

RECEIVED  
SEP 01 2010  
MGC

**Public Disclosure Section**  
**Business Entity, Class A, Class B, Supplier, Applicants and Licensees**

Instructions: All applicants for licensure and all licensees are required to fully and completely supply all information concerning the applicant or licensee, his/her/its products, service or gambling enterprises and his/her/its business holdings requested by this form even though much of the information requested may have been previously disclosed in the application. Where the answer may be derived or ascertained from the business records of the applicant or licensee, the applicant or licensee may attach such records as exhibits and reference the exhibits in the corresponding answer. This form will be used by the Missouri Gaming Commission to comply with the provisions of the gaming law requiring public disclosure of this information to any person upon request. Each applicant and licensee has a continuing obligation to update and supplement the information contained in this form. Portions of the form may not apply to each applicant and licensee; however, each applicant and licensee is instructed to complete all sections of the form that apply.

**Submit the original and two (2) copies of your responses together with the public disclosure verification as a separate attachment to the Application for the following requests:**

1. State the name, business address and business telephone number of the applicant or licensee.

Answer: Casino Celebration, LLC - 6 CityPlace Dr, Suite 430, St. Louis, MO 63141

2. State whether the applicant or licensee is a sole proprietor, unincorporated association, limited partnership, general partnership, corporation, limited liability company, holding company, trust or other business entity. If the applicant or licensee is not an individual, provide information on the state of incorporation or registration, a list of the corporate officers, the identity of all shareholders or participants and the percent of their interest. If an applicant or licensee has a pending registration statement filed with the Securities Exchange Commission, the names of those persons or entities holding interest must be provided.

Answer: Missouri Limited Liability Company - William J. Koman, Jr. (Manager) - James G. Koman (Member) - William J. Koman, Sr. (Member)

3. State whether the applicant or licensee or applicant's or licensee's spouse or children has an equity interest in any business. If so, identify and describe any business, including, if applicable, the state of incorporation or registration. If applicant or licensee is a corporation, partnership or other business entity, state and identify any other corporation, partnership or business entity in which it has an equity interest, including, if applicable, the state of incorporation or registration. This information need not be provided by a corporation, partnership or other business entity that has a pending registration statement filed with the Federal Securities and Exchange Commission.

Answer: Applicant has no equity interest in any other businesses

4. State whether the applicant or licensee has been indicted, convicted, pleaded guilty or nolo contendere, or forfeited bail concerning any criminal offense under the laws of any

jurisdiction, either felony or misdemeanor, except for traffic violations. If so, include the date, the name and location of the court, arresting agency and prosecuting agency, the case number, the offense, the disposition and the location and length of incarceration.

Answer: No

5. State whether the applicant or licensee has had any license or certificate issued by a licensing authority in this state or any jurisdiction denied, restricted, suspended, revoked or not renewed and a statement describing the facts and circumstances concerning the denial, restriction, suspension, revocation or non-renewal, including the licensing authority, the date each action was taken and the reason for each such action.

Answer: No

6. State whether the applicant or licensee has ever filed or had filed against it a proceeding in a bankruptcy or has ever been involved in any formal process to adjust, defer, suspend or otherwise work out the payment of any debt including the date of filing, the name and location of the court, the case and number of the disposition.

Answer: No

7. State whether the applicant or licensee has filed, or been served with a complaint or other notice filed with any public body, regarding the delinquency in the payment of, or a dispute over the filings concerning the payment of, any tax required under federal, state or local law, including the amount, type of tax, the taxing agency and the time periods involved.

Answer: No

8. State the names and titles of all public officers or officers of any unit of government, and relatives of those public officials or officers who, directly or indirectly, own any financial interest in, have any beneficial interest in, are the creditors of or hold any debt instrument issued by, or hold or have any interest in any contractual or service relationship with the applicant or licensee.

Answer: None

9. State whether the applicant of licensee has made, directly or indirectly, any political contribution, or any loans, donations or other payments of one hundred dollars (\$100) or more, to any candidate or office holder, within five (5) years from the date of filing this form, update or supplement. Specify to whom the payment was made, the amount of the payment and the method of payments.

Answer: No

10. State the name, business address, and business telephone number of the legal counsel, if any, representing the applicant or licensee in matters before the commission.

