

STATE OF NEVADA

UNIFORM COMMERCIAL CODE — FINANCING STATEMENT — FORM UCC-1

This FINANCING STATEMENT is presented for filing pursuant to the Nevada Uniform Commercial Code

IMPORTANT: Read Instructions on back before filling out form.

Receipt No. _____

1. DEBTOR (ONE NAME ONLY) <input checked="" type="checkbox"/> LEGAL BUSINESS NAME <input type="checkbox"/> INDIVIDUAL (LAST NAME FIRST) Wymar Tahoe Corp./dba Lake Tahoe Horizon Casino Resort		1A. SOCIAL SECURITY OR FEDERAL TAX NO. 61-1168748
1B. MAILING ADDRESS Highway 50	1C. CITY, STATE Lake Tahoe, Nevada	1D. ZIP CODE 89449
1E. RESIDENCE ADDRESS	1F. CITY, STATE	1G. ZIP CODE

2. ADDITIONAL DEBTOR (IF ANY) (ONE NAME ONLY) <input type="checkbox"/> LEGAL BUSINESS NAME <input type="checkbox"/> INDIVIDUAL (LAST NAME FIRST)		2A. SOCIAL SECURITY OR FEDERAL TAX NO.
2B. MAILING ADDRESS	2C. CITY, STATE	2D. ZIP CODE
2E. RESIDENCE ADDRESS	2F. CITY, STATE	2G. ZIP CODE

3. ADDITIONAL DEBTOR(S) ON ATTACHED SHEET

4. SECURED PARTY NAME CDS Gaming Company MAILING ADDRESS 4285 Polaris CITY Las Vegas STATE Nevada ZIP CODE 89103		4A. SOCIAL SECURITY NO. FEDERAL TAX NO. OR BANK TRANSIT AND A.B.A. NO. 88-0323265
5. ASSIGNEE OF SECURED PARTY (IF ANY) NAME MAILING ADDRESS CITY STATE ZIP CODE		5A. SOCIAL SECURITY NO. FEDERAL TAX NO. OR BANK TRANSIT AND A.B.A. NO.

6. This FINANCING STATEMENT covers the following types or items of property (if crops or timber, include description of real property on which growing or to be growing and name of record owner of such real estate; if fixtures, include description of real property to which affixed or to be affixed and name of record owner of such real estate; if oil, gas or minerals, include description of real property from which to be extracted).

See Exhibit "A"

6A. _____ SIGNATURE OF RECORD OWNER

6B. _____ (TYPE) RECORD OWNER OF REAL PROPERTY

6C. \$ XX
MAXIMUM AMOUNT OF INDEBTEDNESS TO BE SECURED AT ANY ONE TIME (OPTIONAL)

7. Check if Applicable <input checked="" type="checkbox"/>	A. <input type="checkbox"/> Proceeds of collateral are also covered	B. <input type="checkbox"/> Products of collateral are also covered	C. <input type="checkbox"/> Proceeds of above described original collateral in which a security interest was perfected (Debtor's Signature Not Required)	D. <input type="checkbox"/> Collateral was brought into this State subject to security interest in another jurisdiction (Debtor's Signature Not Required)
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8. Check if Applicable DEBTOR IS A "TRANSMITTING UTILITY" IN ACCORDANCE WITH NRS 704.205 AND NRS 104.9403.

9. (Date) 1/5/96 19__

By [Signature] V.P./GM. (TITLE)
TYPE NAME(S) w/ Wymar Tahoe Corp.

By [Signature] Vice President (TITLE)
TYPE NAME(S) Steve Peterson

11. This Space for Use of Filing Officer: (Date, Time, File Number and Filing Officer)

08058

10. Return Copy to:

NAME Bruce Benson c/o CDS
ADDRESS 3300 Birtcher Drive
CITY, STATE AND ZIP Las Vegas, NV 89118

Trust Account Number (If Applicable)

THIS SPACE FOR USE OF FILING OFFICER

380478
BK0296PG0551

EXHIBIT "A"

**Casino: Wymar Tahoe Corp./dba Lake Tahoe Horizon Casino Resort
Highway 50
Stateline, NV 89449**

Tax ID# 61-1168748

**Owner: CDS Gaming Company
4285 Polaris
Las Vegas, Nevada 89103**

Tax ID# 88-0323265

UCC-1 Section 6: "All of the individual components of the linked progressive system, known as "Cool Millions™", in which CDS Gaming claims full ownership, including but not limited to certain gaming/slot machines, stands, chairs, all signage, internal electronics and linking hardware and devices, onsite computer links, telephone modems, including all of its software and associated enhancements, and any and all other components and links of the "Cool Millions™" progressive system, as well as certain monies generated by the "Cool Millions™", games on Debtor's property and due to CDS Gaming Company pursuant to a Progressive Service Agreement executed by Debtor, including but not limited to those items listed below."

<u>Description</u>	<u>Item Serial #/CDS Tag #</u>	<u>Model #</u>
Sigma Slot	031003015	5201
	031003166	
	031003184	5202
	031003124	
	031003182	5203
	031003196	
	031003054	5204
	031003011	
	Multi-Site Progressive Assembly	8471
		8472
8473		
8474		
8475		
8476		
8477		
8478		

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TC-4/TC-5 Assembly

0197 0239
0434 0428
0125 0126
0096 0102

Assembly

Slot Stands

8492 8496
8493 8497
8494 8498
8495 8499

Chairs

8469 7446
7448 7447
7445 7449
7444 7450

D.P.U. (Data Port Unit)

8445

Datalink

8446

Modem Unit

4659150

V.3229

Computer (Hard drive/
monitor built in)

D526HKX3D091 1250403704

Computer Keyboard

1GD39C038968

Computer Case/Locks

8448

U.P.S. (Uninterrupted
power supply)

S95056340349

UPS 600VA

Overhead Sign

7488

Meter

7489
7490

TC4-33

CDS Gaming Company

REQUESTED BY
CDS Gaming Co.
IN OFFICIAL RECORDS OF
DOUGLAS CO., NEVADA

'96 FEB -5 10:50

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LINDA SLATER
RECORDER
\$18.00 PAID *[Signature]* DEPUTY