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BEFORE THE INDIANA GAMING COMMISSION

REGULAR BUSINESS MEETING AND PUBLIC HEARINGS
CONCERNING APPLICANT FOR RIVERBOAT LICENSE
IN CRAWFORD AND SWITZERLAND COUNTIES, INDIANA

DATE: September 6, 1996
PLACE: Indiana Government Center Auditorium
302 West Washington Street
Indianapolis, Indiana
REPORTED BY: Deanne S. Hutson, Notary Public

RECEIVED
SEP 27 1996
INDIANA GAMING COMMISSION

MEMBERS OF THE COMMISSION

Alan I. Klineman, Chairman
David E. Ross, Jr., M.D.
Robert W. Sundwick
Thomas F. Milcarek
Donald R. Vowels
Robert Swan
Ann Marie Bochnowski

ALSO PRESENT

John J. Thar, Executive Director,
and members of the Staff

* * * * *

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ORIGINAL

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1 CHAIRMAN KLINEMAN: I'll call the
2 meeting to order of the Indiana Gaming
3 Commission. I will announce officially for the
4 record that all of the commissioners are here
5 except Mrs. Bochnowski and, as a result, we do
6 have a quorum. First item of business would be
7 the approval of the minutes of the last meeting
8 which was the meeting of August 20, 1996. Is
9 there a motion to approve those minutes?

10 COMMISSIONER ROSS: So move.

11 COMMISSIONER SUNDWICK: Second.

12 CHAIRMAN KLINEMAN: Is there any
13 discussion? All those in favor say aye.
14 Contrary. Minutes are approved.

15 The next item is Mr. Thar's report of the
16 executive director.

17 MR. THAR: Try to keep this report brief.
18 Last week the staff, specifically Chief Counsel
19 Fleming, myself and staff counsel Cindy Dean went
20 to Evansville as an interim step concerning
21 individuals that had previously been advised that
22 because of the way they had filled out the crimi-
23 nal history portion of their application had
24 their temporary licenses rescinded and confirmed
25 by commission action at the last meeting. We

1 took this informal step of meeting to attempt to
2 see whether or not we could resolve some of these
3 before they went to an administrative law judge.
4 We met with ten individuals who appeared each for
5 approximately a half hour to explain their
6 situation and to answer questions submitted to
7 them by the people that were present. Also
8 present was an employment person from Aztar and
9 any representative that the individual wanted to
10 bring with them.

11 We have not completely resolved how these will
12 work out and we would propose to the Commission
13 the following: That in the event that the staff
14 determines that some of these people should --
15 that settlement should be entered into to allow
16 them to have their license back and allow them to
17 go back to work prior to the next hearing. Staff
18 be allowed to make that decision and that be
19 allowed to go -- people be allowed to return to
20 work assuming their jobs are available to them.
21 Any individual that we determine would not get
22 their license back at this time would have the
23 immediate right to go to the administrative law
24 judge. We will present the results of those
25 determinations at the next commission meeting.

1 That is what staff would propose at this time to
2 handle the settlement meetings. Are there any
3 questions with regard to that?

4 One other item. This probably needs to be
5 taken up under old business, but it was presented
6 to me so I'll make it as part of the report. At
7 the end of the last meeting Commissioner Swan had
8 proposed that in the event Indiana Gaming Company
9 LP was unable to get their temporary operation up
10 and operational by a given date that a fine be
11 imposed that would be equivalent of the tax --
12 close to the tax that one could anticipate from
13 them on a daily basis. It was decided that the
14 staff would discuss with Argosy what the proposed
15 (inaudible) should be in the report at this meet-
16 ing. What I would pass to the commissioners now
17 is a fax that was received from Argosy putting in
18 writing their proposal as of yesterday, I believe,
19 Wednesday. Excuse me. In essence, I'll just
20 read this. Proposed resolution is as follows:

21 Indiana Gaming Company LP, Licensee, shall pay
22 to the State of Indiana and, specifically the
23 Indiana Gaming Commission as agent for the State,
24 the sum of \$75,000 per day as an imputed gaming
25 win tax beginning on December 1, 1996, or fifteen

