



State of Louisiana

KATHLEEN BABINEAUX BLANCO
GOVERNOR

Gaming Control Board

H. CHARLES GAUDIN
CHAIRMAN

ANNE LACOUR NEEB
EXECUTIVE DIRECTOR

IN RE: DIVERSIFIED PRODUCTS OF AMERICA, INC. NO. P083602126

ORDER

This matter was considered by the Louisiana Gaming Control Board at its meeting of July 19, 2005. The Hearing Officer's order dated June 14, 2005, based on the "Joint Motion for Entry of Stipulations and Approval of Proposed Settlement" in the matter of the "Notice of Recommendation of Revocation," Permit No. P083602126, by and between Diversified Products of America, Inc., and the State of Louisiana, Department of Public Safety and Corrections, Office of State Police, which is attached hereto and incorporated herein, is **APPROVED**.

THUS DONE AND SIGNED on this the 20 day of July, 2005.

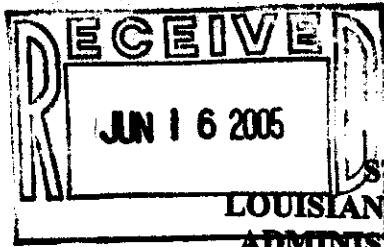
LOUISIANA GAMING CONTROL BOARD

BY:

H. Charles Gaudin / tsj
H. CHARLES GAUDIN, CHAIRMAN

LOUISIANA GAMING CONTROL BOARD
I HEREBY CERTIFY THAT A CERTIFIED
COPY HAS BEEN MAILED OR SERVED ON
ALL PARTIES THIS 21st DAY
OF July 2005

APPEAL DOCKET CLERK
[Signature]



STATE OF LOUISIANA
LOUISIANA GAMING CONTROL BOARD
ADMINISTRATIVE HEARING OFFICE

RECEIVED

JUN 14 2005

LGCB
ADMINISTRATIVE HEARING OFFICE

IN RE: **DIVERSIFIED PRODUCTS OF AMERICA, INC.**

NO. P083602126

**JOINT MOTION FOR ENTRY OF STIPULATIONS AND
APPROVAL OF PROPOSED SETTLEMENT**

ON THE JOINT MOTION OF:


1. The State of Louisiana, Department of Public Safety and Corrections, Office of State Police, (hereinafter "Division"), and
2. Diversified Products Of America, Inc., Permit No. P083602126 (hereinafter "Permittee"),

who respectfully represent the following:

WHEREAS:

1. On February 15, 2005, the Louisiana Gaming Control Board issued a Notice of Recommendation of Revocation alleging certain violations of the Louisiana Gaming Control Law.
2. This matter is scheduled for hearing on June 14, 2005 at 9:00 a.m. before the Honorable William H. Brown; and

NOW THEREFORE, in consideration of the foregoing stipulations, the Division, Permittee, Charles W. Franks (hereinafter "Franks"), in his individual and official capacity as vice-president and 25% shareholder of Permittee, and Brian Chamberlain (hereinafter "Chamberlain"), in his individual and official capacity as secretary/treasurer and 24% shareholder of Permittee, do hereby propose and agree to the following settlement (hereinafter "Stipulations and Settlement"), that:

TRUE COPY

Representative
Louisiana Gaming Control Board

1. In lieu of Administrative Action of its permit, Permittee shall surrender its Non-Gaming Supplier Permit with prejudice and it will not be eligible to re-apply for any approval authorized by the Louisiana Gaming Control Board for a period of five years from the date the surrender is accepted.

2. Permittee, Franks and Chamberlain stipulate that the Permittee does not meet the definition of Minority Business Enterprise, Minority-Owned Business, Female-Owned Business Enterprise, or Female-Owned Business as defined in Louisiana gaming regulations. In the event this Stipulations and Settlement is not approved by the Hearing Officer or Louisiana Gaming Control Board, nothing contained in this Stipulations and Settlement may be used by either Permittee or the Division as evidence in the resulting administrative hearing regarding the revocation of Permittee's Non-Gaming Supplier Permit.

3. The Division hereby agrees to accept Permittee's surrender of its Non-Gaming Supplier Permit and the agreement of the Permittee, Chamberlain and Franks, that they will not be eligible to re-apply, either individually or as shareholders, members, managing members, partners, managers, revenue, profit or income interest holders or as persons who, in the opinion of the Division, may exercise significant influence over the operations of a licensee or a permittee, for any approval authorized by the Louisiana Gaming control Law for a period of five years from the date the surrender is accepted.

