



Pennsylvania Gaming Control Board



December 15, 2011

The ownership interests reflected below were provided by the licensees/applicants.

* Net Ownership Interest is based on common stock and does not account for other stock or debt offerings.

Category 1 Licensee/Applicant Ownership

The Principals in the boxes below are required to be licensed by the PGCB because they are: 1) officers; 2) directors; 3) persons who directly hold a beneficial interest in or ownership of the securities of an applicant or licensee; 4) person who have a controlling interest (own or beneficially holds 5% or more of the securities of a publicly traded company or 1% or more of the securities of a privately held company) in an applicant or licensee; 5) persons who have the ability to elect a majority of the board of directors of a licensee or to otherwise control a licensee; 6) lenders or other licensed financial institutions of an applicant or licensee, other than a bank or lending institution which makes a loan or holds a mortgage or lien acquired in the ordinary course of business; 7) underwriters of an applicant or licensee; 8) trustees, grantors or beneficiaries of a trust that is required to be an applicant or licensee; 8) trustees, grantors or beneficiaries of a trust that is required to be licensed; 9) persons who have the ability to control the management of investment funds; or 10) other persons or employees of an applicant or licensee deemed to be a principal by the PGCB.

Chester Downs and Marina, LLC

Breakdown of Ownership in the Organizational Chain

95.000	Harrah's Chester Downs Investment Company, LLC
2.500	George Miller
2.500	Kevin Flynn
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100.000	

Harrah's Chester Downs Investment Company, LLC

100.000	Harrahs Operating Company, Inc.
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Harrah's Operating Company, Inc.

100.000	Ceasar's Entertainment, Corporation
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Ceasar's Entertainment Corporation

32.8999	Co-Invest Hamlet Holdings B LLC (Entity comprised of exempt investment funds - see 58 Pa.Code §433a.4(f))
18.6348	TPG Hamlet Holdings, LLC (Entity comprised of exempt investment funds - see 58 Pa.Code §433a.4(f))
14.1002	Co-Invest Hamlet Holdings, Series LLC (Entity comprised of exempt investment funds - see 58 Pa.Code §433a.4(f))
11.2683	Apollo Hamlet Holdings B, LLC (Entity comprised of exempt investment funds - see 58 Pa.Code §433a.4(f))
9.9226	Apollo Hamlet Holdings, LLC (Entity comprised of exempt investment funds - see 58 Pa.Code §433a.4(f))
4.2555	Paulson Credit Opportunity Master, Ltd.
3.4458	Paulson Advantage Plus Master Ltd.
2.5561	TPG Hamlet Holdings B, LLC (Entity comprised of exempt investment funds - see 58 Pa.Code §433a.4(f))
1.6542	Paulson Advantage Master, Ltd.
0.7223	Certain members of Harrah's Management
0.5402	Paulson Recovery Master Fund, Ltd.
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100.000	

Net Ownership Interest in Chester Downs and Marina, LLC

31.255	Co-Invest Hamlet Holdings B LLC (Entity comprised of exempt investment funds - see 58 Pa.Code §433a.4(f))
17.703	TPG Hamlet Holdings, LLC (Entity comprised of exempt investment funds - see 58 Pa.Code §433a.4(f))
13.395	Co-Invest Hamlet Holdings, Series LLC (Entity comprised of exempt investment funds - see 58 Pa.Code §433a.4(f))
10.705	Apollo Hamlet Holdings B, LLC (Entity comprised of exempt investment funds - see 58 Pa.Code §433a.4(f))
9.426	Apollo Hamlet Holdings, LLC (Entity comprised of exempt investment funds - see 58 Pa.Code §433a.4(f))
4.043	Paulson Credit Opportunity Master, Ltd.
3.274	Paulson Advantage Plus Master Ltd.
2.500	George Miller
2.500	Kevin Flynn
2.428	TPG Hamlet Holdings B, LLC (Entity comprised of exempt investment funds - see 58 Pa.Code §433a.4(f))
1.571	Paulson Advantage Master, Ltd.
0.686	Certain members of Harrah's Management
0.513	Paulson Recovery Master Fund, Ltd.
<hr/>	
100.00	



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Chester Downs and Marina, LLC - Principals

