

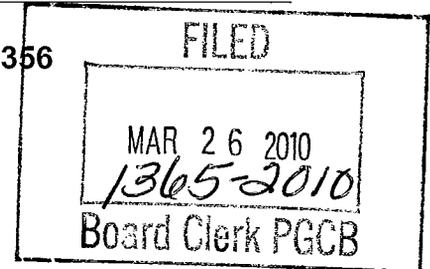
Levine, Staller, Sklar, Chan,  
Brown & Donnelly, P.A.  
3030 Atlantic Avenue  
Atlantic City, New Jersey 08401  
Phone: 609-348-1300  
Fax: 609-345-2473  
Attorneys for Petitioner  
SugarHouse HSP Gaming, L.P.

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PA GAMING CONTROL BOARD  
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**COMMONWEALTH OF PENNSYLVANIA  
BEFORE THE PENNSYLVANIA GAMING CONTROL BOARD**

**IN RE: PETITION OF SUGARHOUSE  
HSP GAMING, L.P. FOR  
AUTHORIZATION TO OPERATE  
TABLE GAMES**

**DOCKET NO. F-1356**



**PETITION OF SUGARHOUSE HSP GAMING, L.P. FOR AUTHORIZATION TO  
CONDUCT TABLE GAMES PURSUANT TO 4 Pa. C.S. §1312A(a)**

**NOW COMES**, SugarHouse HSP Gaming, L.P. (hereinafter "SugarHouse"), a Category 2 Slot Machine licensee, having a place of business at 1080 North Delaware Avenue, Suite 800, Philadelphia, Pennsylvania, by and through its attorneys, Levine, Staller, Sklar, Chan, Brown & Donnelly, P.A., by way of petition to the Pennsylvania Gaming Control Board (hereinafter "Board"), and submits this Petition pursuant to Section 1312A of the Pennsylvania Race Horse Development and Gaming Act ("Gaming Act") and states:

1. SugarHouse is the holder of a Category 2 Slot Machine Operator License, License No. F-1356.
2. Pursuant to Section 1311A of the Gaming Act, the Board is authorized to permit a slot machine licensee to operate table games at its licensed facility.

3. Section 1312A(b) of the Gaming Act requires a petitioner seeking authorization to conduct table games to address certain matters. All of the statutory requirements are addressed herein as follows:

- a. The name, business address and contact information of the Petitioner is set forth in **Appendix 1**. See 4 Pa. C.S. §1312A(b)(1).
- b. The name and business address, job title and a photograph of each principal and key employee of the petitioner who will be involved in the conduct of table games and who is not currently licensed by the Board, if known, is set forth in **Appendix 2**. See 4 Pa. C.S. §1312A(b)(2)
- c. An itemized list of the number of gaming tables and types of table games for which authorization is being sought is set forth in **Appendix 3**. See 4 Pa. C.S. §1312A(b)(3).
- d. The estimated number of full-time and part-time employment positions that will be created at the licensed facility if table games are authorized and an updated hiring plan pursuant to Section 1510(a) (relating to labor hiring preferences) which outlines the petitioner's plan to promote the representation of diverse groups and Commonwealth residents in the employment positions is set forth in **Appendix 4**. See 4 Pa. C.S. §1312A(b)(4).
- e. A brief description of the economic benefits expected to be realized by the Commonwealth, its municipalities and its residents if table games are authorized at the petitioner's licensed facility is set forth in **Appendix 5**. See 4 Pa. C.S. §1312A(b)(5).

- f. The details of any financing obtained or that will be obtained to fund an expansion or modification of the licensed facility to accommodate table games and to otherwise fund the cost of commencing table game operations is set forth in **Appendix 6**. See 4 Pa. C.S. §1312A(b)(6)
- g. Information and documentation concerning financial background and resources, as the Board may require, to establish by clear and convincing evidence the financial stability, integrity and responsibility of the petitioner is set forth in **Appendix 7**. See 4 Pa. C.S. §1312A(b)(7).
- h. Information and documentation, as the Board may require, to establish by clear and convincing evidence that the petitioner has sufficient business ability and experience to create and maintain a successful table game operation. In making this determination, the Board may consider the results of the petitioner's slot machine operation, including financial information, employment data and capital investment is set forth in **Appendix 8**. See 4 Pa. C.S. §1312A(b)(8).
- i. Information and documentation, as the Board may require, to establish by clear and convincing evidence that the petitioner has or will have the financial ability to pay the authorization fee under section 1361A (relating to table game authorization fee) is set forth in **Appendix 9**. See 4 Pa. C.S. §1312A(b)(9).
- j. A detailed site plan identifying the petitioner's proposed table game area within the licensed facility is set forth in **Appendix 10**. See 4 Pa. C.S. §1312A(b)(10).

k. If the petitioner is a Category 1 or Category 2 slot machine licensee, a waiver, on a form prescribed by the Board which is signed by the petitioner and acknowledged by each of the petitioner's principals, of the following rights arising as a result of an amendment or addition to this part that took effect at the same time as the effective date of this section:

- i. The petitioner's right under section 1209(f) (relating to slot machine license fee) or under any contract executed by the applicant and the department under section 1209(c) to receive the return of any portion of the slot machine license fee paid by the petitioner for its slot machine license; and
- ii. The petitioner's right, if any, to sue for the return of any portion of the slot machine license fee paid by the petitioner for its slot machine license.

Attached hereto at **Appendix 11** is the executed waiver. See 4 Pa. C.S. §1312A(b)(11).

l. Other information as the Board may require pursuant to 4 Pa. C.S. §1312A(b)(12):

- i. A description of the licensee's plan to provide training and instruction, or equivalent, for personnel that will be involved in table games is set forth in **Appendix 12**.
- ii. Total anticipated investment by the licensee associated with table games (construction, renovations, etc.) and an estimate of

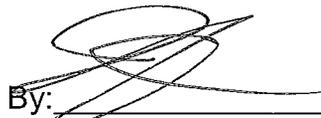
the number of construction jobs involved is set forth in  
**Appendix 13.**

4. Based on the information contained herein and in the attached Appendices, and pursuant to 4 Pa. C.S. §1312A(a), SugarHouse requests approval from the Board to conduct table games at its licensed facility.