Answer: Gregory R. Smith - Husch Blackwell Sanders LLP - 190 Carondelet Plaza, Suite 600, St. Louis, MO 63105 - (314) 480 - 1500

11. If an applicant for or holder of a Class A or Class B license, provide a description of any proposed or approved riverboat gaming operation. Include in this description:
- (A) A description of the boat specifying total square footage and identifying non-gaming area and gaming area square footage;
  - (B) The location of the riverboat gaming operation. Specify the home dock city or county and identify the exact location within the dock city or county where the excursion gambling boat and the other proposed related facilities will be located or actual related facilities are located;
  - (C) A statement describing the applicant's proposed and licensee's actual land based economic development;
  - (D) A statement specifying the economic impact of this project, including:
    - (1) Applicant's anticipated or licensee's actual number of employees;
    - (2) Applicant's projected or licensee's actual monthly admissions;
    - (3) Applicant's projected or licensee's actual projection cost;
    - (4) Applicant's projected or licensee's actual monthly adjusted gross receipts;
    - (5) Applicant's projected or licensee's actual tax revenues to the home dock city or county and to the state, and
    - (6) Applicant's proposed or licensee's actual revenue sharing plans;
  - (E) An affirmative action plan. Include in this plan:
    - (1) A statement regarding compliance with federal and state affirmation action guidelines;
    - (2) A statement regarding minority ownership;
    - (3) A statement regarding women ownership;
    - (4) A statement regarding minority contracting;
    - (5) A statement regarding women contracting;
    - (6) A statement regarding minority recruiting, hiring and training for all employment classifications;
    - (7) A statement regarding women recruiting, hiring and training for all employment classifications;
  - (F) Attach all resolutions adopted by the home dock city or county supporting or opposing your docking and/or land-based economic development or impact plan.

Answer: See Exhibit 1 of Public Disclosure Section

12. If an applicant for or holder of a supplier's license, provide a description of the product(s) or service(s) to be supplied within the state.

Answer: N/A

**Exhibit 1**

**Question 11**

If an applicant for or holder of a Class A or Class B license, provide a description of any proposed or approved riverboat gaming operation. Include in this description:

- (A) A description of the boat specifying total square footage and identifying non-gaming area and gaming area square footage;

<b>Total Square Feet</b>	<b>Approximately 120,000 (all land based)</b>
<b>Non-Gaming SF</b>	<b>Approximately 80,000</b>
<b>Gaming Area SF</b>	<b>Approximately 40,000</b>

- (B) The location of the riverboat gaming operation. Specify the home dock city or county and identify the exact location within the dock city or county where the excursion gambling boat and the other proposed related facilities will be located or actual related facilities are located;

<b>City</b>	<b>St. Louis</b>
<b>Street Address</b>	<b>10820 – 10850 Riverview Drive</b>

- (C) A statement describing the applicant's proposed and licensee's actual land based economic development;

**All development will be located in a land based facilities as described below:**

**Exhibit 1 - Continued**

**Phase I**

**Site Improvements**

- A. Approximately 900 surface parking spaces, with an additional 400 structured parking spaces**
- B. Integration with Great Rivers Greenway pedestrian trail and historical Chain of Rocks Bridge**

**Gaming Floor**

- A. Approximately 40,000 sf**

**Non Gaming Offerings**

- A. Full Service, High End Steakhouse, with full beverage bar**
  - Approximately 1,850 sf
  - Up to 80 seats
- B. Entertainment Bar/Night Club with traditional “bar” plates, with full service beverage bar**
  - Approximately 8,000 sf
  - Up to 400 seats
- C. 3 Meal Restaurant offering casual dining, with full beverage service**
  - Approximately 2,500 sf
  - Up to 100 seats
- D. Full service beverage bar, with wait staff catering to gaming patrons**
  - Approximately 3,000 sf
  - Up to 100 seats
- E. VIP Lounge with table service from all restaurants, with full beverage bar**
  - Approximately 2,000 sf
  - Up to 50 seats
- F. Full buffet, with assorted themed food stations, non-alcoholic beverage service**
  - Approximately 5,000 sf
  - Up to 140 seats
- G. Deli with premade dining options, non-alcoholic beverage service**
  - Approximately 1,000 sf
  - To Go Service, Limited Seating
- H. Gift Shop**
  - Approximately 1,000 sf