Anthony M. Civale	Gary W. Loveman	Karl Peterson
Charles A. Paelnick	George K. Miller, Jr.	Katrina R. Lane
Cheryl Ann Kondra	Joshua Harris	Kelvin Davis
Christopher J. Williams	Gregory J. Miller	Kevin D. Flynn
David Bonderman	James G. Coulter	Leon Black
David W. Norton	Jan L. Jones	Lynn Curtis Swann
Gary G. Michael	Jeffrey David Benjamin	Marc J. Rowan
Diane Elizabeth Wilfong	John W. Baker	Mary Thomas
Donald Paul Marrandino	Jonathan J. Coslet	Michael D. Cohen
Duane Douglas Holloway	Jonathan S. Halkyard	Jinlong Wang
Eric Press	Timothy Richard Donovan	David Sambur
John Payne		

Downs Racing, LP

Ownership Interest in the Organizational Chain

99.990 Mohegan Tribal Gaming Authority
 0.010 Mohegan Commercial Ventures-PA, LLC
 100.000

Mohegan Commercial Ventures PA, LLC

100.000 Mohegan Tribal Gaming Authority

Mohegan Tribal Gaming Authority

100.000 Mohegan Tribe of Indians of Connecticut

Net Ownership Interest in Downs Racing, LP

100.000 Mohegan Tribe of Indians of Connecticut
 100.000

Downs Racing, LP - Principals

Allison D. Johnson	Kathleen M. Regan-Pyne	Mitchell G. Etes
Bruce S. Bozsum	Leo M. Chupaska	Ralph J. Gessner, Jr.
Cheryl Todd	Thayne Douglas Hutchins, Jr.	William Quidgeon
Jeffrey E. Hartmann	Mark F. Brown	David Rome
Jonathan Hamilton	Mark Sperry	

Greenwood Gaming and Entertainment, Inc.

Breakdown of Ownership in the Organizational Chain

100.000 Greenwood G&E Holding, Inc.

Greenwood G&E Holding, Inc.

100.000 Greenwood Racing, Inc.

Greenwood Racing, Inc.

78.950 International Turf Investment Co., Inc.
 9.122 Rock Ltd.
 4.999 Robert Green
 1.807 William Hogwood
 4.132 ITIC/ITAC, LLC
 0.988 International Turf Acquisition Co., Inc.
 100.00

International Turf Acquisition Co., Inc.

100.000 Koorringal Holdings B.V.



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International Turf Investment Company, Inc.

100.000 Kooringal Holdings B.V.

ITIC/ITAC, LLC

99.000 International Turf Investment Co., Inc.

1.000 International Turf Acquisition Co., Inc.

100.000

Rock Ltd.

90.000 James Lane

10.000 Richard Kendle

100.000

Bensalem Racing Association, Inc.

100.000 Greenwood Racing, Inc.

Keystone Turf Club, Inc.

100.000 Greenwood Racing, Inc.

Kooringal Holdings B.V.

100.000 Kooringal Holdings Curacao N.V.

Kooringal Holdings Curacao N.V.

100.000 Watche Manoukian

Net Ownership Interest in Greenwood Gaming and Entertainment, Inc.

84.070 Watche Manoukian

8.210 James Lane

4.999 Robert Green

1.807 William Hogwood

0.912 Richard Kendle

100.00

Greenwood Gaming and Entertainment, Inc. - Principals

Herbert G. Baerwitz	Robert W. Green	Watche A. Manoukian
James Lane	Terrence A. Everett	William E. Hogwood
Richard J. Kendle	Anthony D. Ricci	David C. Budd

Mountainview Thoroughbred Racing Association

Breakdown of Ownership in the Organizational Chain

100.000 Penn National Gaming, Inc.

Penn National Gaming, Inc.

75.223 Publicly traded stock held by shareholders that each own less than 5% (see 58 Pa.Code §433a.3(e))

9.851 BAMCO, Inc. Baron Capital Management (exempt institutional investor - see 58 Pa.Code §433a.5)

9.651 The Carlino Family Trust

5.275 Capital World Investors (exempt institutional investor - see 58 Pa.Code §433a.5)

100.000

Net Ownership Interest in Mountainview Thoroughbred Racing Association

75.223 Publicly traded stock held by shareholders that each own less than 5% (see 58 Pa.Code §433a.3(e))

9.851 BAMCO, Inc. Baron Capital Management (exempt institutional investor - see 58 Pa.Code §433a.5)

9.651 The Carlino Family Trust

5.275 Capital World Investors (exempt institutional investor - see 58 Pa.Code §433a.5)

100.000



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Mountainview Thoroughbred Racing Association - Principals

Barbara Z. Shattuck	John V. Finamore	Robert S. Ippolito
Desiree Ann Burke	Jordan B. Savitch	Frank Donaghue
Gregg Hart	Kyle Martin Sr.	Timothy J. Wilmott
Harold Cramer	Peter M. Carlino	Wesley Edens
John M. Jacquemin	Robert P. Levy	William J. Clifford
Saul Reibstein	Jay Snowden	Thomas Auriemma

Presque Isle Downs, Inc.

