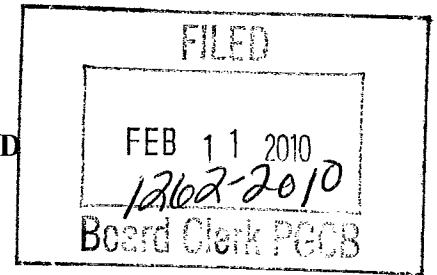


**BEFORE THE  
PENNSYLVANIA GAMING CONTROL BOARD**



**In Re: Petition of Downs Racing, L.P. for** :  
**Approval of Authorization to Conduct Table** : **Docket No. 1262-2010**  
**Games and Issuance of a Table Games** :  
**Operation Certificate** :

**SUPPLEMENT NO. 1 TO DOWN'S RACING, L.P. PETITION  
FOR APPROVAL OF AUTHORIZATION TO CONDUCT TABLE GAMES AND  
ISSUANCE OF A TABLE GAMES OPERATION CERTIFICATE**

Downs Racing L.P., t/a Mohegan Sun at Pocono Downs ("MSPD") respectfully submits this Supplement to its Petition for Approval of Authorization to Conduct Table Games and Issuance of a Table Games Operation Certificate and states in support of this Supplement and its underlying petition as follows:

1. On January 22, 2010, MSPD submitted its Petition for Approval of Authorization to Conduct Table Games and Issuance of a Table Games Operation Certificate ("Petition").
2. Appendix 4 to the Petition contains a discrepancy in the estimated number of employees. Attached as "Exhibit A" is a revised Appendix 4 which provides the correct number of estimated new employees for its table games operations.
3. Since the submission of its Petition, MSPD made some modifications to the original plans. As modified, under Phase 1 of its expansion plans, MSPD will remove 325 slot machines from the gaming floor and add 62 table games (46 live banking and 16 non-banking).<sup>1</sup> Under Phase 2, MSPD will further build out its gaming floor will install 326 slot machines and 21 table games – 20 live banking games and 1 fully automated electronic table game – resulting in one more banking game than was identified in the Petition. In total, once completed, the

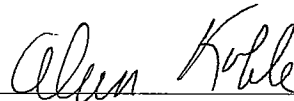
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<sup>1</sup> Under Phase 1, MSPD will also add 13 bartop slot machines.

expansion will add 83 table games and will restore slot machines to the gaming floor so that the number of slot machines meets or exceeds the 2,466 slot machines operated by MSPD on October 1, 2009.<sup>2</sup> To reflect these modifications, a revised Appendix 3, which details MSPD's proposed table game compliment, is attached hereto as "Exhibit B" and an update to the floor plans originally included in Appendix 10, including a spreadsheet which details the timing, installation, and movement of slot machines and table games (Appendix 10 (Revised)) is attached hereto as "Exhibit C."

**WHEREFORE**, for all of the foregoing reasons, the Board should grant this Petition and issue a table games operation certificate to MSPD.

Respectfully submitted,



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Dated: February 11, 2010

Attorneys for Downs Racing, L.P. d/b/a  
Mohegan Sun at Pocono Downs

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<sup>2</sup> In fact, it is planned that more slot machines will be restored to the gaming floor bringing the total number of slot machines in operation to 2,467.

**CERTIFICATE OF SERVICE**

The undersigned counsel for Downs Racing, L.P. hereby certifies that a true and correct copy of the foregoing document was served this date by hand delivery, addressed as follows:

Cyrus Pitre, Chief Enforcement Counsel  
Nan Davenport, Deputy Chief Enforcement Counsel  
Pennsylvania Gaming Control Board  
Verizon Tower, 5th Fl.  
Strawberry Square  
Harrisburg, PA 17120



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Alan Kohler  
Attorney for Downs Racing, L.P.

Dated: February 11, 2010

**VERIFICATION**

I, Robert Soper, hereby state that the facts above set forth are true and correct to the best of my knowledge, information and belief and that I expect to be able to prove the facts. I understand that the statements herein are made subject to the penalties of 18 Pa.C.S. § 4904 relating to falsification to authorities.