**Phase II**

**Site Improvements**

- A. Additional Site Improvements will be limited to the foot print of a 150 room hotel**

**Gaming Floor**

- B. No additional space added to gaming floor**

**Non Gaming Offerings**

- A. 150 Room hotel**

**Exhibit 1 - Continued**

(D) A statement specifying the economic impact of this project, including:

(1) Applicant's anticipated or licensee's actual number of employees;

**Phase I = 565**

**Phase II = Additional 57**

(2) Applicant's projected or licensee's actual monthly admissions;

**Monthly Admissions in Year 1 = 336,620 / Monthly Patrons = 168,310**

(3) Applicant's projected or licensee's actual projection cost;

**Phase I = \$131,533,625 / Phase II = \$25,916,000**

(4) Applicant's projected or licensee's actual monthly adjusted gross receipts;

**Monthly Gaming AGR in Year 1 = \$10,098,587**

(5) Applicant's projected or licensee's actual tax revenues to the home dock city or county and to the state, and

**Year 1 City of St. Louis Tax Revenues = \$10,918,531**

**Year 1 State of Missouri Tax Revenues = \$29,435,703**

(6) Applicant's proposed or licensee's actual revenue sharing plans;

**Revenue sharing plans have not been established at the time of this application.**

**Exhibit 1 - Continued**

(E) An affirmative action plan. Include in this plan:

(1) A statement regarding compliance with federal and state affirmation action guidelines;

**Casino Celebration's is an Equal Opportunity Employer and will put in place mechanisms to ensure compliance with applicable Missouri Federal Equal Employment Opportunity regulations, statutes and the Missouri Riverboat Gambling Act and St. Louis' Mayoral Executive Order 28.**

(2) A statement regarding minority ownership;

**At the time of this application Casino Celebration does not have any minority ownership.**

(3) A statement regarding women ownership;

**At the time of this application Casino Celebration does not have any women ownership.**

(4) A statement regarding minority contracting;

**At the time of this application Casino Celebration does not have any contracts in place other than legal and architectural services, both of which do not qualify as minority contracts. Casino Celebration is an equal opportunity employer that will strive to utilize locally sourced, minority and women owned contractors, suppliers and employees for development and operations of the proposed project.**

(5) A statement regarding women contracting;

**At the time of this application Casino Celebration does not have any contracts in place other than legal and architectural services, both of which do not qualify as women contracts. Casino Celebration is an equal opportunity employer that will strive to utilize locally sourced, minority and women owned contractors, suppliers and employees for development and operations of the proposed project.**

**Exhibit 1 - Continued**

- (6) A statement regarding minority recruiting, hiring and training for all employment classifications;

**It is the policy of the Casino Celebration to select, develop and promote employees based on the individual's ability and job performance. It has been, and shall continue to be, the policy of the Key Persons to provide Equal Employment Opportunity to all people in all aspects of employer/employee relations without discrimination because of race, color, religious creed, sex, national origin, ancestry, martial status, age or disability (as defined in The Americans With Disabilities Act). This policy affects decisions including, but not limited to, an employee's compensation, benefits, terms and conditions of employment, opportunities for promotion, training and development, transfer, and other privileges of employment. Casino Celebration will maintain policies to provide a working environment free of sexual harassment and intimidation. It is further the policy of the Casino Celebration to comply with the letter and spirit of applicable local, state and Federal ordinances and statutes concerning Equal Employment Opportunity.**

- (7) A statement regarding women recruiting, hiring and training for all employment classifications;

**It is the policy of the Casino Celebration to select, develop and promote employees based on the individual's ability and job performance. It has been, and shall continue to be, the policy of the Key Person's to provide Equal Employment Opportunity to all people in all aspects of employer/employee relations without discrimination because of race, color, religious creed, sex, national origin, ancestry, martial status, age or disability (as defined in The Americans With Disabilities Act). This policy affects decisions including, but not limited to, an employee's compensation, benefits, terms and conditions of employment, opportunities for promotion, training and development, transfer, and other privileges of employment. Casino Celebration will maintain policies to provide a working environment free of sexual harassment and intimidation. It is further the policy of the Casino Celebration to comply with the letter and spirit of applicable local, state and Federal ordinances and statutes concerning Equal Employment Opportunity.**

- (F) Attach all resolutions adopted by the home dock city or county supporting or opposing your docking and/or land-based economic development or impact plan.