Breakdown of Ownership in the Organizational Chain

100.000 MTR Gaming Group, Inc.

MTR Gaming Group, Inc.

57.660 Publicly traded stock held by shareholders that each own less than 5% (see 58 Pa.Code §433a.3(e))
 18.330 Jeffrey P. Jacobs, Jeffrey P. Jacobs Revocable Trust, under declaration of trust dated 7/10/2000,
 Jacobs Entertainment, Inc., and Gameco Holdings, Inc.
 9.660 Bridgade Capital Management, LLC (exempt institutional investor - see 58 Pa.Code §433a.5)
 7.470 Arbitar Partners QP, LP
 6.880 Par Investment Partners, L. P.

100.000

Net Ownership Interest in Presque Isle Downs, Inc.

57.660 Publicly traded stock held by shareholders that each own less than 5% (see 58 Pa.Code §433a.3(e))
 18.330 Jeffrey P. Jacobs, Jeffrey P. Jacobs Revocable Trust, under declaration of trust dated 7/10/2000,
 Jacobs Entertainment, Inc., and Gameco Holdings, Inc.
 9.660 Bridgade Capital Management, LLC (exempt institutional investor - see 58 Pa.Code §433a.5)
 7.470 Arbitar Partners QP, LP
 6.880 Par Investment Partners, L. P.

100.000

Presque Isle Downs, Inc. - Principals

Jeffrey Dahl	Minor Child 1	Steven Michael Billick
Stanley R. Gorom III	Minor Child 2	Thomas F. Trygar
Rose M. Williams	Minor Child 3	Vincent James Azzarello
James V. Stanton	Minor Child 4	Narciso Rodriguez-Cayro
Jeffrey P. Jacobs	Minor Child 5	Robert A. Blatt
John W. Bittner	Minor Child 6	Richard F. Delatore
Lynda L. Jacobs	Raymond K. Lee	



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Valley View Downs, LP (Applicant)

Breakdown of Ownership in the Organizational Chain

99.000	Centaur Pennsylvania, LLC
1.000	Valley View Downs GP, LLC
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100.000	
	<u>Valley View Downs GP, LLC</u>
100.000	Centaur Pennsylvania, LLC
	<u>Centaur Pennsylvania, LLC</u>
100.000	Centaur, LLC
	<u>Centaur, LLC</u>
100.000	Centaur Gaming, LLC
	<u>Centaur Gaming, LLC</u>
100.000	Centaur, Inc.
	<u>Centaur, Inc.</u>
32.041	Roderick Radcliff
21.365	R. Michael O'Malley
12.119	Shareholders that each own less than 1% (see 58 Pa.Code §433a.3(d))
11.974	Kurt E. Wilson
8.751	H. Steven Norton
2.708	Michael Raisor
2.058	William Brost
1.771	Steve Schreckengast
1.641	Ingrid Nelson
1.506	John Senesac
1.450	Walter Kelley
1.354	Allan Bir
1.262	Larry Budreau
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100.000	

Net Ownership Interest in Valley View Downs, LP

32.041	Roderick Radcliff
21.365	R. Michael O'Malley
12.119	Shareholders that each own less than 1% (see 58 Pa.Code §433a.3(d))
11.974	Kurt Wilson
8.751	H. Steven Norton
2.708	Michael Raisor
2.058	William Brost
1.771	Steve Shreckengast
1.641	Ingrid Nelson
1.506	John Senesac
1.450	Walter Kelley
1.354	Allan Bir
1.262	Larry Budreau
<hr/>	
100.000	

Valley View Downs, LP - Principals

Allan Charles Bir	Larry Budreau	Walter Herbert Kelley
Herbert Stephen Norton	Michael Vernon Raisor	William Joseph Brost
Ingrid Christine Nelson	R. Michael O'Malley	Kurt Edward Wilson
John Allen Senesac	Roderick Jay Ratcliff	Stephen Rea Schreckengast



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Washington Trotting Association, Inc.

Breakdown of Ownership in the Organizational Chain

100.000 PA Meadows, LLC

PA Meadows, LLC

100.000 PA MezzCo, LLC

PA MezzCo, LLC

100.000 Cannery Casino Resorts, LLC

Cannery Casino Resorts, LLC

43.790 Millennium Gaming, Inc.

31.710 OCM AcquisitionCo, LLC

12.250 Crown CCR Group Investments One, LLC

12.250 Crown CCR Group Investments Two, LLC

100.000

Millennium Gaming, Inc.