WHEREFORE, SugarHouse respectfully requests the Board to grant this Petition and authorize SugarHouse to conduct table games at its licensed facility.

Respectfully submitted,

DATED: March 10, 2010

  
By: \_\_\_\_\_  
JOHN M. DONNELLY, ESQUIRE  
Pennsylvania Bar No. 207085  
MICHAEL D. SKLAR, ESQUIRE  
Pennsylvania Bar No. 76843

Levine, Staller, Sklar, Chan,  
Brown & Donnelly, P.A.  
3030 Atlantic Avenue  
Atlantic City, New Jersey 08401  
Phone: 609-348-1300  
Fax: 609-345-2473  
Attorneys for Petitioner  
SugarHouse HSP Gaming, L.P.

## CERTIFICATE OF SERVICE

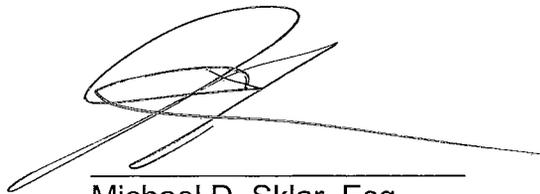
I certify that on March 10, 2010, one copy of the foregoing Petition and accompanying appendices, along with a redacted copy of same was sent via FedEx to:

Alta Brown  
Clerk, Office of Hearings & Appeals  
Pennsylvania Gaming Control Board  
One Penn Center, Suite 502  
2601 N. 3<sup>rd</sup> Street  
Harrisburg, PA 17110

On same date, five copies of the Petition and accompanying appendices were sent via FedEx to:

Kevin O'Toole, Esquire  
Executive Director  
Pennsylvania Gaming Control Board  
5<sup>th</sup> Floor, Verizon Tower, Strawberry Square  
303 Walnut Street  
Harrisburg, Pennsylvania 17101

Date: March 10, 2010

A handwritten signature in black ink, appearing to read "Michael D. Sklar", written over a horizontal line.

Michael D. Sklar, Esq.  
Levine, Staller, Sklar, Chan,  
Brown & Donnelly, P.A.  
3030 Atlantic Avenue  
Atlantic City, NJ 08401  
Pa. Attorney I.D. No. 76843  
Tel: (609) 348-1300  
Fax: (609) 345-2473

## APPENDIX CHECKLIST

A PETITIONER SEEKING AUTHORIZATION TO CONDUCT TABLE GAMES SHALL INCLUDE THE FOLLOWING APPENDICES WITH THE PETITION. THE APPENDICES ARE DOCUMENTS THE PETITIONER MUST PROVIDE OR CREATE. THE PETITIONER HAS A CONTINUING DUTY TO UPDATE THIS INFORMATION. EACH APPENDIX SHALL BE PRESENTED IN A TABBED MANNER AND EACH TAB MUST INDICATE THE APPENDIX NUMBER AS LISTED BELOW. IF AN APPENDIX DOES NOT APPLY TO A PETITIONER, WRITE "DOES NOT APPLY" ON THE APPENDIX PAGE.

<input checked="" type="checkbox"/>	APPENDIX 1: THE NAME, BUSINESS ADDRESS, AND CONTACT INFORMATION OF THE PETITIONER.	MANDATORY
<input checked="" type="checkbox"/>	APPENDIX 2: IF KNOWN, THE NAME AND BUSINESS ADDRESS, JOB TITLE AND A PHOTOGRAPH OF EACH PRINCIPAL AND KEY EMPLOYEE OF THE PETITIONER WHO WILL BE INVOLVED IN THE CONDUCT OF TABLE GAMES AND IS NOT CURRENTLY LICENSED BY THE BOARD.	MANDATORY
<input checked="" type="checkbox"/>	APPENDIX 3: AN ITEMIZED LIST OF THE NUMBER AND TYPES OF TABLE GAMES FOR WHICH AUTHORIZATION IS SOUGHT.	MANDATORY
<input checked="" type="checkbox"/>	APPENDIX 4: THE ESTIMATED NUMBER OF FULL-TIME AND PART-TIME EMPLOYMENT POSITIONS THAT WILL BE CREATED AT THE LICENSED FACILITY IF TABLE GAMES ARE AUTHORIZED AND AN UPDATED HIRING PLAN PURSUANT TO SECTION 1510 (RELATING TO LABOR HIRING PREFERENCES) WHICH OUTLINES THE PETITIONER'S PLAN TO PROMOTE THE REPRESENTATION OF DIVERSE GROUPS AND COMMONWEALTH RESIDENTS IN THE NEW EMPLOYMENT POSITIONS.	MANDATORY
<input checked="" type="checkbox"/>	APPENDIX 5: A BRIEF DESCRIPTION OF THE ECONOMIC BENEFITS EXPECTED TO BE REALIZED BY THE COMMONWEALTH, ITS POLITICAL SUBDIVISIONS, AND ITS RESIDENTS IF TABLE GAMES ARE AUTHORIZED.	MANDATORY
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<input checked="" type="checkbox"/>	APPENDIX 7: INFORMATION AND DOCUMENTATION CONCERNING FINANCIAL BACKGROUND AND RESOURCES; TO ESTABLISH BY CLEAR AND CONVINCING EVIDENCE OF THE FINANCIAL STABILITY, INTEGRITY AND RESPONSIBILITY OF THE PETITIONER.	MANDATORY
<input checked="" type="checkbox"/>	APPENDIX 8: INFORMATION AND DOCUMENTATION TO ESTABLISH BY CLEAR AND CONVINCING EVIDENCE THAT THE PETITIONER HAS SUFFICIENT BUSINESS ABILITY AND EXPERIENCE TO CREATE AND MAINTAIN A SUCCESSFUL TABLE GAME OPERATION. IN MAKING THIS DETERMINATION, THE BOARD MAY CONSIDER THE RESULTS OF THE PETITIONER'S SLOT MACHINE OPERATION, INCLUDING FINANCIAL INFORMATION, EMPLOYMENT FIGURES AND CAPITAL INVESTMENT.	MANDATORY
<input checked="" type="checkbox"/>	APPENDIX 9: INFORMATION AND DOCUMENTATION TO ESTABLISH BY CLEAR AND CONVINCING EVIDENCE THAT THE PETITIONER HAS THE FINANCIAL ABILITY TO PAY THE AUTHORIZATION FEE UNDER SECTION 1361A (RELATING TO TABLE GAME AUTHORIZATION FEE).	MANDATORY
<input checked="" type="checkbox"/>	APPENDIX 10: DETAILED SITE PLANS IDENTIFYING THE PETITIONER'S PROPOSED TABLE GAME AREA, INCLUDING RESTRICTED AREAS ASSOCIATED WITH TABLE GAMES OPERATIONS WITHIN THE LICENSED FACILITY OR ANY PROPOSED TEMPORARY FACILITY.	MANDATORY
<input checked="" type="checkbox"/>	APPENDIX 11: IF THE PETITIONER IS A CATEGORY 1 OR CATEGORY 2 SLOT MACHINE LICENSEE, THE SIGNED WAIVER OF RIGHTS FORM REQUIRED BY SECTIONS 1312A(11) AND 1315A(8).	MANDATORY
<input checked="" type="checkbox"/>	APPENDIX 12: A DESCRIPTION OF THE LICENSEE'S PLAN TO PROVIDE TRAINING AND INSTRUCTION, OR EQUIVALENT, FOR PERSONNEL THAT WILL BE INVOLVED IN TABLE GAMES.	MANDATORY
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**Appendix 1.**