**See attached City of St. Louis resolutions from the Port Authority and the Land Clearance for Redevelopment Authority ("LCRA").**

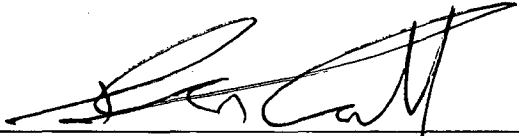
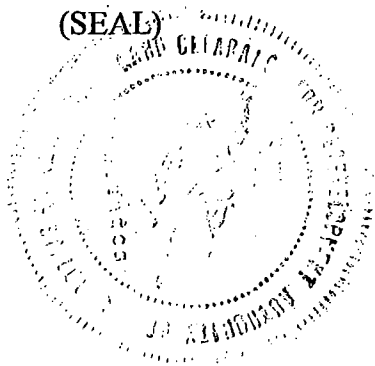


## C E R T I F I C A T E

The undersigned hereby certifies as follows:

1. That he is the duly appointed, qualified and acting Assistant Secretary of the Land Clearance for Redevelopment Authority of the City of St. Louis, a public body corporate and politic.
2. That he is the keeper of the records of said Authority.
3. That the attached copy of Resolution 10-LCRA-9075 is a true and correct copy of the original.
4. That the seal affixed below is the official seal of said Authority, and this Certificate is hereby executed under such official seal.
5. That the undersigned is duly authorized to execute this Certificate.

IN WITNESS WHEREOF, I have hereunto set my hand and the seal of said Authority this 26th day of August, 2010.



---

Dale Ruthsatz  
Assistant Secretary

**RESOLUTION NO. 10-LCRA-9075  
PRESENTED TO THE BOARD August 24, 2010**

**TO: LAND CLEARANCE FOR REDEVELOPMENT AUTHORITY OF THE CITY OF ST. LOUIS BOARD OF COMMISSIONERS AND RODNEY CRIM, EXECUTIVE DIRECTOR**

**FROM: GAMING SELECTION COMMITTEE**

**RE: RESOLUTION RATIFYING FORMATION OF A SELECTION COMMITTEE AND APPROVING SELECTION OF A PROPOSAL FOR DEVELOPMENT OF A GAMING FACILITY IN THE CITY OF ST. LOUIS AND NEGOTIATION OF AN AGREEMENT WITH THE SELECTED DEVELOPER**

---

**EXECUTIVE SUMMARY:**

The Land Clearance for Redevelopment Authority ("LCRA"), pursuant to Resolution 10-LCRA-9015 approved March 29, 2010, authorized the issuance of a Request for Proposals ("RFP") for gaming and related development in the City of St. Louis ("City") on or adjacent to the Mississippi River within the boundaries of the City. After proposals were received, a Selection Committee was convened for the purpose of reviewing responses to the RFP and making a recommendation to the Boards of Commissioners of LCRA and the City of St. Louis Port Authority (the "Port Authority") of a gaming proposal for development. The Selection Committee has been assisted in its assessment of the proposals by staff of the St. Louis Development Corporation, Thompson Coburn LLP, outside counsel, and the financial consulting firm of Stifel, Nicolaus & Company, Inc. The selection process has resulted in the recommendation of a proposal to both the Port Authority and LCRA to begin the process of negotiation of an agreement for development of a gaming facility and related development (the "Development Agreement") and any other agreements necessary for development of the Project (as defined below).

---

**BACKGROUND:**

The Selection Committee has reviewed the responses submitted to the RFP and has determined that Casino Celebration, LLC ("Casino Celebration") is: (1) a quality gaming company with the financial and organizational capacity to develop a gaming and entertainment facility in the City; (2) has the quality and capacity to be licensed by the Missouri Gaming Commission ("MGC"); and (3) has proposed a Project that will (a) secure the maximum possible economic benefit for the City and the State of Missouri ("State") in the form of tax and other direct revenues, and (b) maximize the indirect economic benefit to the City and the State through the creation of employment opportunities and creation of a quality environment at the Project that will attract residents and visitors to the City.