50.000 William Paulos

50.000 William Wortman

100.000

OCM AcquisitionCo, LLC

100.000 OCM Blocker, LLC

OCM Blocker, LLC

100.000 OCM HoldCo, LLC

OCM HoldCo, LLC

100.000 Voting Membership Interest - OCM VoteCo, LLC

100.000 Non-Voting Membership Interest - OCM InvestCo, LLC

OCM VoteCo, LLC

14.286 Ronald Beck

14.286 Stephen Kaplan

14.286 John Frank

14.286 Bruce Karsh

14.286 David Kirchheimer

14.286 Howard Marks

14.286 Sheldon Stone

100.000

Crown CCR Group Investments One, LLC

100.000 Crown CCR Holdings, LLC

Crown CCR Group Investments Two, LLC

100.000 Crown CCR Holdings, LLC

Crown CCR Holdings, LLC

100.000 Crown CCR Holdings General Partnership

Crown CCR Holdings General Partnership

99.000 Crown CCR Group Holdings One Pty., Ltd

1.000 Crown CCR Group Holdings Two Pty., Ltd

100.000



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Crown CCR Group Holdings Two Pty, Ltd

100.000 Crown CCR Group Holdings One Pty, Ltd

Crown CCR Group Holdings One Pty, Ltd

100.000 Crown Entertainment Group Holdings Pty, Ltd

Crown Entertainment Group Holdings Pty, Ltd

100.000 Crown Limited

Crown Limited

62.080 Publicly traded stock in Crown held by shareholders that each own less than 5%
 37.920 Consolidated Press Holdings Limited
 100.000

Consolidated Press Holdings Limited

100.000 Cairnton Holdings Limited

Cairnton Holdings Limited

100.000 Consolidated Press Holdings Limited

Consolidated Press Holdings Limited

100.000 Consolidated Custodians International Limited

Consolidated Custodians International Limited

83.530 Custodians No. 8 Trust
 16.470 Shareholders that each own less than 5% (see 58 Pa. Code §433a.4(e))
 100.000

Net Ownership Interest in Washington Trotting Association, Inc.

21.895 William Paulos
 21.895 William Wortman
 15.210 Publicly traded stock in Crown held by shareholders that each own less than 5%
 7.760 Custodians No. 8 Trust
 4.530 Ronald Beck
 4.530 Stephen Kaplan
 4.530 John Frank
 4.530 Bruce Karsh
 4.530 David Kirchheimer
 4.530 Howard Marks
 4.530 Sheldon Stone
 1.530 Shareholders in Consolidated Press Holdings Group that each own less than 5%
 100.000

Washington Trotting Association, Inc. - Principals

John B. Frank	William Joseph Paulos	Benjamin A. Brazil
Bruce A. Karsh	Ryan S. Toland	Howard S. Marks
Carl Stix	Michael A. Day	Guy T. Hillyer
William C. Wortman	Stephen A. Kaplan	Thomas A. Lettero
David M. Kirchheimer	Sheldon M. Stone	Xavier B. Walsh
Ronald N. Beck	Ashok P. Jacobs	James D. Packer
Gretel Packer	John H. Alexander	Kenneth M. Barton
Michael J. Neilson	Michael R. Johnston	Richard W. Turner
Rowena Danziger	Rowen B. Craigie	Heidi Hamers



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Holdings Acquisition Co., LP

Breakdown of Ownership in the Organizational Chain

Holdings Acquisition Co, L.P.

99.500 Holdings Gaming Borrower, L.P.
0.500 Holdings Acquisition Co. GP, L.L.C.

100.000

Holdings Acquisition Co GP, L.L.C.

100.000 Holdings Gaming Borrower, L.P.

Holdings Gaming Borrower, L.P.

99.500 Pittsburgh Gaming Holdings, L.P.
0.500 Holdings Gaming Borrower GP, L.L.C.

100.000

Holdings Gaming Borrower GP, L.L.C.

100.000 Pittsburgh Gaming Holdings, L.P.

Pittsburgh Gaming Holdings, L.P.

69.500 Pittsburgh Gaming Investors, L.P.
20.000 PITG Entertainment, LLC
5.000 GRS PITG Holdings Corp
5.000 PFRS PITG Holdings Corp
0.500 Pittsburgh Gaming Holdings GP, L.L.C.

100.000

Pittsburgh Gaming Holdings GP, L.L.C.