**The name, business address and contact information of the Petitioner**

**(4 Pa. C.S. §1312A(b)(1)).**

Petitioner: SugarHouse HSP Gaming, L.P.  
Category 2 Slot Operator License Number F-1356

Business Address: 1080 N. Delaware Avenue, Suite 800  
Philadelphia, PA 19103

Contact Information: Wendy Hamilton  
General Manager  
SugarHouse Casino  
1080 N. Delaware Avenue, Suite 800  
Philadelphia, PA 19103  
Phone: 267-232-2300

Michael Sklar, Esquire  
John Donnelly, Esquire  
Gaming Counsel  
Levine, Staller, Sklar, Chan, Brown & Donnelly, P.A.  
3030 Atlantic Avenue  
Atlantic City, NJ 08401  
Phone: 609-348-1300

**Appendix 2.**

The name and business address, job title and a photograph of each principal and key employee of the petitioner who will be involved in the conduct of table games and who is not currently licensed by the Board, if known. (4 Pa. C.S. §1312A(b)(2)).

Wendy Hamilton  
General Manager  
1080 N. Delaware Avenue, Suite 800  
Philadelphia, PA 19103  
Phone: 267-232-2300

A temporary credential has been issued by the Board to Ms. Hamilton.

**Appendix 3.**

**An itemized list of the number of gaming tables and types of table games for which authorization is being sought. (4 Pa. C.S. §1312A(b)(3)).**

<b><u>Game Type</u></b>	<b><u># Games</u></b>
Blackjack	26
Craps	4
Roulette	3
Mini Baccarat	2
Pai Gow Poker	2
Let it Ride	1
Caribbean Stud	1
Three Card Poker	2
Texas Hold'em Bonus	1
<b>Total</b>	<b>42</b>

**Appendix 4.**

**The estimated number of full-time and part-time employment positions that will be created at the licensed facility if table games are authorized and an updated hiring plan pursuant to Section 1510(a) (relating to labor hiring preferences) which outlines the petitioner's plan to promote the representation of diverse groups and Commonwealth residents in the employment positions. (4 Pa. C.S. §1312A(b)(4)).**

1. It is anticipated that SugarHouse will hire an additional 212 full-time and 92 part-time team members if table games are authorized at the SugarHouse Casino by the Board. Attached as Exhibit 4A is a schedule of the anticipated new hires by department and position.

2. Attached as Exhibit 4B is SugarHouse's updated Hiring Plan, which outlines SugarHouse's plan to promote diversity and Commonwealth resident employment.

## EXHIBIT 4A

**Exhibit 4A**

**SugarHouse Casino  
Anticipated Employment Related  
to Table Games**

**Department / Position**

Beverage

Servers

**Redacted**

Casino Credit

Credit Clerks

Credit Supervisor

Finance

Casino Auditor

Security

Security Officers

Surveillance

Surveillance Agents

Table Games

Dealers

Supervisors

Managers

**TOTAL**

**304**

## EXHIBIT 4B

# SUGARHOUSE CASINO TABLE GAMES HIRING PLAN

## COMPANY OVERVIEW

SugarHouse Casino is a proposed \$500 million casino and entertainment project located in the City of Philadelphia along the Delaware River waterfront. Ultimately, SugarHouse, depending on economic considerations, could accommodate up to 5,000 slot machines and 60+ table games and employ people in a variety of gaming related occupations starting with the opening of the interim phase in 2010. The project will bring a new and exciting industry to the City of Philadelphia and its residents, offering not just jobs but career opportunities and professional growth.

SugarHouse Casino will be built in two phases, initially employing 800+ employees in its Interim Phase. Components of each phase include:

### **Interim Phase (Opening late summer 2010)**

- 1,603 slot machines
- 42 Table Games
- One restaurant, one snack bar and two bars/lounges
- 100,000 square feet of enclosed casino area (gaming, food and beverage, back-of-house)
- 1,500 on-site parking spaces
- 800 employees

### **Phase I (Projected Opening 2013):**

- Additional 1,300 slots (3,000 slots total)
- 60+ Table Games
- Expanded dining options for a total of four restaurants, two lounges/bars, and a Food Court
- Retail space
- 3,000 parking spaces in 10-level garage

## HIRING PRACTICES

### **Diversity and Inclusion**

SugarHouse Casino will institute formal hiring practices to ensure it meets its commitment to the City and State in regards to employing a diverse workforce. Its Diversity and Inclusion Mission Statement states in part:

*SugarHouse Casino is devoted to building and nurturing a diverse and inclusive environment, and is committed to equal opportunity employment and participation by all team members in all employment classifications throughout the organization. This*

*commitment to equal opportunities and diversity also applies to our vendors, suppliers and independent contractors.*

- *We are committed to recruiting, employing, training and advancing talented people of any race, color, national origin, ancestry, sex, sexual orientation, sexual identity and expression, marital status, family status, lifestyle, age, culture, religion, military and veteran status, citizenship, or disability.*
- *We actively search for a diverse pool of candidates to provide us with a depth of talent, skills and potential to meet our goals in all employment levels of our operation.*

One component of SugarHouse Casino's Diversity and Inclusion Plan is to create a Diversity Task Force. A key role the Task Force will play will be to monitor recruitment and hiring efforts and results; and providing guidance and assistance when needed to maintain the culture of diversity and inclusion in all aspects of employment.