1 days after Licensee shall receive Section 404
2 permit from the United States Army Corps of
3 Engineers, USACOE. Provided, however, this tax
4 shall not be assessed should the commission staff
5 not be in a position to conduct a pre-license
6 review of Licensee's operation for the purpose of
7 issuing a gaming license within the time period
8 above stated or in the event of any delay caused
9 by an act of God, strike, war, riot, flood,
10 lawsuit or injunction sought by any third party
11 or other circumstances which causes a delay for
12 which the Licensee has no reasonable control.

13 That is the proposed resolution submitted by
14 Indiana Gaming Company.

15 CHAIRMAN KLINEMAN: I do agree with your
16 suggestion we probably ought to take this up
17 under old business as a resolution. See what the
18 commissioners feel about it.

19 MR. THAR: Final item as we sit here
20 today, it is still on the calendar that the
21 Rising Sun boat, Grand Victoria II, would start
22 its opening cruises on September 16th. That
23 would conclude the report. Most of what the
24 staff has done has been in preparation for this
25 hearing, the executive session, plus the opening

1 proposed in approximately ten days. Are there
2 any questions?

3 CHAIRMAN KLINEMAN: Thank you, Mr. Thar,
4 again. In regards to the matter of the employees
5 who had their licenses revoked, the staff has
6 gone down and had these informal hearings. Staff
7 took it upon themselves to do this because the
8 sooner those which are going to be resolved do
9 get resolved, the better I think our whole
10 procedure is. So I pleased pleads that the staff
11 did this with respect to the licenses which have
12 been suspended. I would pick up on the sugges-
13 tion that Mr. Thar has made that we grant to him
14 the authority to reinstate those licenses as a
15 matter of settlement that he and the staff feel
16 should be reinstated and that those people then
17 could immediately, if the jobs are still open, go
18 back to work and he would report to us at our
19 next meeting concerning those matters which have
20 been resolved and licenses reinstated and those
21 matters which have not been resolved and whose
22 licenses were not by the staff reinstated. So I
23 would request that a resolution authorizing Mr.
24 Thar to proceed with the possibility of settling
25 reinstating these licenses be made so that these

1 matters can be resolved as soon as possible.

2 Anyone wish to make that motion?

3 COMMISSIONER SWAN: Yes.

4 CHAIRMAN KLINEMAN: Is there a second?

5 COMMISSIONER SUNDWICK: Second.

6 CHAIRMAN KLINEMAN: Any further
7 discussion? Hearing none, all those in favor say
8 aye. Contrary. Resolution is adopted. Mr. Thar
9 is authorized to go forward and report back to us
10 at our next meeting.

11 Next item -- there are no items of -- I
12 guess the Argosy issue could be other old
13 business. You've heard the proposal from Argosy
14 Gaming that the \$75,000 per day be paid to the
15 state as an imputed gaming win tax beginning on
16 the later of December 1, 1996, or fifteen days
17 after the licensee receives its Corps of
18 Engineers Permit 404. Anybody wish to comment on
19 this proposal?

20 COMMISSIONER SWAN: This pretty well
21 approximates the tax they would have paid the
22 State if they had the admissions that they pro-
23 jected, I think, somewhere in that ballpark, and
24 I think this proposed resolution by them is
25 acceptable to me.

1 CHAIRMAN KLINEMAN: Also, on behalf of
2 the Commission, I want to thank you for having
3 brought this matter up because I think it was
4 your suggestion that we consider this type of
5 action that caused this resolution by Argosy.
6 Anything further? Everyone understands that the
7 fifteen-day time period would start to run at the
8 time we receive their Corps of Engineers permit
9 or the later of -- well, it's that or December
10 1st.