100.000 Pittsburgh Gaming Investors Intermediate, L.L.C.

Pittsburgh Gaming Investors Intermediate, L.L.C.

100.000 Pittsburgh Gaming Investors, L.P.

PFRS PITG Holdings Corp

100.000 Police and Fire Retirement System of City of Detroit

GRS PITG Holdings Corp

100.000 General Retirement System of City of Detroit

PITG Entertainment, LLC

81.000 Jurat Holdings, LLC
19.000 PITG Gaming Investor Holdings, LLC

100.000



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Jurat Holdings, LLC

100.000 Don H. Barden

PITG Gaming Investor Holdings, LLC

65.790 Shareholders that each own less than 1% in Holdings (see 58 Pa.Code §433a.3(d))

34.210 Don H. Barden

100.000

Pittsburgh Gaming Investors, L.P.

73.770 Walton Majestic Star Holdings VI, LP

18.730 High Pitt Gaming, L.P.

6.830 Cira Pittsburgh Gaming Investor, L.P.

0.500 Pittsburgh Gaming Investors GP, LLC

0.170 HPP, LP

100.000

HPP, LP

100.000 Shareholders that each own less than 1% in Holdings (see 58 Pa.Code §433a.3(d))

100.000

Pittsburgh Gaming Investors GP, L.L.C.

75.000 Walton Majestic Star Holdings VI, LP

25.000 High Pitt Gaming, LP

100.000

Cira Pittsburgh Gaming Investor, L.P.

46.130 Ira Lubert

30.000 Athena Venture Partners, LP and G-3 GST LP (exempt institutional investors - see 58 Pa.Code §433a.5)

23.370 Shareholders that each own less than 1% in Holdings (see 58 Pa.Code §433a.3(d))

0.500 Cira Pittsburgh Gaming Investor GP, LLC

100.000

Cira Pittsburgh Gaming Investor GP, LLC

100.000 Ira Lubert

High Pitt Gaming, L.P.

30.800 AGB Trust

30.800 LNB Trust

30.800 MAB Trust

7.100 Shareholders that each own less than 1% (see 58 Pa.Code §433a.3(d))

0.500 High Pitt Gaming GP, L.L.C.

100.000

High Pitt Gaming GP, L.L.C.

30.955 AGB Trust

30.955 LNB Trust

30.955 MAB Trust

7.135 Greg Carlin

100.000

Walton Majestic Star Holdings VI, LP

99.500 Walton Street Funds (Entity comprised of exempt investment fundss - see 58 Pa.Code §433a.4(f))

0.500 Walton Majestic Star Holdings VI GP, L.L.C.

100.0000

Walton Majestic Star Holdings VI GP, L.L.C.

100.000 Walton Street Funds (Entity comprised of exempt investment fundss - see 58 Pa.Code §433a.4(f))

100.000



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Net Ownership Interest in Holdings Acquisition Co., LP

51.902 Walton Street Funds (Entity comprised of exempt investment funds - see 58 Pa.Code §433a.4(f))
 17.500 Don Barden
 4.677 Shareholders that each own less than 1% (see 58 Pa.Code §433a.3(d))
 5.000 Police and Fire Retirement System of City of Detroit
 5.000 General Retirement System of City of Detroit
 4.086 AGB Trust
 4.086 LNB Trust
 4.086 MAB Trust
 2.229 Ira Lubert
 1.434 Athena Venture Partners, LP and G-3 GST LP (exempt institutional investors - see 58 Pa.Code §433a.5)
 100.000

Holdings Acquisition Co., LP - Principals

Neil Bluhm	Ira M. Lubert	Minor Child 1
Andrew G. Bluhm	Jeffrey S. Quicksilver	Minor Child 2
David G. Patent	Joseph Richard Scibetta	Minor Child 3
Don H. Barden	Kenneth J. Weaver	Minor Child 4
Eric C. Mogentale	Leslie N. Bluhm	Minor Child 5
Gregory Carlin	Meredith A. Bluhm-Wolf	Minor Child 6
Ira. J. Schulman	Michelle R. Sherman	Minor Child 7