4. Permittee, Chamberlain and Franks agree not to directly, or through any natural or juridical person with whom they are affiliated, do business, with any Louisiana casino gaming licensee for a period of five years from the date the surrender is accepted. Nothing herein shall be construed as a determination of the unsuitability of Chamberlain and Franks.

5. Chamberlain and Franks, by their signature on this Stipulations and Settlement acknowledge these stipulations and this prohibition as individuals and on behalf of the Permittee.

6. The Division reserves the right to take into consideration these violations in connection with any future violations.

7. The form and substance of this Stipulations and Settlement shall be interpreted under the laws of the State of Louisiana.

8. This Stipulations and Settlement constitutes the entire agreement between the Division, Permittee, Franks and Chamberlain pertaining to the subject matter contained herein and supercedes all prior and contemporaneous agreements, representations and understandings of the parties.

9. This Stipulations and Settlement is subject to approval by the Hearing Officer of the Louisiana Gaming Control Board; it is expressly understood that if this proposed Stipulations and Settlement is approved by the Hearing Officer, this agreement is not executory and will be submitted to the Board for its determination as to whether the matter should be heard by the Hearing Officer; if approved, however, Permittee must surrender the Non-Gaming Supplier Permit to the Division within ten (10) calendar days of approval. Failure to surrender the permit within ten (10) calendar days of approval by the Board shall result in a revocation of the permit and this Stipulations and Settlement shall remain in full effect.

10. The Division, Permittee, Chamberlain and Franks waive their rights to appeal this Stipulations and Settlement if the Order approving this Stipulations and Settlement is signed by the Hearing Officer and accepted by the Board.

Respectfully Submitted,

FRANK D. BLACKBURN & ASSOCIATES

By: *Frank Blackburn*
Frank D. Blackburn, Bar Roll #22189
5937 Jones Creek Road
Baton Rouge, Louisiana 70817
Telephone: (225) 756-9696
Facsimile: (225) 756-9750
*Counsel for Permittee, Diversified
Products of America, Inc.*

CHARLES C. FOTI, JR., ATTORNEY GENERAL

By: *Gail C. Holland*
Gail C. Holland, Bar Roll #23783
Assistant Attorney General
1885 North Third Street, 5th Floor
Baton Rouge, Louisiana 70802
Telephone: (225) 326-6500
Facsimile: (225) 326-6599
Counsel for the Office of State Police

By affixing the signature below, Diversified Products of America, Inc., represented herein by the undersigned shareholder, affirms that it has read the foregoing Joint Motion for Entry of Stipulations and Approval of Proposed Settlement and agree to the terms.

DIVERSIFIED PRODUCTS OF AMERICA, INC.

Sworn to and subscribed before me on this
14th day of June, 2005.

By: *Charles W. Franks*
Printed Name: CHARLES W. FRANKS
Title: Vice President

[Signature]
NOTARY PUBLIC
Allison M. Kovina / 27634
Printed Name Bar Roll #

By affixing my signature below, I affirm that I have read the foregoing Joint Motion for Entry of Stipulations and Approval of Proposed Settlement and agree to the terms.

Sworn to and subscribed before me on this
14th day of June, 2005.

Charles W. Franks
CHARLES W. FRANKS

[Signature]
NOTARY PUBLIC
Allison M. Kovina / 27634
Printed Name Bar Roll #

By affixing my signature below, I affirm that I have read the foregoing Joint Motion for Entry of Stipulations and Approval of Proposed Settlement and agree to the terms.

Sworn to and subscribed before me on this
14th day of June, 2005.

Brian Chamberlain
BRIAN CHAMBERLAIN

[Signature]
NOTARY PUBLIC
Allison M. Kovina / 27634
Printed Name Bar Roll #

**STATE OF LOUISIANA
LOUISIANA GAMING CONTROL BOARD
ADMINISTRATIVE HEARING OFFICE**

IN RE: DIVERSIFIED PRODUCTS OF AMERICA, INC. NO. P083602126

WAIVER OF RIGHT TO CONTEST SETTLEMENT AND APPEAL

NOW BEFORE, the undersigned Notary Public, came and appeared Nannette Smith, who did attest that:

1. On February 15, 2005, the Louisiana Gaming Control Board issued a Notice of Recommendation of Revocation to Diversified Products of Louisiana, Inc. ("Diversified") alleging certain violations of the Louisiana Gaming Control Law.