11 MR. THAR: Right, for instance, I believe
12 in the report that they made during our business
13 meeting last they indicated that their temporary
14 docking facility construction should be completed
15 right around the first of November. If they were
16 to receive the Corps permit today, then the later
17 date would be December 1st because they could
18 not -- they've already advised us they can't get
19 the facility constructed. So that's for the
20 reason December 1st.

21 CHAIRMAN KLINEMAN: But if they receive
22 the Corps permit on December 2nd, they would have
23 until December 17th to start?

24 MR. THAR: Right.

25 CHAIRMAN KLINEMAN: Everybody understand

1 that? Anything further? Do I hear a motion to
2 adopt the proposed resolution concerning Indiana
3 Gaming Company?

4 COMMISSIONER SWAN: I'll make that
5 motion.

6 CHAIRMAN KLINEMAN: Is there a second?

7 COMMISSIONER VOWELS: Second.

8 CHAIRMAN KLINEMAN: Any further
9 discussion? Hearing none, all those in favor say
10 aye. Contrary. Resolution is adopted. If you'd
11 assign to it, it would be part of our permanent
12 record.

13 The next item would be the new business, and
14 the first item on the new business is occupat-
15 ional license issues. I guess Miss Fleming, our
16 chief counsel, has matters to present to us and
17 they're incorporated in our packet under
18 commission order on request for felony waivers.

19 MS. FLEMING: That's correct, Mr. Chair-
20 man. On August 22, 1996, at the Buffington
21 Harbor Pavillion I conducted felony review
22 hearings on four individuals who had requested a
23 waiver of their felony disqualification. That
24 information is contained in your packets. Those
25 individuals were Donald Anderson who was seeking

1 employment with the Empress Casino, Reginald
2 Calla [sic.] who sought employment with Trump
3 Casino, Rosetta McKenna who sought employment
4 with the Majestic Star Casino and Wayne Wright
5 who was seeking employment with the Trump Casino.

6 In all four instances, having reviewed their
7 record, their criminal history, the application
8 they submitted and listening to their side of the
9 story, a transcript of which has been provided to
10 the commission members, it is my recommendation
11 that each of those requests be denied. What is
12 contained in your packet is the commission order
13 on request for felony waiver. There is an indi-
14 vidual one prepared for each person. That will
15 be made public record due to the fact that the
16 recommendation and findings of fact that I pre-
17 pared and provided to you does contain criminal
18 history which is of confidential nature. That
19 will not be made public record but will be
20 contained in their file and will be forwarded to
21 an administrative law judge if they determine
22 that they want to appeal the decision if you vote
23 to deny their license.

24 CHAIRMAN KLINEMAN: I think these matters
25 should be taken one at a time. Does anyone have

1 any questions about what Miss Fleming has done or
2 the procedure that we're into? If not, I would
3 present before the Commission the commission
4 order on the request for felony waiver for
5 Rosetta McKenna and that order has two blanks in
6 it. One is we either adopt or reject the
7 findings of fact which are required under the law
8 and then either deny or approve the request for
9 the felony waiver. Do I hear a motion to adopt
10 the commission order on Rosetta McKenna?

11 COMMISSIONER ROSS: So moved.

12 CHAIRMAN KLINEMAN: And to insert in the
13 blanks adopt and deny. Any further discussion?
14 Is there a second to this?

15 COMMISSIONER MILCAREK: I'll second.

16 CHAIRMAN KLINEMAN: Hearing no further
17 discussion, all those in favor of the adoption of
18 the commission order on Rosetta McKenna say aye.
19 Contrary. Commission order is adopted. I'll
20 next present the Reginald Calla order. Likewise
21 we need a motion to insert the word either adopt
22 or reject, deny or approves. The recommendation
23 on that particular order. Is there a motion to
24 adopt that commission order?

25 COMMISSIONER VOWELS: I'll move.

1 COMMISSIONER SWAN: Second.

2 CHAIRMAN KLINEMAN: And insert the words
3 adopt and deny in the two blanks. Any dis-
4 cussion? Hearing none, all those in favor say
5 aye. Contrary. Commission order is adopted.