Mount Airy #1, LLC

Breakdown of Ownership in the Organizational Chain

100.000 Mount Airy Holdco, LLC

Mount Airy Holdco, LLC

100.000 Grantor Trust II F/B/O Lisa DeNaples

Net Ownership Interest in Mount Airy #1, LLC

100.000 Grantor Trust II F/B/O Lisa DeNaples

Mount Airy #1, LLC - Principals

Anne Elizabeth DeNaples	Louis Anthony DeNaples, Jr.	Lisa A. DeNaples
Margaret Mary Glodzik	Lucian Ross	Louis A. DeNaples
Dominica Pia DeNaples	Lawrence Lance Cole	Donna Dominica Dileo
Minor Child 1	Minor Child 2	Minor Child 3
Minor Child 4	Minor Child 5	Minor Child 6
Minor Child 7	Minor Child 8	Minor Child 9
Minor Child 10	Minor Child 11	Minor Child 12
Minor Child 13	Minor Child 14	

Philadelphia Entertainment and Development Partners, LP

Breakdown of Ownership in the Organizational Chain

70.000 Washington Philadelphia Investors, LP
 29.990 FDC Philadelphia, LP
 0.010 FDC/PEDP GP, LLC
 100.000

Washington Philadelphia Investors, LP

61.230 Washington Partners Community Charities, LP
 9.140 Peter DePaul
 6.070 Frederick Teece
 5.680 Quincy Jones, Jr.
 5.410 Shareholders that each own less than 1% (see 58 Pa.Code §433a.3(d))
 4.850 Anuj Agarwal



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4.490 Manuel Stamatakis
3.030 Robert Levy
0.100 WPI GP, LLC

100.000

Washington Partners Community Charities, LP

42.980 The Rubin Family Charitable Foundation
38.350 The Silver Family Charitable Foundation
18.570 Edward Snider
0.100 WPCC GP, LLC

100.000

WPCC GP, LLC

50.000 The Rubin Family Charitable Foundation
50.000 The Silver Family Charitable Foundation

100.000

WPI GP, LLC

50.000 George Rubin
50.000 Anuj Agarwal

100.000

FDC Philadelphia, LP

99.900 Foxwoods Development Company, LLC
0.100 Foxwoods GP Philadelphia, LLC

100.000

FDC/PEDP GP, LLC

100.000 Foxwoods GP Philadelphia, LLC

Foxwoods GP Philadelphia, LLC

100.000 Foxwoods Development Company LLC

Foxwoods Development Company, LLC

100.000 Mashantucket Pequot Tribal Nation

Net Ownership Interest in Philadelphia Entertainment and Development Partners, LP

30.000 Mashantucket Pequot Tribal Nation
18.422 The Rubin Family Charitable Foundation
16.437 The Silver Family Charitable Foundation
7.959 Edward Snider
6.398 Peter DePaul
4.249 Frederick Teece
3.976 Quincy Jones, Jr.
3.865 Shareholders that each own less than 1% (see 58 Pa.Code §433a.3(d))
3.430 Anuj Agarwal
3.143 Manuel Stamatakis
2.121 Robert Levy

100.000

Philadelphia Entertainment and Development Partners, LP - Principals

Arron B. Krupnick	Jason Bruce Guyot	Quincy D. Jones, Jr	Crystal Spears
Anui J. Agarwal	Jeffrey Wosencroft	Richard E. Sebastian	Steven Thomas
Brian R. Ford	Joseph A. Colebut, Sr.	Robert P. Levy	James T. Jackson
Edward M. Snider	Manuel Stamatakis	Rodney A. Butler	Peter D. DePaul
Frederick C. Teece	Marjorie C. Jackson	Timothy A. Walker	George F. Rubin
Gary D. Armentrout	Maureen C. Sebastian	William J. Sherlock	Melissa Silver
Ronald Rubin			



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Sands Bethworks Gaming, LLC

Breakdown of Ownership in the Organizational Chain

90.000	Sands Pennsylvania, Inc.
10.000	BethWorks Now, LLC
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100.000	

Sands Pennsylvania, Inc.

96.000	Venetian Casino Resort, LLC
2.500	Pasquale T. Deon
1.500	James C. Schwartzman
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100.000	

Venetian Casino Resort, LLC

100.000	Las Vegas Sands, LLC
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Las Vegas Sands, LLC

100.000	Las Vegas Sands Corp.
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Las Vegas Sands Corp.

32.311	Officer and Director shareholders that each own less than 5% each (see 58 Pa.Code §433a.3(e))
30.393	Sheldon Adelson
21.767	Publicly traded stock held by shareholders that each own less than 5% (see 58 Pa.Code §433a.3(e))
15.529	Dr. Miriam Adelson
<hr/>	
100.000	

BethWorks Now, LLC

50.000	BethWorks GGQ, LLC
50.000	BethWorks FP, LLC
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100.000	

BethWorks GGQ, LLC

37.500	Barry Gosin
37.500	Shareholders that each own less than 1% (see 58 Pa.Code §433a.3(d))
25.000	James Kuhn
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100.000	