2. This matter is scheduled for hearing on June 14, 2005 at 9:00 a.m. before the Honorable William H. Brown.

3. A Joint Motion for Entry of Stipulations and Approval of Proposed Settlement may be entered into between and among the Division, Diversified Products of America, Inc., Charles W. Franks, Jr. in his individual capacity and as duly authorized representative of Diversified Products of America, Inc. pursuant to a resolution of the Board of Directors and Brian Chamberlain in his individual capacity. A copy of the proposed Joint Motion for Entry of Stipulations and Approval of Proposed Settlement has been provided to counsel for Nannette Smith.

4. Nannette Smith ("Ms. Smith") does hereby waive and relinquish any rights she may possess, either now or in the future, either individually or as a director, shareholder or officer of Diversified Products of America, Inc., to contest or appeal the Stipulations and Settlement and any Order approving same that may be signed by the Hearing Officer and accepted by the Louisiana Gaming Control Board. Ms. Smith, a director of Diversified Products

of America, Inc., further acknowledges that the Stipulations and Settlement and any Order approving same effects and results in a waiver of Diversified's right to appeal the said Stipulations and Settlement and any Order approving same.

5. By affixing her signature below, Ms. Smith affirms that she has read the foregoing Waiver of Right to Contest Settlement and Appeal and agrees to abide by the Waiver of Right to Contest Settlement and Appeal.

Sworn to and subscribed before me on this
14 day of June, 2005.

Nannette Smith
NANNETTE SMITH

Richard A. Goins
NOTARY PUBLIC
RICHARD A. GOINS 6082
Printed Name Bar Roll #

**STATE OF LOUISIANA
LOUISIANA GAMING CONTROL BOARD
ADMINISTRATIVE HEARING OFFICE**

IN RE: DIVERSIFIED PRODUCTS OF AMERICA, INC.

NO. P083602126

**JOINT MOTION FOR ENTRY OF STIPULATIONS AND
APPROVAL OF PROPOSED SETTLEMENT**

ORDER

Considering the foregoing Joint Motion for Entry of Stipulations and Approval of Proposed Settlement, IT IS HEREBY ORDERED that such proposed Stipulations and Settlement be approved, to wit:

Diversified Products of America, Inc. shall surrender with prejudice, its permit immediately after approval of these Stipulation and Settlement by the Louisiana Gaming Control Board and it will not be eligible to re-apply for any approval authorized by the Louisiana Gaming Control for a period of five years from the date the surrender is accepted;

The Office of State Police hereby agrees to accept Diversified Products of America, Inc.'s surrender of its Non-Gaming Supplier Permit and the agreement of Diversified Products of America, Inc., Brian Chamberlain and Charles W. Franks, that they will not be eligible to re-apply, either individually or as shareholders, members, managing members, partners, managers, revenue, profit or income interest holders or as persons who, in the opinion of the Office of State Police, may exercise significant influence over the operations of a licensee or a permittee, for any approval authorized by the Louisiana Gaming Control Law for a period of five years from the date the surrender is accepted;

Diversified Products of America, Inc., Brian Chamberlain and Charles W. Franks, agree not to directly, or through any natural or juridical person with whom they are affiliated, do business, with any Louisiana casino gaming licensee for a period of five years from the date the surrender is accepted. Nothing herein shall be construed as a determination of the unsuitability of Brian Chamberlain and Charles W. Franks.

THUS DONE AND SIGNED, this 14th day of June, 2005, in Baton Rouge, Louisiana.



William H. Brown
Hearing Officer

LOUISIANA GAMING CONTROL BOARD
I HEREBY CERTIFY THAT A CERTIFIED
COPY HAS BEEN MAILED OR SERVED ON
ALL PARTIES THIS 16th DAY
OF June, 2005
Bill Domingue
DOCKET CLERK, ADMINISTRATIVE HEARING OFFICE

cc: Frank Blackburn
Dail Hallonad
Sgt. Donald Faleon

A TRUE COPY ATTEST
LOUISIANA GAMING CONTROL BOARD
HEARING OFFICE
BATON ROUGE, LA 6/16/05

Bill Domingue
BY: CLERK