6 The next is Donald Anderson. Do I hear a
7 motion to adopt the commission order on Donald
8 Anderson and insert the words adopt and deny?

9 COMMISSIONER MILCAREK: I would so move.

10 CHAIRMAN KLINEMAN: Is there a second?

11 COMMISSIONER ROSS: Second.

12 CHAIRMAN KLINEMAN: Any further
13 discussion? Hearing none, all those in favor say
14 aye. Contrary. The commission order is adopted.

15 Last one would be Wayne Wright. To
16 insert in that order the words adopt in the first
17 blank and denies in the second blank. Any
18 discussion? Do I hear a motion to adopt the
19 commission's order?

20 COMMISSIONER VOWELS: I'll move.

21 CHAIRMAN KLINEMAN: Is there a second?

22 COMMISSIONER MILCAREK: I'll second.

23 CHAIRMAN KLINEMAN: It's been moved and
24 seconded. All those in favor say aye. Contrary.
25 The commission order is adopted. Thank you, Miss

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Fleming.

The next matter is temporary supplier licenses. Mr. Hannon.

MR. HANNON: There are two companies that we would recommend being awarded a temporary supplier license. The first is Casino Data Systems. That's a company in Las Vegas involved in the design, manufacture and distribution of computer systems that control player tracking, casino accounting function, slot machine systems and progressive jackpots. They also through subsidiaries produce related products, meters, signs and graphics. It's a publically trade company with offices in Las Vegas. Our investigators have toured the facility and report favorable findings. The company appears to have a strong financial base and is currently licensed and are doing business under a transaction over a temporary license in eleven different gaming jurisdictions. Primary investigation did not develop any information that would indicate the company not licenseable under our statute.

The Atlantic City Coin and Slot Service Company Incorporated is a company located in Pleasantville, New Jersey. It has been in

1 business since 1978. It was established by a Max
2 Rogers Sealey who still retains ownership either
3 directly or through trust of family members. The
4 company sells casino equipment, including tokens,
5 keno systems, meters, et cetera. They also pro-
6 duce custom slot machine glass and slot machines.
7 They've developed interactive slot machines that
8 they're trying to market in Indiana. The company
9 purchases what they refer to as neutered slot
10 machines from IGT and adds their modification
11 before marketing. They would be distributing the
12 only new machines in Indiana. They also have a
13 function that reconditions old machines.

14 That company appears to be sound financially
15 and is currently licensed to do business in ten
16 different jurisdictions. The tour of that
17 facility did develop some security concerns.
18 They were brought to the attention of the manage-
19 ment and they are being addressed. Again, that
20 investigation has not developed any information
21 that would indicate the company is not going to
22 be licenseable under our statute, and we would
23 recommend both companies be awarded a temporary
24 license to do business until we complete the
25 entire investigation.

1 CHAIRMAN KLINEMAN: Anybody have any
2 questions of Mr. Hannon? Is there a motion to
3 adopt Resolution 1996-50 concerning AC Coin and
4 Casino Data Systems?

5 COMMISSIONER MILCAREK: I would so move.

6 CHAIRMAN KLINEMAN: Is there a second?

7 COMMISSIONER ROSS: Second.

8 CHAIRMAN KLINEMAN: Any discussion?
9 Hearing none, all those in favor say aye.
10 Contrary. Resolution is adopted.

11 The next item of business concerns the
12 release -- reduction of letter of credit for
13 Aztar. The matter on our agenda Majestic Star
14 local investor issue. The attorney who ask that
15 matter be put on our agenda called and said that
16 she would be unable to, on this amount of notice,
17 prepare the presentation she would wish to make
18 to the Commission and so she's asked that matter
19 be delayed until our next meeting. Is that
20 correct?

21 MR. THAR: That's correct.

22 CHAIRMAN KLINEMAN: So that matter will
23 not be heard today. We'll take that matter up at
24 our next scheduled meeting.

25 Now we have other business which is a request

1 of Casino Aztar for reduction of their letter of
2 credit. Miss Fleming.