## **SUGARHOUSE CASINO GENERAL RECRUITMENT PLAN**

Scheduled to open in 2010, SugarHouse Casino will commence a recruitment campaign in the spring of 2010.

### **Recruitment and Sourcing of Candidates**

SugarHouse Casino has established recruitment and hiring plan that will address anticipated turnover and the need to double staffing levels in a few years of opening. This plan also meets the objectives stated in its Diversity and Inclusion Mission Statement.

When job vacancies occur and a diverse pool of qualified applicants is lacking, SugarHouse will advertise using typical advertising means. Efforts will include advertising in newspaper and other publications which target minority populations and Philadelphia metropolitan area media outlets with a key focus of reaching a diverse pool of applicants.

- Philadelphia Daily News
- Al Dia
- The Philadelphia Tribune
- Philadelphia Sunday Sun
- Philadelphia Asian News
- Philadelphia New Observer
- Philadelphia Gay News
- Philadelphia Public Record
- Philly News (Star)
- Philly Tribune

- Fishtown Spirit
- 6 ABC
- NBC 10
- CBS 3
- BET/TV One
- CW Philly
- Fox 29
- WHAT 1340
- WURD 900
- Power 99
- 100.3 The Beat
- 103.9 FM Praise
- WDAS 105.3
- WRNB 107.9

Human Resources will take appropriate measures to identify and coordinate efforts with employment resources serving residents of Philadelphia including disadvantaged and minority persons. These resources may include but are not limited to:

- Pennsylvania Career Link & EARN Centers (Employment, Advancement and Retention Network); job boards
- Job fairs at local community colleges, technical schools and other colleges and universities
- City-wide job fairs
- Department of Labor
- Department of Public Welfare
- Philadelphia Workforce Development Corporation
- Philadelphia Workforce Investment Board
- Opportunities Industrialization Center, Inc. (OIC)
- Urban League of Philadelphia
- Congreso de Latinos Unidos
- Greater Philadelphia Chamber of Commerce
- African-American Chamber of Commerce
- Hispanic Chamber of Commerce
- Asian American Chamber of Commerce
- Philadelphia Chinatown Development Corporation
- Philadelphia Commercial Development Corporation
- Lutheran Settlement House
- National Comprehensive Center for Fathers
- People's Emergency Center
- Salvation Army
- Community Self Empowerment Employment Program
- KRA Corporation

If local resources fail to provide a diverse pool of candidates, SugarHouse will post jobs with diversity trade journals and internet job boards.

- Diversity Inc. Careers
- Hire Diversity
- IM Diversity
- Diversity Working
- Professional Associations

### **Job Posting and Application Process**

To afford both internal and external applicants an equal opportunity to apply for open positions, advertisements and job postings sent to external recruitment sources will direct candidates to the SugarHouse career website. The job posting will include a job description listing essential functions of the job and required qualifications. Applicants will be required to submit an electronic application for positions they desire to obtain.

### **Interview and Selection Process**

**Step 1:** The initial screening of applications will include an electronic process that will determine if the applicant meets basic qualifications related to work availability, salary requirements, age, education requirements, etc.

**Step 2:** An applicant who passes the electronic screening step will then have his/her application reviewed by a Human Resources representative. Human Resources will review the application to determine if the applicant meets qualifications beyond the system's ability to determine such factors.

**Step 3:** An Applicant who meets the requirements for and who are among the most qualified for a position will interview with a recruiter.

**Step 4:** A candidate who successfully passes the human resources screening will interview with a hiring manager(s) in a formal interview process. The hiring manager will make the final hiring decision.

### **Offer Process**

The hiring manager shall notify human resources when a candidate is selected to fill a position. Human Resources will review and approve the selection ensuring the candidate meets the qualification for the position and is amongst the most qualified. Human Resources will extend a written job offer contingent upon the following:

- Successful completion of a background investigation
- Passing of a pre-employment drug screen
- Obtaining and maintaining the required PGCB license

## **Performance Management**

SugarHouse Casino will establish a performance driven culture that recognizes and rewards employees who consistently perform according to established values, job and guest service standards. Using appropriate tools such as setting performance standards, goal setting and periodic evaluations, it will clearly communicate performance expectations and assessment of performance to better prepare employees for advancement opportunities.

## **Training and Development**

SugarHouse Casino strongly believes in and endorses a promotion-from-within culture that provides equal opportunity advancement to its employees. It recognizes that even the best performers require training and development as they prepare for broader roles and responsibilities. It will establish appropriate training programs to prepare individuals to be future leaders, particularly as it prepares for its Phase 1 completion, when additional supervisor and management jobs will be created. SugarHouse intends to develop and offer a series of classes to allow employees to gain competency in the following areas and beyond:

- Interview Skills
- Coaching & Counseling
- The Basics of Gaming
- Time Management
- Leadership Competencies
- Performance Management

## **TABLE GAMES HIRING PLAN**

### **Staffing Levels**

Staffing levels related to table games are listed in Appendix – A. This list includes table games leadership, supervisory positions, dealers and positions required to support the table games operation.

### **Recruitment Plan**

In addition to the actions describe under Recruitment and Sourcing of Candidates, SugarHouse Casino plans to conduct a Casino Career Information Fair at the Pennsylvania Convention Center in April 2010. In keeping with the requirement to employ Pennsylvania residents, the event will be marketed and promoted within the city using various media outlets. Pre-job fair advertisements will direct interested parties to complete a formal electronic application prior to or immediately after the event.