The Selection Committee, based on the analysis provided by staff and consultants and using the RFP criteria, has selected the Casino Celebration proposal to recommend to LCRA and the Port Authority for approval of the development of a gaming project as described in Exhibit A of the attached Selection Committee Resolution (the "Project"). Upon approval, the Selection Committee recommends that LCRA (1) proceed with negotiation of a Development Agreement and any other agreements necessary for development of the Project; (2) amend, as necessary, the City Gaming Development Plan filed with the MGC to recommend the Project to the MGC; and (3) undertake such other actions as are necessary and appropriate to support Casino Celebration's pending gaming application filed with the MGC and to ensure that the Project meets or exceeds the license criteria established by the MGC and the State.

---

**REQUESTED ACTION:**

Approval of this Resolution 10-LCRA-9075 as set forth below.

---

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF THE LAND CLEARANCE FOR REDEVELOPMENT AUTHORITY, THAT:**

1. The Board of Commissioners of the Land Clearance for Redevelopment Authority hereby approves this Resolution and:
  - (a) ratifies the formation of the Selection Committee to review the responses to the RFP and recommend a gaming proposal to LCRA for approval;
  - (b) determines that Casino Celebration, LLC: (1) is a quality gaming company with the financial and organizational capacity to develop a gaming and entertainment facility in the City of St. Louis; (2) has the quality and capacity to be licensed by the Missouri Gaming Commission; and (3) has proposed a Project that will (a) secure the maximum possible economic benefit for the City of St. Louis and the State of Missouri in the form of tax and other direct revenues, and (b) maximize the indirect economic benefit to the City of St. Louis and the State of Missouri through the creation of employment opportunities and creation of a quality environment at the Project that will attract residents and visitors to the City of St. Louis and the State of Missouri;
  - (c) approves the selection of the proposal from Casino Celebration, LLC pursuant to the RFP;
  - (d) authorizes the Executive Director, staff and consultants to engage in the process of negotiating a Development Agreement and any other agreements necessary for development of the Project with Casino Celebration, LLC for a gaming facility and related development in the City of St. Louis; and

- (e) authorizes recommendation of the proposal to the Missouri Gaming Commission and recommendation of an amendment, as necessary, to the St. Louis City Gaming Development Plan filed with the Missouri Gaming Commission under state law, to recommend licensure by the Missouri Gaming Commission for the Project.
2. The Executive Director, his/her designee, and the appropriate officers, agents and employees of LCRA are hereby authorized to take all actions necessary to (a) support Casino Celebration's pending gaming application filed with the Missouri Gaming Commission; (b) ensure that the Project meets or exceeds the license criteria established by the Missouri Gaming Commission and the State of Missouri; and (c) effectuate the intent of this Resolution.
3. This Resolution shall take effect and be in full force immediately after its passage and approval by the governing body of the Authority.

RESOLUTION NO. 10-LCRA-9075 ADOPTED this 24<sup>th</sup> day of August, 2010.

THE LAND CLEARANCE FOR  
REDEVELOPMENT AUTHORITY OF  
THE CITY OF ST. LOUIS, MISSOURI

(SEAL)

By: 

Title: ASSIST. Sec.

ATTESTED:

June Attarian  
Assistant Secretary

**RESOLUTION OF THE SELECTION COMMITTEE  
APPROVING A RECOMMENDATION FOR THE SELECTION OF  
A PROPOSAL FOR DEVELOPMENT OF A GAMING FACILITY**

**WHEREAS**, on March 29, 2010, the Land Clearance for Redevelopment Authority of the City of St. Louis ("LCRA") and the City of St. Louis Port Authority (the "Port Authority") issued a "Request for Proposals" (the "RFP") for a gaming development in the City of St. Louis; and

**WHEREAS**, the Selection Committee has been convened for the purpose of reviewing responses to the RFP and potentially recommending to the Boards of Commissioners of the LCRA and Port Authority a proposal for development of a gaming facility in the City of St. Louis, Missouri; and

**WHEREAS**, the Selection Committee has received and reviewed a proposal from Casino Celebration LLC ("Casino Celebration") to develop a gaming project as described on Exhibit A attached hereto (the "Project") and has been assisted in its assessment of the proposal by staff of the St. Louis Development Corporation and financial and legal consultants; and

**WHEREAS**, the Selection Committee has completed its evaluation of the proposal and has determined that Casino Celebration is a quality gaming company and has proposed a quality development for the City of St. Louis that addresses the RFP criteria; and