3 MS. FLEMING: Thank you, Mr. Chairman.

4 On July 8, 1996, Casino Aztar made total payments
5 to the City of Evansville of \$104,166.67. That
6 was broken down as a payment to the downtown
7 revitalization project of \$83,333.33; a payment
8 to the economic development project in the amount
9 of \$16,666.67 and a payment to the Pigeon Creek
10 Greenway project in the amount of \$4,166.67. On
11 August 8, 1996, Casino Aztar made the identical
12 payments to the City of Evansville. As a result
13 of these payments, Casino Aztar's requesting that
14 the letter of credit posted with the National
15 City Bank in Evansville be reduced by a total of
16 \$208,333.33. I have attached to the sheet the
17 copies of the payment receipts that were provided
18 to the Commission by the City of Evansville.

19 CHAIRMAN KLINEMAN: We've heard the
20 request. I guess we now are now seeing some
21 result of this money being spent, I hope.

22 COMMISSIONER SWAN: Since August 8th I
23 haven't seen a thing happen with this money.

24 CHAIRMAN KLINEMAN: I'll put it this way.
25 If the city is satisfied that the money has been

1 received, it will be properly expended pursuant
2 to rules of the State Board of Accounts. I guess
3 it's incumbant upon us to grant the relief
4 requested by Aztar.

5 COMMISSIONER SWAN: I'll make that
6 motion.

7 CHAIRMAN KLINEMAN: Is there a second?

8 COMMISSIONER VOWELS: I'll second.

9 CHAIRMAN KLINEMAN: We have before us
10 action to reduce the letter of credit by
11 \$208,333.34. All those in favor say aye.
12 Contrary. The request is adopted and the letter
13 of credit can be so reduced. Anything else, any
14 other business that we have?

15 MS. FLEMING: I don't believe so.

16 CHAIRMAN KLINEMAN: Our next meeting is
17 tentatively scheduled for this room on October
18 11, 1996. I think that meeting tentatively will
19 be set for eleven o'clock. I don't know what
20 time the time changes in Indiana. I think it's
21 the end of October so I think we'll all still be
22 on the same time. I guess we are going to try to
23 bring Miss Bochnowski in by phone for hearing of
24 the licensing in Switzerland and Crawford County.
25 I guess, for the record, I should state if there

1 are any objections on the part of the officials
2 in Crawford County or the officials in Switzer-
3 land County or the applicants of either of those
4 counties to having Miss Bochnowski participate by
5 phone in these proceedings. Hearing none and
6 assuming we will be able to accomplish this, we
7 will adjourn for about five minutes and we will
8 take up the matter of licensing in Crawford and
9 Switzerland County.

10 (Short break taken.)

11 CHAIRMAN KLINEMAN: Miss Bochnowski is
12 available by phone. We've even put a microphone
13 next to the phone. Can you hear us, Ann?

14 COMMISSIONER BOCHNOWSKI: Yes, I can.

15 CHAIRMAN KLINEMAN: We're here to
16 consider the licensing in Crawford and Switzer-
17 land Counties and the applicants and the
18 officials from the county are here. Do any of
19 the commissioners have any questions still
20 remaining that they wish to propound to any of
21 these parties?

22 COMMISSIONER SUNDWICK: I have one for
23 Crawford County.

24 CHAIRMAN KLINEMAN: Would you identify
25 yourself for the record.

1 MR. DOUG FLOYD: My name is Doug Floyd.

2 MR. JEFF LORENZA: My name is Jeff

3 Lorenza.

4 COMMISSIONER SUNDWICK: The question is
5 is there any financing -- the last time we talked
6 there wasn't financing available for the project.

7 MR. DOUG FLOYD: We submitted a letter
8 with an update through your staff that advised of
9 our additional ten million dollars of equity
10 contributed to the project. This is Ed Ernst,
11 the president of the company, and we also
12 provided you with Mr. Torguson's written
13 commitment of a guarantee permanently of the
14 obligation. That's the extent of the changes
15 since your last consideration.