Immediately after the job fair, Human Resources and hiring managers will thoroughly review applications for all table games and related positions and begin the interview process. The best qualified applicants will be invited to an interview session, after which job offers will be made to either join the SugarHouse team or to attend dealer training school.

In addition to the job fair, SugarHouse Casino will attend smaller job fairs in April hosted by the EARN centers that are part of Pennsylvania's welfare reform program and located throughout the City of Philadelphia. A job fair for recent graduates and alumni of Philadelphia OIC, Opportunities Industrialization Center, is also scheduled for April 2010.

SugarHouse Casino orchestrated a meeting with ACCC, Atlantic Cape Community College, and Community College of Philadelphia, CCP, to explore the possibility of CCP creating a dealer training school to train dealers post opening. If this effort is successful, SugarHouse Casino would consider CCP's program as a primary source of recruitment for future dealers. Given that CCP services city and Pennsylvania residents, this effort would further support SugarHouse Casino's commitment to ensuring a diverse workforce.

Appendix – A

Position	#
Table Games Shift Manager	[REDACTED]
Table Games Supervisor	[REDACTED]
Table Games Dealer	[REDACTED]
Surveillance Agent	[REDACTED]
Security Officer	[REDACTED]
Casino Credit Clerk	[REDACTED]
Casino Credit Supervisor	[REDACTED]
Revenue Audit Clerk	[REDACTED]
Beverage Server	[REDACTED]

Total Estimate of Table Games employees: 304

## **Appendix 5.**

**A brief description of the economic benefits expected to be realized by the Commonwealth, its municipalities and its residents if table games are authorized at the petitioner's licensed facility. (4 Pa. C.S. §1312A(b)(5)).**

It is anticipated that the addition of table games will render the SugarHouse facility more competitive in the regional gaming market and provide a significant added amenity for gaming patrons.

If table games are authorized at the SugarHouse Casino, significant economic benefits will be realized by the Commonwealth, the City of Philadelphia and Commonwealth residents, including direct and indirect job creation and increased tax revenue for both Philadelphia and the Commonwealth and the resulting reduction of taxes on the Commonwealth's citizens.

First, such authorization will create 15 to 20 additional construction jobs. The vast majority of these construction workers will be local and union affiliated.

As set forth more fully in Appendix 4, SugarHouse anticipates hiring an additional 304 team members at the casino. Again, the vast majority of these employees will be from the local area and city wage tax and state and federal taxes will be paid on these employees' wages. Attached as Exhibit 5A is spreadsheet setting forth the anticipated salary/wage data for dealers, supervisors and managers.

It is anticipated that local vendors will be engaged to service certain gaming equipment and to supply goods in connection with the table game operation.

Finally, table games at the SugarHouse will generate significant tax revenue for the Commonwealth and the City of Philadelphia. Attached as Exhibit 5B is a spreadsheet setting forth the projected tax revenue to be generated by table games at SugarHouse.

**EXHIBIT 5A**

**REDACTED**

**EXHIBIT 5B**

**REDACTED**

**Appendix 6.**

**The details of any financing obtained or that will be obtained to fund an expansion or modification of the licensed facility to accommodate table games and to otherwise fund the cost of commencing table game operations. (4 Pa. C.S. §1312A(b)(6)).**

**REDACTED**

**Appendix 7.**

**Information and documentation concerning financial background and resources, as the Board may require, to establish by clear and convincing evidence the financial stability, integrity and responsibility of the petitioner. (4 Pa. C.S. §1312A(b)(7)).**

Attached as Exhibits 7A and 7B, respectively, are SugarHouse HSP Gaming Prop. Mezz, L.P.'s consolidated audited financial statements for the year ending December 31, 2008 and unaudited financial statement for the period ending December 31, 2009. The audit for 2009 is underway and the audited financial statements will be filed with the Board prior to March 31, 2010.

SugarHouse closed on its construction financing in August 2009 raising approximately \$185 million, which together with the FF&E financing, is more than sufficient to complete the construction of the Interim Facility and open the casino. Construction is well underway on the Interim Facility and opening is anticipated in September 2010.

In addition, as set forth in Appendix 6, **REDACTED**.

**EXHIBIT 7A**

**REDACTED**

**EXHIBIT 7B**

**REDACTED**

**Appendix 8.**

**Information and documentation, as the Board may require, to establish by clear and convincing evidence that the petitioner has sufficient business ability and experience to create and maintain a successful table game operation. In making this determination, the Board may consider the results of the petitioner's slot machine operation, including financial information, employment data and capital investment.**

**(4 Pa. C.S. §1312A(b)(8)).**

SugarHouse Casino has seasoned and experienced property level management in place. That management is supported by an experienced corporate oversight team based in Chicago, Illinois, led by Neil Bluhm and Greg Carlin.

The corporate oversight team currently oversees operations at the Riverwalk Casino Hotel located in Vicksburg, Mississippi. The Riverwalk Casino Hotel operates a 25,000 sq. ft. gaming floor containing more than 800 slot machines and 18 table games as well as an 80 room hotel, various food and beverage outlets and an event center. Riverwalk has consistently been one of the top performing casinos in the Vicksburg area since opening in October 2008.

Mr. Bluhm and Mr. Carlin are also affiliated with the Fallsview Casino Resort and Casino Niagara located in Niagara Falls, Canada. Neil Bluhm currently serves as the Chairman of the Board of Falls Management Company (FMC) and he, his family and Mr. Carlin indirectly own approximately 33% of FMC. FMC developed the CDN \$1.0 billion Fallsview Casino and currently

operates Fallsview Casino and Casino Niagara on behalf of the Province of Ontario. The Fallsview Casino contains a 200,000 sq. ft. gaming floor offering more than 3,200 slot machines and 133 table games, including a Salon Privé (high-limit area), dedicated Asian Pit and Poker Room. Fallsview Casino Resort is the highest grossing casino in Ontario.

SugarHouse is also advised by experienced gaming counsel who are familiar with table game operations and internal controls governing such operations and state and federal laws and regulations governing such operations.