**NOW, THEREFORE, BE IT RESOLVED BY THE SELECTION COMMITTEE THAT:**

1. The Selection Committee hereby approves this Resolution and recommends that the Boards of Commissioners of LCRA and the Port Authority:
  - a. approve of the selection of Casino Celebration and the Project pursuant to the RFP;
  - b. authorize the negotiation of an agreement with Casino Celebration regarding development of the Project (the "Development Agreement") and any other agreements necessary for development of the Project; and
  - c. recommend an amendment, as necessary, to the St. Louis City gaming development plan filed with the Missouri Gaming Commission (the "MGC") under state law, to recommend licensure by the MGC for the Project.
2. The Executive Director, his/her designee, and the appropriate officers, agents and employees of SLDC, LCRA and the Port Authority are hereby authorized to take all actions necessary and proper to effectuate the intent of this Resolution.
3. This Resolution shall take effect and be in full force immediately after its passage and approval by the governing body of the Committee.

ADOPTED, this 23<sup>rd</sup> day of August, 2010.

**EXHIBIT A**

**Casino Celebration LLC**  
**Gaming Facility Development Project Proposal**

The "Project" is a proposed gaming development to be constructed and operated by Casino Celebration substantially in accordance with the Casino Celebration's initial response and supplemental responses to the RFP submitted on or before the date of the attached resolution (collectively, the "Proposal"); provided that the Proposal shall include, but not be limited to, updates and statements regarding Project components and scope provided to the entities administering the RFP on or before the date of the attached Resolution.

Capitalized terms used in this Exhibit A and not otherwise defined herein are defined in the attached Resolution.

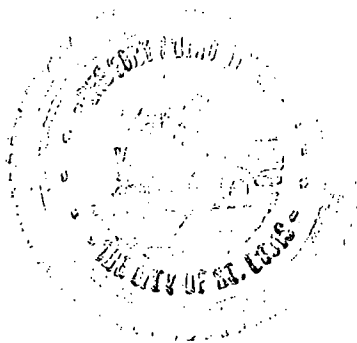
## CERTIFICATE

The undersigned hereby certifies as follows:

1. That she is the duly appointed, qualified and acting Assistant Secretary of the Port Authority of the City of St. Louis Board of Commissioners, a political subdivision of the State of Missouri.
2. That she is the keeper of the records of said Authority.
3. That the attached copy of Resolution 10-PT-25 is a true and correct copy of the original.
4. That the seal affixed below is the official seal of said Authority, and this Certificate is hereby executed under such official seal.
5. That the undersigned is duly authorized to execute this Certificate.

IN WITNESS WHEREOF, I have hereunto set my hand and the seal of said Authority  
this 26th day of August, 2010.

(SEAL)



Mary Giammanco  
Mary Giammanco  
Assistant Secretary

**RESOLUTION NO. 10-PT-25  
PRESENTED TO THE BOARD – 8/24/10**

**TO: PORT AUTHORITY COMMISSION AND MR. RODNEY CRIM,  
EXECUTIVE DIRECTOR**

**FROM: GAMING SELECTION COMMITTEE**

**RE: RESOLUTION RATIFYING FORMATION OF A SELECTION  
COMMITTEE AND APPROVING SELECTION OF A PROPOSAL FOR  
DEVELOPMENT OF A GAMING FACILITY IN THE CITY OF ST. LOUIS  
AND NEGOTIATION OF AN AGREEMENT WITH THE SELECTED  
DEVELOPER**

---

**EXECUTIVE SUMMARY:**

The Port Authority of the City of St. Louis Board of Commissioners ("Port Authority"), pursuant to Resolution 10-PT-11 approved March 29, 2010, authorized the issuance of a Request for Proposals ("RFP") for gaming and related development in the City of St. Louis ("City") on or adjacent to the Mississippi River within the boundaries of the City. After proposals were received, a Selection Committee was convened for the purpose of reviewing responses to the RFP and making a recommendation to the Boards of Commissioners of the Port Authority and the Land Clearance for Redevelopment Authority ("LCRA") of a gaming proposal for development. The Selection Committee has been assisted in its assessment of the proposals by staff of the St. Louis Development Corporation, Thompson Coburn LLP, outside counsel, and the financial consulting firm of Stifel, Nicolaus & Company, Inc. The selection process has resulted in the recommendation of a proposal to both the Port Authority and LCRA to begin the process of negotiation of an agreement for development of a gaming facility and related development (the "Development Agreement") and any other agreements necessary for development of the Project (as defined below).