16 COMMISSIONER SUNDWICK: Thank you.

17 COMMISSIONER VOWELS: We read a 90
18 million dollar figure last time and with this ten
19 million that you're talking about from Mr. --
20 starting off with the 90 million dollar figure
21 you said ten million has now been --

22 MR. ERNEST: He asked me to pay
23 additional ten million in capital.

24 COMMISSIONER VOWELS: That is what
25 Torguson guaranteed?

1 MR. DOUG FLOYD: He would guarantee the
2 entire amount of whatever financing that would be
3 done. That's the purpose of the guarantee. It's
4 in writing.

5 COMMISSIONER VOWELS: Are we talking
6 about the --

7 MR. DOUG FLOYD: The question was
8 whether or not Mr. Torguson's guarantee ran to
9 the value of the entire project, and the answer
10 was yes.

11 MR. ERNST: Does that answer your
12 question?

13 MR. THAR: In the information you
14 submitted the Commissioners have received you did
15 bring up the ten million dollars from Crown
16 Casino, but it tagged on the end subject to
17 licensing, permitting and et cetera. Is that of
18 Casinos Magic or Crown Casino?

19 MR. ERNST: Casinos Magic. It's non-
20 restricted. It's an equity contribution through
21 the form of a convertible debenture into Casino
22 Magic which would be contributed unconditionally
23 into Crawford.

24 MR. THAR: Is Crown Casino at some point
25 in time seeking to be approved for an interest

1 here?

2 MR. ERNST: No, sir.

3 MR. THAR: That answers my question.

4 CHAIRMAN KLINEMAN: Did you say it was
5 convertible? What's it convertible into?

6 MR. ERNST: It is convertible into
7 Casino Magic stock.

8 CHAIRMAN KLINEMAN: What percent of your
9 stock would it amount to if converted?

10 MR. ERNST: It would amount to roughly
11 six percent roughly of our stock.

12 MR. THAR: That would then have
13 (inaudible)

14 CHAIRMAN KLINEMAN: So we actually have a
15 proposal to contribute ten million dollars in
16 equity from a party whom we have not yet --

17 MR. ERNST: Actually not a proposal to
18 do that. It is a debt structure that is con-
19 vertible or redeemable. It can also be purchased
20 back. The conditions of this debenture it's
21 convertible to common stock to two million
22 shares.

23 CHAIRMAN KLINEMAN: Venture, did you say?

24 MR. ERNST: Casino magic debenture. It
25 would be convertible to common stock or --

1 CHAIRMAN KLINEMAN: You're talking about
2 Crown purchasing a ten million dollar convertible
3 debenture from Casion Magic, and I asked what the
4 terms were and you said it's common stock and
5 that would be six percent.

6 MR. ERNST: Two million shares. We have
7 36 and a half million shares outstanding. We
8 would also be at the holder's option you could
9 look to receive additional cash payment to have
10 the additional ten million dollars retired as
11 well. It is not -- it's conditional. It's a
12 debenture that's going in right now that's paying
13 interest. They have an option to convert to
14 common stock two years out of Casino Magic or to
15 be paid cash in the term of 206 million at that
16 time and it's subject to us receiving licensing
17 and applicable permits.

18 MR. DOUG FLOYD: Suitability of Crown is
19 not a condition for the purchase of the
20 debenture.

21 MR. ERNST: Crown has been licensed --

22 CHAIRMAN KLINEMAN: When you convert they
23 then become past our triggerpoint of substantial
24 owner and if they have an absolute right to
25 convert and we haven't investigated them, that's

1 a concern.

2 MR. ERNST: Would be as any other public
3 company and the opportunity for anybody to
4 acquire more than five percent exists all the
5 time, Mr. Chairman. So that at any time that
6 would happen. There is no requirement. It's
7 strictly if they were to convert at such time it
8 would submit themselves for findings of
9 suitability unless you require they come forward.