#### SugarHouse Casino Management

- *Wendy Hamilton – General Manager*

Before opening and managing Philadelphia Park Casino for three years, Wendy spent twelve years with Harrah's Entertainment in corporate, regional and property level roles. Eight of these years were spent in Atlantic City at Harrah's, Showboat and Caesars, and the remainder were spent in Memphis, TN, Kansas City, MO and Metropolis, IL.

Most notably:

- Asst General Manager for Caesars Atlantic City; left Harrah's for Philly Park shortly after this promotion
- Asst General Manager for Harrah's North Kansas City; 2004-2005; 2000 slots, 50 tables
- Vice President of Casino Operations for Showboat Atlantic City; 2003-2004; 3900 slots, 54 tables
- Vice President of Slots for Harrah's Atlantic City; 2002-2003; 4200 slots
- Director of Slots for Harrah's Metropolis; 2001-2002; 1200 slots
- Executive Assistant to the President, Harrah's Eastern Division; 1999-2001; 6 casino properties including NJ, IL, NC, all departments

- Director of Customer Satisfaction Analysis, Harrah's Entertainment; 1998-1999; 16 properties, all departments

### Corporate Oversight Team

- *David Patent – Chief Operating Officer*

Mr. Patent has over eight years of senior leadership in both property and corporate settings in numerous markets: Some of his experience is:

- Vice President Operations at Harrah's East Chicago Casino 2003 to 2005 – 2,000 slots and 55 tables and 16 poker.
- Assistant General Manager at Rio All Suite Hotel & Casino, Las Vegas 2005 to 2006 – 94 tables and World Series of Poker (200+ tables)
- Flamingo Casino & Hotel 2006 to 2007 – 110 tables and 14 poker
- Vice President Enterprise Gaming for Harrah's Entertainment, Inc. overseeing strategy and revenue parent organization whose affiliates operated over 60,000 slots and 2,000 table games

- *Joseph Barrett – Director of Gaming*

- 20 years of table games experience
- 8 years as either director or vice president of table game operations.
- Table games leader in multiple jurisdictions including, NV, IN, IL, MO, NJ, KS, IA, NC, KS
- Casino operations manager during New York-New York Hotel & Casino grand opening
- Served on Board of Directors for Indiana Council on Problem Gambling
- Served on Kentucky Council on Problem Gambling committee
- Facilitated annual game protection seminars for over 1,200 Atlantic City supervisors and managers
- Led successful dealer's schools at New York-New York Hotel & Casino, Harrah's Las Vegas, Harrah's East Chicago, and Horseshoe Southern Indiana.

**Appendix 9.**

**Information and documentation, as the Board may require, to establish by clear and convincing evidence that the petitioner has or will have the financial ability to pay the authorization fee under section 1361A (relating to table game authorization fee). (4 Pa. C.S. §1312A(b)(9)).**

Please see information contained at Appendix 6. The \$16.5 million fee will be paid in a one-time payment and not in installments.

**Appendix 10.**

**Detailed site plans identifying the petitioner's proposed table game area within the licensed facility. (4 Pa. C.S. §1312A(b)(10)).**

Detailed floor plan is attached as Exhibit 10A.

**EXHIBIT10A**

**REDACTED**

**Appendix 11.**

If the petitioner is a Category 1 or Category 2 slot machine licensee, a waiver, on a form prescribed by the Board which is signed by the petitioner and acknowledged by each of the petitioner's principals, of the following rights arising as a result of an amendment or addition to this part that took effect at the same time as the effective date of this section:

- a. The petitioner's right under section 1209(f) (relating to slot machine license fee) or under any contract executed by the applicant and the department under section 1209(c) to receive the return of any portion of the slot machine license fee paid by the petitioner for its slot machine license; and
- b. The petitioner's right, if any, to sue for the return of any portion of the slot machine license fee paid by the petitioner for its slot machine license pursuant to 4 Pa. C.S. §1312A(b)(11) and 4 Pa. C.S. §1315A(8).

Attached as Exhibit 11A is an executed waiver.

## EXHIBIT 11A

ACKNOWLEDGEMENT AND WAIVER OF RIGHTS

Sugarhouse HSP Gaming, L.P. (Name of slot machine licensee), and Greg Carlin (Name of Officer authorized to legally bind the slot machine licensee), on behalf of Sugarhouse HSP Gaming, L.P. (Name of slot machine licensee) as well as its principals, owners, affiliates, officers and directors hereby acknowledge that a Table Game Operation Certificate authorized under the Pennsylvania Race Horse Development and Gaming Act, 4 Pa.C.S. §§1101, et.seq. as amended, is a privilege to conduct table game operations in Pennsylvania under the purview, discretion and authorization of the Pennsylvania Gaming Control Board, and that there is no right created by State law to obtain said Table Game Operation Certificate.

Sugarhouse HSP Gaming, L.P. (Name of slot machine licensee) further acknowledges that by petitioning for the approval a Table Game Operation Certificate, Sugarhouse HSP Gaming, L.P. (Name of slot machine licensee) as well as its principals, owners, affiliates, officers and directors hereby knowingly waive certain rights which may otherwise arise as a result of amendments or additions to the Pennsylvania Race Horse Development and Gaming Act that took effect on January 7, 2010 as set forth below:

- ~~(1) the right under section 1209(f) (relating to slot machine license fee) or under any contract executed by the slot machine licensee/petitioner and the Department of Revenue under section 1209(c) to receive the return of any portion of the slot machine license fee paid by the slot machine licensee/petitioner for its slot machine license;~~
- (2) the right, if any, to sue for the return of any portion of the slot machine license fee paid by the petitioner for its slot machine license.

4 Pa.C.S. §1312A(b)(11)

Additionally, Sugarhouse HSP Gaming, L.P. (Name of slot machine licensee) acknowledges that should it be entitled to a return of any portion of its \$50 million slot machine license fee, a one-time slot machine license renewal fee will be assessed in an amount equal to the amount of the fee, returned to the slot machine licensee as provided in 4 Pa.C.S. §1209(f)(3).