---

**BACKGROUND:**

The Selection Committee has reviewed the responses submitted to the RFP and has determined that Casino Celebration, LLC ("Casino Celebration"): (1) is a quality gaming company with the financial and organizational capacity to develop a gaming and entertainment facility in the City; (2) has the quality and capacity to be licensed by the Missouri Gaming Commission ("MGC"); and (3) has proposed a Project that will (a) secure the maximum possible economic benefit for the City and the State of Missouri ("State") in the form of tax and other direct revenues, and (b) maximize the indirect economic benefit to the City and the State through the creation of employment opportunities and creation of a quality environment at the Project that will attract residents and visitors to the City.



RESOLUTION NO. 10-PT-25  
PRESENTED TO THE BOARD – 8/24/10

The Selection Committee, based on the analysis provided by staff and consultants and using the RFP criteria, has selected the Casino Celebration proposal to recommend to the Port Authority and LCRA for approval of the development of a gaming project as described in Exhibit A of the attached Selection Committee Resolution (the "Project"). Upon approval, the Selection Committee recommends that the Port Authority (1) proceed with negotiation of a Development Agreement and any other agreements necessary for development of the Project; (2) amend, as necessary, the City Gaming Development Plan filed with the MGC to recommend the Project to the MGC; and (3) undertake such other actions as are necessary and appropriate to support Casino Celebration's pending gaming application filed with the MGC and to ensure that the Project meets or exceeds the license criteria established by the MGC and the State.

---

**REQUESTED ACTION:**

Approval of this Resolution No. 10-PT-25, as set forth below.

---

**NOW, THEREFORE, BE IT RESOLVED BY THE PORT AUTHORITY BOARD OF COMMISSIONERS, AS FOLLOWS:**

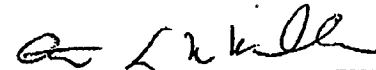
1. The Board of Commissioners of the Port Authority of the City of St. Louis hereby approves this Resolution and:
  - (a) ratifies the formation of a Selection Committee to review the responses to the RFP and recommend a gaming proposal to the Port Authority for approval;
  - (b) determines that Casino Celebration, LLC: (1) is a quality gaming company with the financial and organizational capacity to develop a gaming and entertainment facility in the City of St. Louis; (2) has the quality and capacity to be licensed by the Missouri Gaming Commission; and (3) has proposed a Project that will (a) secure the maximum possible economic benefit for the City of St. Louis and the State of Missouri in the form of tax and other direct revenues, and (b) maximize the indirect economic benefit to the City of St. Louis and the State of Missouri through the creation of employment opportunities and creation of a quality environment at the Project that will attract residents and visitors to the City of St. Louis and the State of Missouri;
  - (c) approves the selection of the proposal from Casino Celebration, LLC pursuant to the RFP;
  - (d) authorizes the Executive Director, staff and consultants to engage in the process of negotiating a Development Agreement and any other agreements necessary for development of the Project with Casino Celebration, LLC for a gaming facility and related development in the City of St. Louis; and

RESOLUTION NO. 10-PT-25  
PRESENTED TO THE BOARD - 8/24/10

- (e) authorizes recommendation of the proposal to the Missouri Gaming Commission and recommendation of an amendment, as necessary, to the St. Louis City Gaming Development Plan filed with the Missouri Gaming Commission under state law, to recommend licensure by the Missouri Gaming Commission for the Project.
2. The Executive Director, his designee, and the appropriate officers, agents and employees of the Port Authority are hereby authorized to take all actions necessary to (a) support Casino Celebration's pending gaming application filed with the Missouri Gaming Commission; (b) ensure that the Project meets or exceeds the license criteria established by the Missouri Gaming Commission and the State of Missouri; and (c) effectuate the intent of this Resolution.
3. This Resolution shall take effect and be in full force immediately after its passage and approval by the governing body of the Authority.

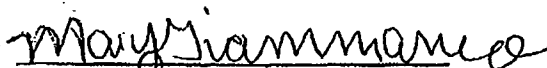
Resolution No. 10-PT-25 ADOPTED this 24th day of August, 2010.