10 CHAIRMAN KLINEMAN: Say we found them not
11 to be suitable, for reasons that I have no idea
12 that would exist.

13 MR. ERNST: Then we have the normal
14 conditions we have. Be able to redeem at par.
15 It's the same as any other issue that you'd have
16 to do.

17 CHAIRMAN KLINEMAN: The holder has the
18 right to either cash or convert and you have a
19 right to redeem. There's no lockin that he would
20 have an absolute right to convert.

21 MR. ERNST: No, we have in our bylaws,
22 as most public gaming companies do, you are not
23 allowed or if you're not found suitable we have
24 the right to redeem their stock. That's in our
25 Casino Magic bylaws, so if there is not --

1 because suitability issue for any individual that
2 becomes a holder, as is with most other public
3 companies in the gaming business, we would have
4 the absolute right to redeem his stock.

5 CHAIRMAN KLINEMAN: We do have the right
6 to investigate people, even public companies
7 where they become a substantial owner.

8 MR. ERNST: You could investigate anyone,
9 that's correct.

10 COMMISSIONER SUNDWICK: I think the
11 problem at the last minute change get it in the
12 mail and then there's an opportunity for this to
13 happen. Again changes the game. We've been
14 accused of letting the game change too many times
15 so it's just another game change. We know this
16 before and all of a sudden the game has changed.

17 MR. ERNST: The reason we put that in
18 there is the question was raised about the
19 relative equity percentage as related to our
20 financing package that we discussed. Raised by a
21 number of the commissioners (inaudible) so we
22 went out and sought the ability to be able to
23 enhance that equity position. We don't, as we
24 said in the meeting before, we believe we were
25 quite equity as it related to the project

1 financing. This allows us to increase the amount
2 of equity and reduce the amount of debt on the
3 project and it is Casino Magic Corporation debt
4 and can be (inaudible) from your perspective at
5 anytime to review that. Crown has been a
6 licensed gaming operator in Louisiana, just
7 recently was purchased out of their operations in
8 Lake Charles by Casino America and is presently
9 going through the licensing process in Iowa and
10 we've acquired the Clinton operation in Clinton,
11 Iowa.

12 CHAIRMAN KLINEMAN: Anything further of
13 these gentlemen?

14 COMMISSIONER VOWELS: Just briefly.
15 He's going to personally guarantee the 80 million
16 balance of what you're telling me; is that
17 correct?

18 MR. ERNST: Dick guaranteed the debt
19 itself. I don't know if you want to comment on
20 that.

21 MR. MARLIN TORGUSON: I'm Marlin
22 Torguson, the chairman of Casino Magic. I am the
23 largest shareholder of Casino Magic and I am
24 willing to put my Casino Magic stock up on the
25 line for this project because I absolutely

1 believe that this project is a good project for
2 Crawford County and for Casino Magic, so I am
3 willing to do that.

4 COMMISSIONER VOWELS: I guess my question
5 would be -- think how to phrase this. Let's talk
6 about the worse case scenario. You guaranteed
7 what we're talking about an 80 million dollar
8 debt; is that correct?

9 MR. MARLIN TORGUSON: If they ask me to
10 do that, yes.

11 COMMISSIONER VOWELS: Let's say worse
12 case scenario is that needs to be called in and
13 you need to come up with 80 million dollars.

14 MR. TORGUSON: I am willing to pledge my
15 Casino Magic stock.

16 CHAIRMAN KLINEMAN: That's really not
17 what we were told. You are not basically
18 guaranteeing the debt. You're willing to put up
19 as security for your guarantee your Casino Magic
20 stock and that's it? I'm talking about your cars
21 and house and all that stuff, or aren't we?

22 MR. TORGUSON: I'm willing to personally
23 guarantee the debt.

24 CHAIRMAN KLINEMAN: Out of your total
25 personal assets?

1 MR. TORGUSON: Absolutely my personal
2 assets, that's correct.

3 CHAIRMAN KLINEMAN: You kept saying put
4 up stock, and that's not the same as a guarantee.
5 At least it wasn't when I went to school. Any
6 other questions? Hearing none, thank you,
7 gentlemen. Do you have questions of any of the
8 other parties who are here? If not, I guess we
9 are at the place where we're going to go into the
10 discussions of licensing of these applicants in
11 these two counties.