I, as an officer of the slot machine licensee, hereby certify that I am authorized on behalf of the slot machine licensee, and its principals, owners, affiliates, officers and directors, to sign this waiver and to bind the slot machine licensee to the terms and conditions of this Acknowledgement and Waiver of Rights. I further certify that I have had the opportunity to consult with counsel regarding this matter and am knowingly and voluntarily agreeing to the terms of the waiver as a condition of petitioning the Pennsylvania Gaming Control Board for the approval of a Table Game Operation Certificate pursuant to 4 Pa.C.S. Chapter 13A.

I certify that this Acknowledgement and Waiver of Rights has been presented to each of the slot machine licensee's/petitioner's principals for review and approval and that each principal has acknowledged and accepted the terms as indicated by his or her signature below.

I further certify and agree that if the slot machine licensee, on its own behalf or by and through its principals, owners, shareholders, officers and directors attempts to assert a challenge to the requirement of this waiver as a condition to receiving a Table Game Operation Certificate as provided for and required by 4 Pa.C.S. Chapter 13A and Section 1312A(b)(11), the slot machine licensee shall be responsible for indemnifying for, and holding harmless the Pennsylvania Gaming Control Board and its members, officials and employees from, all costs and expenses of litigation as well as from any claims or judgments for damages or other harm relating in any way to: the subject matter of the Acknowledgement and Waiver of Rights, the petition for a Table Game Operation Certificate, or a refund of license fees provided for under Section 1209(f) of the Pennsylvania Race Horse Development and Gaming Act, 4 Pa.C.S. §1209(f).

I am aware and agree that the failure to abide by agreements and terms of this Acknowledgement and Waiver of Rights may result in the suspension or revocation of any authorizations, permits, certificates and licenses to conduct gaming in Pennsylvania; and that false or misleading statements and representations made herein may subject myself to criminal penalties under 18 Pa.C.S. §§4902-4904.

Sugarhouse HSP Gaming L.P.

Name of slot machine licensee

Signature of Officer

Greg A. Carlin

Printed Name of Officer

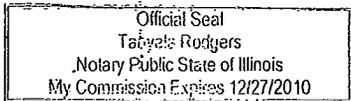
(312) 915-2882

Daytime Telephone Number

March 5, 2010

Date

Subscribed and Sworn to me this 5<sup>th</sup> day of March of 2010.



Signature of Notary Public

My Commission Expires on: 12/27/2010

The date and signature all principals of the slot machine licensee required to acknowledge the waiver of rights pursuant to 4 Pa.C.S. §1312A(b)(11).

\_\_\_\_\_/\_\_\_\_\_.Date  
\_\_\_\_\_/\_\_\_\_\_.Date  
\_\_\_\_\_/\_\_\_\_\_.Date  
\_\_\_\_\_/\_\_\_\_\_.Date  
\_\_\_\_\_/\_\_\_\_\_.Date

Attach additional pages as necessary

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I am aware and agree that the failure to abide by agreements and terms of this Acknowledgement and Waiver of Rights may result in the suspension or revocation of any authorizations, permits, certificates and licenses to conduct gaming in Pennsylvania; and that false or misleading statements and representations made herein may subject myself to criminal penalties under 18 Pa.C.S. §§4902-4904.

Sugarhouse HSP Gaming, L.P.

Name of slot machine licensee

Signature of officer

Greg A. Carlin

Printed Name of Officer

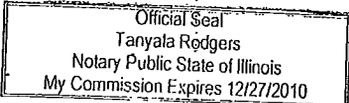
(312) 915-2882

Daytime Telephone Number

March 5, 2010

Date

Scribed and Sworn to me this 5<sup>th</sup> day of March of 2010.



Signature of Notary Public

My Commission Expires on: 12/27/2010

The date and signature all principals of the slot machine licensee required to acknowledge the waiver of rights pursuant to 4 Pa.C.S. §1312A(b)(11).

Greg A. Carlin, 3/9/2010 Date  
 \_\_\_\_\_ / \_\_\_\_\_ Date

Attach additional pages as necessary

I further certify and agree that if the slot machine licensee, on its own behalf or by and through its principals, owners, shareholders, officers and directors attempts to assert a challenge to the requirement of this waiver as a condition to receiving a Table Game Operation Certificate as provided for and required by 4 Pa.C.S. Chapter 13A and Section 1312A(b)(11), the slot machine licensee shall be responsible for indemnifying for, and holding harmless the Pennsylvania Gaming Control Board and its members, officials and employees from, all costs and expenses of litigation as well as from any claims or judgments for damages or other harm relating in any way to: the subject matter of the Acknowledgement and Waiver of Rights, the petition for a Table Game Operation Certificate, or a refund of license fees provided for under Section 1209(f) of the Pennsylvania Race Horse Development and Gaming Act, 4 Pa.C.S. §1209(f).

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Sugarhouse HSP Gaming, L.P.

Name of slot machine licensee

Signature of Officer

Greg A. Carlin

Printed Name of Officer

(312) 915-2882

Daytime Telephone Number

March 5, 2010

Date

Scribed and Sworn to me this \_\_\_\_\_ day of \_\_\_\_\_ of 20\_\_\_\_.

Notary Public

My Commission Expires on: \_\_\_/\_\_\_/20\_\_

The date and signature all principals of the slot machine licensee required to acknowledge the waiver of rights pursuant to 4 Pa.C.S. §1312A(b)(11).

Jerry L Johnson / 3/9/10 Date  
 \_\_\_\_\_ / \_\_\_\_\_ Date  
 \_\_\_\_\_ / \_\_\_\_\_ Date  
 \_\_\_\_\_ / \_\_\_\_\_ Date  
 \_\_\_\_\_ / \_\_\_\_\_ Date

Attach additional pages as necessary

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Sugarhouse HSP Gaming, L.P.

Name of slot machine licensee

Signature of Officer

Greg A. Carlin

Printed Name of Officer

( 312 ) 915-2882

Daytime Telephone Number

March 5, 2010

Date

Scribed and Sworn to me this \_\_\_\_ day of  
\_\_\_\_\_ of 20\_\_.

Notary Public

My Commission Expires on: \_\_\_/\_\_\_/20\_\_

The date and signature all principals of the slot machine licensee required to acknowledge the waiver of rights pursuant to 4 Pa.C.S. §1312A(b)(11).