BethWorks FP, LLC

50.000	Michael Perrucci
50.000	Richard Fischbein
<hr/>	
100.000	

Net Ownership Interest in Sands Bethworks Gaming, LLC

31.019	Officer and Director shareholders who each own less than 5% (see 58 Pa.Code §433a.3(e))
29.177	Sheldon Adelson
20.896	Publicly traded stock held by shareholders that each own less than 5% (see 58 Pa.Code §433a.3(e))
14.908	Dr. Miriam Adelson
2.500	Michael Perrucci
2.500	Richard Fischbein
2.250	Pasquale T. Deon
1.875	Barry Gosin
1.875	Shareholders that each own less than 1% (see 58 Pa.Code §433a.3(d))
1.350	C. Schwartzman
1.250	James Kuhn
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109.600	



Pennsylvania Gaming Control Board



December 15, 2011

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Sands Bethworks Gaming, LLC - Principals

Barry M. Gosin	Jeffrey Howard Schwartz	Pasquale T. Deon
Daniel William Eitnier	Richard S. Fischbein	Gayle Hymen
Frederick H. Kraus	Kenneth Jeffrey Kay	Robert C. Rubenstein
Gary Steven Hernishin	Kimberly Kay McCabe	Robert G. Goldstein
Irwin A. Siegel	Michael A. Leven	Sheldon G. Adelson
James C. Schwartzman	Michael Alan Quartieri	Timothy Dennis Stein
James D. Kuhn	Michael J. Perrucci	Charles Forman
Jason N. Ader	Miriam Ochshorn Adelson	Irwin Chafetz
Timothy Notaro	John Caparella	Ira Raphaelson

Sugarhouse HSP Gaming, LP

Breakdown of Ownership in the Organizational Chain

SugarHouse HSP Gaming, LP

99.900 SugarHouse HSP Gaming Prop. Mezz, L.P.
 0.100 SugarHouse HSP Gaming Prop. GP, LLC
 100.000

SugarHouse HSP Gaming Prop. GP, LLC

100.000 SugarHouse HSP Gaming Prop. Mezz, LP

SugarHouse HSP Gaming Prop. Mezz, LP

99.900 SugarHouse HSP Gaming Prop. Holdings, LP
 0.100 SugarHouse HSP Gaming Prop. Mezz GP, LLC
 100.000

SugarHouse HSP Gaming Prop. Mezz GP, LLC

100.000 SugarHouse HSP Gaming Prop. Holdings, LP

SugarHouse HSP Gaming Prop. Holdings, LP

99.900 HSP Gaming, LP
 0.100 SugarHouse HSP Gaming Prop. Holdings GP, LLC
 100.000

SugarHouse HSP Gaming Prop. Holdings GP, LLC

100.000 HSP Gaming, LP

HSP Gaming, LP

66.250 High Penn Gaming, LP
 33.650 RPRS Gaming, LP
 0.100 HP Gaming Partners, LP
 100.000

High Penn Gaming, LP

28.570 Neil G. Bluhm Family Descendants Trust
 21.000 2002 LNB Family Dynasty Trust
 20.940 2002 AGB Family Dynasty Trust
 14.400 Meredith A. Bluhm-Wolf 2006 Family Trust
 9.990 Gregory Carlin
 1.000 Meredith A. Bluhm-Wolf
 1.000 Leslie N. Bluhm
 1.000 Andrew Bluhm
 1.970 Neil Bluhm
 0.030 Brian Black
 0.100 High Penn Gaming, LLC
 100.000



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HP Gaming Partners, LP

79.900	High Penn Gaming, LLC
20.000	Jerry Johnson
0.100	High Penn Gaming, LP
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100.000	

High Penn Gaming, LLC

60.000	Neil Bluhm
30.000	Andrew Bluhm
10.000	Gregory Carlin
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100.000	

RPRS Gaming, LP

39.000	RMP Gaming, LP
19.240	Barbara Sprague
19.240	Thomas Sprague
8.750	Daniel Keating
7.770	William Lamb
2.000	Peter DePaul
1.000	Stephen Cozen
1.000	RPRS Gaming, LLC
0.980	Shareholders that each own less than 1% (see 58 Pa.Code §433a.3(d))
0.500	Jerry Johnson
0.520	Richard Sprague
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100.000	

RPRS Gaming, LLC

50.000	Richard Sprague
50.000	Robert Potamkin
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100.000	

RMP Gaming, LP

49.500	Robert Potamkin
49.500	2005 AAA Trust
1.000	RMP Gaming, LLC
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100.000	

