

RESOLUTION 2002-9

**A RESOLUTION CONCERNING FINANCING BETWEEN
RDI/CAESARS RIVERBOAT CASINO, L.L.C. AND
ROMAN HOLDING CORPORATION OF INDIANA**

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

The following factors have been considered by the Commission:

1. Pursuant to IC 4-33-4-21, the Commission must review proposed debt transactions to ensure that the riverboat owner's license is not leased, hypothecated, or money is not borrowed or loaned against the riverboat owner's license.
2. Park Place Entertainment Corporation has an 82% ownership interest in RDI/Caesars Riverboat Casino, L.L.C. Roman Holding Corporation of Indiana is a wholly owned subsidiary of Park Place Entertainment Corporation.
3. RDI/Caesars Riverboat Casino, L.L.C. has requested the ability to amend a Note, dated December 28, 1999, held by Roman Holding Corporation of Indiana.
4. The Amendment primarily allows a decrease in the interest rate from the Note amount of 12% per year to 9% per year, and a change to the dates on which interest is to be paid from an annual payment to a quarterly payment.

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

SECTION 1. SCOPE.

This resolution applies to RDI/Caesars Riverboat Casino, L.L.C. and Roman Holding Corporation of Indiana.

SECTION 2. DEFINITIONS.

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

**SECTION 3. ACTION ON REQUEST FOR APPROVAL TO AMEND
FINANCING BETWEEN RDI/CAESARS RIVERBOAT CASINO, L.L.C. AND
ROMAN HOLDING CORPORATION OF INDIANA.**

The request to allow Amendment No. 1 to the Note, dated December 28, 1999, executed between RDI/Caesars Riverboat Casino, L.L.C. and Roman Holding Corporation of Indiana is hereby:

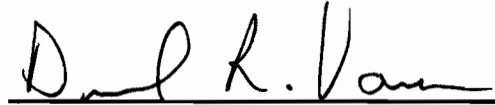
**APPROVED
APPROVED OR DISAPPROVED**

SECTION 4. EFFECTIVE DATE.

This resolution is effective immediately.

ADOPTED THIS THE 10th DAY OF APRIL, 2002:

THE INDIANA GAMING COMMISSION:



Donald R. Vowels, Chair

ATTEST:



Thomas Milcarek, Secretary