*Greg A. Carlin* / March 9 10 Date  
 \_\_\_\_\_ / \_\_\_\_\_ Date  
 \_\_\_\_\_ / \_\_\_\_\_ Date  
 \_\_\_\_\_ / \_\_\_\_\_ Date  
 \_\_\_\_\_ / \_\_\_\_\_ Date

Attach additional pages as necessary

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Sugarhouse HSP Gaming, L.P.

Name of slot machine licensee

Signature of Officer

Greg A. Carlin

Printed Name of Officer

(312) 915-2882

Daytime Telephone Number

March 5, 2010

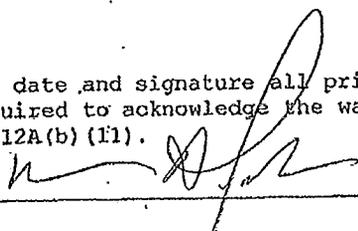
Date

Scribed and Sworn to me this \_\_\_\_ day of  
\_\_\_\_ of 20\_\_\_\_.

Notary Public

My Commission Expires on: \_\_\_/\_\_\_/20\_\_\_

The date and signature all principals of the slot machine licensee required to acknowledge the waiver of rights pursuant to 4 Pa.C.S. §1312A(b)(11).

WAL  3/9/10 Date  
\_\_\_\_\_/\_\_\_\_\_/\_\_\_\_ Date  
\_\_\_\_\_/\_\_\_\_\_/\_\_\_\_ Date  
\_\_\_\_\_/\_\_\_\_\_/\_\_\_\_ Date  
\_\_\_\_\_/\_\_\_\_\_/\_\_\_\_ Date

Attach additional pages as necessary





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Sugarhouse HSP Gaming, L.P.

~~Name of slot machine licensee~~

Signature of Officer

Greg A. Carlin

Printed Name of Officer

(312) 915-2882

Daytime Telephone Number

March 5, 2010

Date

Scribed and Sworn to me this \_\_\_\_ day of \_\_\_\_\_ of 20\_\_.

Notary Public

My Commission Expires on: \_\_\_/\_\_\_/20\_\_

The date and signature all principals of the slot machine licensee required to acknowledge the waiver of rights pursuant to 4 Pa.C.S. §1312A(b)(11).

Richard A. Sprague / 3-9-10 Date  
RICHARD A. SPRAGUE / \_\_\_\_\_ Date  
\_\_\_\_\_/\_\_\_\_\_ Date  
\_\_\_\_\_/\_\_\_\_\_ Date  
\_\_\_\_\_/\_\_\_\_\_ Date

Attach additional pages as necessary

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Sugarhouse HSP Gaming, L.P.

Name of slot machine licensee

Signature of Officer

Greg A. Carlin

Printed Name of Officer

(312) 915-2882

Daytime Telephone Number

March 5, 2010

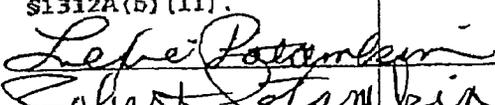
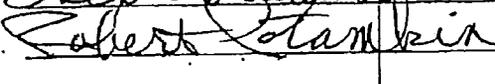
Date

Scribed and Sworn to me this \_\_\_\_\_ day of \_\_\_\_\_ of 20\_\_\_\_.

Notary Public

My Commission Expires on: \_\_\_/\_\_\_/20\_\_\_

The date and signature all principals of the slot machine licensee required to acknowledge the waiver of rights pursuant to 4 Pa.C.S. §1312A(b)(11).

	3/9/10	Date
	3/9/10	Date
_____	/	Date
_____	/	Date
_____	/	Date

Attach additional pages as necessary

I further certify and agree that if the slot machine licensee, on its own behalf or by and through its principals, owners, shareholders, officers and directors attempts to assert a challenge to the requirement of this waiver as a condition to receiving a Table Game Operation Certificate as provided for and required by 4 Pa.C.S. Chapter 13A and Section 1312A(b)(11), the slot machine licensee shall be responsible for indemnifying for, and holding harmless the Pennsylvania Gaming Control Board and its members, officials and employees from, all costs and expenses of litigation as well as from any claims or judgments for damages or other harm relating in any way to: the subject matter of the Acknowledgement and Waiver of Rights, the petition for a Table Game Operation Certificate, or a refund of license fees provided for under Section 1209(f) of the Pennsylvania Race Horse Development and Gaming Act, 4 Pa.C.S. §1209(f).

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Sugarhouse HSP Gaming, L.P.

Name of slot machine licensee

Signature of Officer

Greg A. Carlin

Printed Name of Officer

( 312 ) 915-2882

DayTime Telephone Number

March 5, 2010

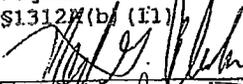
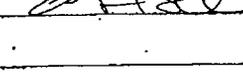
Date

Scribed and Sworn to me this \_\_\_\_\_ day of \_\_\_\_\_ of 20\_\_\_\_.

Notary Public

My Commission Expires on: \_\_\_/\_\_\_/20\_\_

The date and signature all principals of the slot machine licensee required to acknowledge the waiver of rights pursuant to 4 Pa.C.S. §1312A(b)(11)

NGB		3/9/10	Date
LNB		3/10/10	Date
AGB		3/9/10	Date
MAB	_____	_____	Date
	_____	_____	Date

Attach additional pages as necessary

**Appendix 12.**

**A description of the licensee's plan to provide training and instruction, or equivalent, for personnel that will be involved in table games pursuant to 4 Pa. C.S. §1302A(7) and 4 Pa. C.S. §1323A(a).**

Attached as Exhibit 12A is SugarHouse Casino's proposed table games training curriculum.

**EXHIBIT 12A**

**REDACTED**

**Appendix 13.**

**Total anticipated investment by the licensee associated with table games (construction, renovations, etc.) and an estimate of the number of construction jobs involved. (4 Pa. C.S. §1312A(b)(12)).**

1. Investment Associated with Table Games (in millions):

**REDACTED**

2. Construction Jobs:

SugarHouse estimates incremental construction jobs created from the table game build-out to be approximately 15-20. Total construction jobs for the Interim Facility are estimated to be 450.