RMP Gaming, LLC

100.000	Robert Potamkin
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Net Ownership Interest in Sugarhouse HSP Gaming, LP

18.930	Neil G. Bluhm Family Descendants Trust
13.915	2002 LNB Family Dynasty Trust
13.875	2002 AGB Family Dynasty Trust
9.541	Meredith A. Bluhm-Wolf 2006 Family Trust
6.796	Robert Potamkin
6.634	Gregory Carlin
6.496	2005 AAA Trust
6.470	Barbara Sprague
6.470	Thomas Sprague
3.921	Shareholders that each own less than 1% (see 58 Pa.Code §433a.3(d))
2.944	Daniel Keating
2.615	William Lamb
1.393	Neil G. Bluhm
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100.000	



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Sugarhouse HSP Gaming, LP - Principals

Andrew G. Bluhm	Minor Child 1	Minor Child 9
Barbara A. Sprague	Minor Child 2	Minor Child 10
Daniel J. Keating	Minor Child 3	Neil G. Bluhm
Gregory A. Carlin	Minor Child 4	Richard A. Sprague
Jerry Johnson	Minor Child 5	Robert A. Potamkin
Leslie N. Bluhm	Minor Child 6	Thomas A. Sprague
Lexie H. Potamkin	Minor Child 7	William H. Lamb
Meredith A. Bluhm-Wolf	Minor Child 8	Joseph Scibetta
David Patent	Albert Liu	



Pennsylvania Gaming Control Board



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Category 3 Licensee/Applicant Ownership

The Principals in the boxes below are required to be licensed by the PGCB because they are: 1) officers; 2) directors; 3) persons who directly hold a beneficial interest in or ownership of the securities of an applicant or licensee; 4) person who have a controlling interest (own or beneficially holds 5% or more of the securities of a publicly traded company or 1% or more of the securities of a privately held company) in an applicant or licensee; 5) persons who have the ability to elect a majority of the board of directors of a licensee or to otherwise control a licensee; 6) lenders or other licensed financial institutions of an applicant or licensee, other than a bank or lending institution which makes a loan or holds a mortgage or lien acquired in the ordinary course of business; 7) underwriters of an applicant or licensee; 8) trustees, grantors or beneficiaries of a trust that is required to be an applicant or licensee; 8) trustees, grantors or beneficiaries of a trust that is required to be licensed; 9) persons who have the ability to control the management of investment funds; or 10) other persons or employees of an applicant or licensee deemed to be a principal by the PGCB.

Valley Forge Convention Center Partners, LP

Breakdown of Ownership in the Organizational Chain

51.422	Ira Lubert
19.778	Jonathan Lubert
17.800	Michael Heller
5.000	Ken Kochenour
5.000	Barbara Evans
1.000	Valley Forge Convention Center Partners GP, LLC
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100.000	

Valley Forge Convention Center Partners GP, LLC

57.800	Ira Lubert
22.200	Jonathan Lubert
20.000	Michael Heller
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100.000	

Net Ownership Interest in Valley Forge Convention Center Partners, LP

51.480	Ira Lubert
19.800	Jonathan Lubert
17.820	Michael Heller
4.950	Ken Kochenour
4.950	Barbara Evans
1.000	Valley Forge Convention Center Partners GP, LLC
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100.000	

Valley Forge Convention Center Partners, LP - Principals

Barbara Evans	Jonathan Lubert	Michael Heller
Kenneth Kochenour	William Landman	Ira M. Lubert
Tommy Rosenfeld		

Woodlands Fayette, LLC (Applicant)

Breakdown of Ownership in the Organizational Chain

100.000 Nemaocolin Woodlands, Inc.

Nemaocolin Woodlands, Inc.

100.000 The 2001 Irrevocable Trust for Margaret H. Magerko



Pennsylvania Gaming Control Board



December 15, 2011

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Net Ownership Interest in Woodlands Fayette, LLC

100.000 The 2001 Irrevocable Trust for Margaret H. Magerko

Margaret Ann Magerko	Cheri Lee Bomar	Peter J. Magerko
Joseph A. Hardy III	Alan J. Glazer	Dale R. Black
Edmund I. Quatmann Jr.	James B. Perry	Jeffrey D. Goldstein
Lee S. Wielansky	Richard A. Goldstein	Robert S. Goldstein
Timothy A. Ilsley	Arnold Block	Michael Fries
Virginia M. McDowell	William R. Baker	