A handwritten signature in black ink, appearing to read "Rt Soper", is positioned above a horizontal line.

Date: February 11, 2010

Robert Soper

Appendix 4 (revised 2/11/2010)

Title	Department	# of openings
Vice President of Table Games	Table Games	1
Administrative Assistant	Table Games	3
Manager, Table Games	Table Games	1
Shift Manager, Table Games	Table Games	3
Supervisor, Table Games	Table Games	82
Table Games Dealers	Table Games	304
Poker Supervisor	Table Games	7
Poker Dealer	Table Games	70
Employment Specialist	Human Resources	1
Data Input Clerk	Human Resources	1
Guest Relations Representative	Customer Service	1
Building Maintenance Engineers	Facilities	2
Beverage Server	Food & Beverage	32
Bartender	Food & Beverage	9
Barbacks	Food & Beverage	4
Concession Cashier	Food & Beverage	5
Count Room Clerk	Cage/Count	5
Lead Count Room Clerk	Cage/Count	1
Cage Cashier	Cage/Count	15
Credit Manager	Credit	1
Credit Supervisor	Credit	4
Credit Representative	Credit	4
Bus Greeter	Marketing	3
Bus Marketing Reservationist	Marketing	1
Marketing Representative	Marketing	1
Call Center Clerk	Marketing	1
Executive Host	Marketing	2
Asian Executive Host	Marketing	1
Asian Casino Host	Marketing	1
Security Officer	Security	22
Valet Attendant	Transportation	4
Surveillance Agent	Surveillance	2
Slot Technician	Slots	1
Application Support Analyst	Information Technology	1

<b>Total positions</b>	<b>596</b>
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## Appendix 3

### **Live Banking**

47 Blackjack  
4 Craps  
4 Roulette  
4 Three Card Poker  
3 Spanish 21  
2 Mini Baccarat  
2 Pia Gow Poker  
66 Total

### **Non Banking**

16 poker tables

### **Electronic Gaming Tables**

None

### **Fully Automated Electronic Gaming Table**

One Blackjack Machine

Completion Date	Summary of Change	OP-5 Drawing Reference	Tables Added/Removed	Slots Added/Removed
2/15/2010	Remove 274 Slot Machines from 10:00 Position in Sunrise Casino	A117		-274
5/1/2010	Remove 51 Slot Machines from High Limit Area	A116		-51
5/1/2010	Add 30 Table Games to 10:00 Position in Sunrise Casino (2 Roulette; 2 Craps; 2 Mini Bac; 2 Pai Gow; 2 3-Card Poker; 2 Spanish 21; 18 Blackjack)	A117	30	
5/1/2010	Add 5 Table Games to High Limit Area - All Blackjack	A116	5	
5/1/2010	Add 11 Table Games to Lower Level Phase I - All Blackjack	A113 A	11	
5/1/2010	Add 16 Poker Tables to Lower Level Phase I	A113 A	16	
5/1/2010	Add 13 Bartop Slot Machines to Lower Level Phase I	A113 A		13
6/4/2010	Remove 262 Slot Machines from 4:00 Position in Sunrise Casino	A117		-262
6/17/2010	Add 291 Slot Machines to New Slot Area (Old Executive Office Area)	A116		291
8/1/2010	Add 31 Table Games to 4:00 Position in Sunrise Casino (2 Roulette; 2 Craps; 2 3-Card Poker; 2 Spanish 21; 23 Blackjack)	A117	31	
8/1/2010	Remove 11 Blackjack Table Games from Lower Level Phase I	A113 B	-11	
8/1/2010	Add 119 Slot Machines to Lower Level Phase I	A113 B		119
8/1/2010	Convert Existing Electronic Table Game in High Limit Area to Fully Automated Table Game (upon required approval)	A116	1	-5
8/1/2010	Add 36 Slot Machines to Main Level Phase I	E133		36
8/1/2010	On and Prior to this Date (3/1 - 8/1) Add Slot Machines to Existing Sunrise Slot Floor	A117		133

**Total Added/Removed**

**83**

**0**

Revised 2/11/2010