interest shall bear the following legends, plainly and prominently imprinted on the face of the certificate:

This certificate of membership interest is transferable only subject to the provisions of the "Race Horse Industry Reform Act."

The membership interest represented by this certificate: (a) is subject to the Operating Agreement of the Company, as amended from time to time, a copy of which is on file at the principal office of the Company; and (b) has not been registered under any federal securities law, including, without limitation, the Securities Act of 1933, as amended, or under the securities laws of any state, and may not be sold, pledged, hypothecated or otherwise transferred without an opinion from counsel satisfactory to the Company that such transfer will not violate any applicable securities laws.

The person whose name is indicated as the owner of the interest in the Company represented by this certificate is the sole and absolute owner thereof, and such owner is not holding the interest in the Company or any portion of the interest in the Company represented by such certificate in trust for any person, partnership, firm or corporation, whatsoever, who or which is prohibited from owning such membership interest by the "Race Horse Industry Reform Act."

In addition, each such certificate of membership interest held subject to the terms of either a inter vivos or testamentary trust for the benefit of any person who could lawfully own such membership interest in such person's own name, shall have such fact noted on the face of the certificate and include, as an attachment, a copy of the instrument which created the trust.

6. RESTRICTIONS. All membership interests in the Company are held and transferable only subject to (a) the provisions of Pennsylvania's "Race Horse Industry Reform Act", (b) the Act, and (c) the Operating Agreement of the Company, as amended from time to time.

7. REGULATORY MATTERS. Upon the written direction of the Pennsylvania Harness Racing Commission (or its successor) (the "Commission"), the manager of the Company, on behalf of the Company, shall make written demand upon any person or entity holding a membership interest in the Company that such person or entity shall sell such membership interest to the Company at a price to be fixed by the Commission and such person or entity shall sell such membership interest to the Company at such price. From the date of the making of any such demand by the Company, no transfer of the membership interest which is the subject of such demand shall be made except for a transfer to the Company.

8. OWNERSHIP. Each person owning an interest in the Company shall be the sole and absolute owner thereof and such person shall not hold the interest in the Company or any portion of the interest in the Company in trust for any person, partnership, firm or Company, whatsoever, who or which is prohibited from owning such membership interest by the "Race Horse Industry Reform Act."

9. NOTICE OF TRANSFERS. The Company shall, within ten (10) days after any transfer of any membership interest comprising at least 5% or more of the Company's membership interests, notify the Commission of such transfer.

**CENTAUR PENNSYLVANIA, LLC
CONDITIONAL/CATEGORY 1- APPLICATION
AND DISCLOSURE INFORMATION FORM**

APPENDIX 23

APPLICANT IS AN AFFILIATED ENTITY OF THE PRIMARY APPLICANT, VALLEY
VIEW DOWNS, LP, AND THEREFORE APPENDIX 23 DOES NOT APPLY

**CENTAUR PENNSYLVANIA, LLC
CONDITIONAL/CATEGORY 1- APPLICATION
AND DISCLOSURE INFORMATION FORM**

APPENDIX 25

APPLICANT IS AN AFFILIATED ENTITY OF THE PRIMARY APPLICANT, VALLEY
VIEW DOWNS, LP, AND THEREFORE APPENDIX 25 DOES NOT APPLY

**CENTAUR PENNSYLVANIA, LLC
CONDITIONAL/CATEGORY 1- APPLICATION
AND DISCLOSURE INFORMATION FORM**

APPENDIX 26

APPLICANT IS AN AFFILIATED ENTITY OF THE PRIMARY APPLICANT, VALLEY
VIEW DOWNS, LP, AND THEREFORE APPENDIX 26 DOES NOT APPLY

**CENTAUR PENNSYLVANIA, LLC
CONDITIONAL/CATEGORY 1- APPLICATION
AND DISCLOSURE INFORMATION FORM**

APPENDIX 29

APPLICANT IS AN AFFILIATED ENTITY OF THE PRIMARY APPLICANT, VALLEY
VIEW DOWNS, LP, AND THEREFORE APPENDIX 29 DOES NOT APPLY

**CENTAUR PENNSYLVANIA, LLC
CONDITIONAL/CATEGORY 1- APPLICATION
AND DISCLOSURE INFORMATION FORM**

APPENDIX 33

APPLICANT IS AN AFFILIATED ENTITY OF THE PRIMARY APPLICANT, VALLEY
VIEW DOWNS, LP, AND THEREFORE APPENDIX 33 DOES NOT APPLY

**CENTAUR PENNSYLVANIA, LLC
CONDITIONAL/CATEGORY 1- APPLICATION
AND DISCLOSURE INFORMATION FORM**

APPENDIX 36

APPLICANT IS AN AFFILIATED ENTITY OF THE PRIMARY APPLICANT, VALLEY
VIEW DOWNS, LP, AND THEREFORE APPENDIX 36 DOES NOT APPLY