THE PORT AUTHORITY COMMISSION OF  
THE CITY OF ST. LOUIS, MISSOURI

By:   
Title: Chairman

(SEAL)

ATTEST:

  
Assistant Secretary

**RESOLUTION OF THE SELECTION COMMITTEE  
APPROVING A RECOMMENDATION FOR THE SELECTION OF  
A PROPOSAL FOR DEVELOPMENT OF A GAMING FACILITY**

**WHEREAS**, on March 29, 2010, the Land Clearance for Redevelopment Authority of the City of St. Louis ("LCRA") and the City of St. Louis Port Authority (the "Port Authority") issued a "Request for Proposals" (the "RFP") for a gaming development in the City of St. Louis; and

**WHEREAS**, the Selection Committee has been convened for the purpose of reviewing responses to the RFP and potentially recommending to the Boards of Commissioners of the LCRA and Port Authority a proposal for development of a gaming facility in the City of St. Louis, Missouri; and

**WHEREAS**, the Selection Committee has received and reviewed a proposal from Casino Celebration LLC ("Casino Celebration") to develop a gaming project as described on Exhibit A attached hereto (the "Project") and has been assisted in its assessment of the proposal by staff of the St. Louis Development Corporation and financial and legal consultants; and

**WHEREAS**, the Selection Committee has completed its evaluation of the proposal and has determined that Casino Celebration is a quality gaming company and has proposed a quality development for the City of St. Louis that addresses the RFP criteria; and

**NOW, THEREFORE, BE IT RESOLVED BY THE SELECTION COMMITTEE THAT:**

1. The Selection Committee hereby approves this Resolution and recommends that the Boards of Commissioners of LCRA and the Port Authority:
  - a. approve of the selection of Casino Celebration and the Project pursuant to the RFP;
  - b. authorize the negotiation of an agreement with Casino Celebration regarding development of the Project (the "Development Agreement") and any other agreements necessary for development of the Project; and
  - c. recommend an amendment, as necessary, to the St. Louis City gaming development plan filed with the Missouri Gaming Commission (the "MGC") under state law, to recommend licensure by the MGC for the Project.
2. The Executive Director, his/her designee, and the appropriate officers, agents and employees of SLDC, LCRA and the Port Authority are hereby authorized to take all actions necessary and proper to effectuate the intent of this Resolution.
3. This Resolution shall take effect and be in full force immediately after its passage and approval by the governing body of the Committee.

ADOPTED, this 23<sup>rd</sup> day of August, 2010.

**EXHIBIT A**

**Casino Celebration LLC**  
**Gaming Facility Development Project Proposal**

The "Project" is a proposed gaming development to be constructed and operated by Casino Celebration substantially in accordance with the Casino Celebration's initial response and supplemental responses to the RFP submitted on or before the date of the attached resolution (collectively, the "Proposal"); provided that the Proposal shall include, but not be limited to, updates and statements regarding Project components and scope provided to the entities administering the RFP on or before the date of the attached Resolution.

Capitalized terms used in this Exhibit A and not otherwise defined herein are defined in the attached Resolution.

Public Disclosure Verification

State of Missouri

County of St. Louis City

} SS

RECEIVED  
SEP 01 2010  
MGC

I, William J. Koman, Jr., being first duly sworn upon oath or affirmation, depose and state:

1. I am the applicant or licensee submitting this Public Disclosure Section.
2. I personally supplied the information contained in this form.
3. I swear (or affirm) that the information contained in this form is true, complete and accurate to the best of my knowledge and belief.
4. I understand and agree that the Public Disclosure Form will be provided to any member of the public who requests this information from the Missouri Gaming Commission. I further understand my continuing obligations to update and supplement this form if any of the information provided changes.
5. I swear that I have read and agree to abide by the terms of the Riverboat Gaming Act and any rules promulgated by the commission, including any emergency rules and proposed rules.

William J. Koman, Jr.  
(Individual's Signature)

Subscribed and sworn to before me this 30<sup>th</sup> day of August, 2010

**JANET L. KING**  
 Notary Public - Notary Seal  
 State of Missouri  
 Commissioned for St. Charles County  
 My Commission Expires: 10/3/2012  
 (Notary Seal) Number: 08618155k

Janet L. King  
(Notary Public)

My commission expires: 10/3/2012

Notary Public in and for the County of St. Charles

State of Missouri