12 MR. THAR: Did you hear that?

13 COMMISSIONER BOCHNOWSKI: I heard
14 everything.

15 CHAIRMAN KLINEMAN: I would like to see
16 if anyone -- we do have the statement from Ann
17 which we are going to read, but if anyone has
18 anything they wish to say before we get into her
19 statement. I guess I would start off by saying
20 that I always think these decisions are harder as
21 we go along, and it seems that's what's happen-
22 ing. They get harder as we go along. We have
23 here two very deserving counties. They have
24 unemployment which is not what we would hope the
25 people in Indiana would show. They're all good

1 people. I'll again acknowledge that there's a
2 whole contingency here from Switzerland County
3 and from Crawford County, but we also have a
4 problem or I have a problem in that the last
5 thing that I would want to vote for would be to
6 vote for something that in the end, rather than
7 helping and fulfilling the expectations of these
8 counties who are so deserving that turned out
9 that it would end up hurting them, and we've all
10 heard stories of what has happened where
11 expectations have not been fulfilled because, to
12 put it the vernacular, the boat sailed away and
13 the flow of income was not available and the
14 establishment of jobs did not -- was not ful-
15 filled on any kind of long-term basis.

16 We have Crawford County which is basically the
17 middle of the state where we have just licensed a
18 substantial project in Harrison County next to
19 it. The unemployment, from what we are now
20 hearing, is a substantial percentage and everyone
21 that's unemployed is a tragedy as far as I'm
22 concerned. Any individual that's not employed
23 who really wants work, it's a tragedy when they
24 can't get it, but on the other hand, when you
25 look at the absolute numbers percentage-wise, it

1 may be high. Percentage of the total population,
2 but because the population in that particular
3 part of the state is rather sparse, the total
4 number of people is not as great as you would
5 think when you first look at the percentages.
6 But it's a lovely county. They have, I think, a
7 beautiful location.

8 Then we get to Switzerland County, which these
9 are really good people who have really worked
10 hard and we certainly appreciate their stick-to-
11 it-ness. They picked themselves up and came back
12 and became a very viable applicant even though
13 they didn't make it the first round and, like-
14 wise, they are good people. We've received an
15 awful lot of mail, statements from the people who
16 are opposed to putting the boat in Switzerland
17 County. I guess I appreciate all those senti-
18 ments, but I guess it's our job to act in counties
19 where by vote of the people a majority indicated
20 that they want a boat in Switzerland County. So
21 we're now hearing from those people who I presume
22 voted no, but they were not the majority, and
23 under Democratic systems when you get to a place
24 where you actually have a vote, I think this
25 commission and other agencies must go along with

1 what the majority has said at the ballot box and,
2 as I say, I appreciate the sentiments that we've
3 received from the people who are opposed, but I
4 guess the vote was really the thing that we
5 should really look to.

6 We also are faced with an awful lot of
7 material, some I which, of course, tends to be
8 contrary. We have market surveys for Switzerland
9 and Crawford Counties. We have people who are
10 proponents in Switzerland County looking at
11 Crawford County and saying things about Crawford
12 County and, likewise, people who are involved in
13 Crawford County say things about Switzerland
14 County. I guess when you start looking at market
15 analysis by people those tend to be educated, I
16 hope educated guesses at best. I always remember
17 I'm old enough to remember that Ford Motors did
18 an awful lot of market research on the Edsel and
19 I don't know if any of you out in the crowd
20 remember the Edsel, but it didn't last very long,
21 and that was based upon the best market research
22 to be purchased by the Ford Motor Company.

23 COMMISSIONER VOWELS: That was in the
24 year I was born, by the way.

25 CHAIRMAN KLINEMAN: As I said from the

1 top, this becomes more difficult. We've got some
2 awful good people on both sides and we've got
3 companies that have spent a lot of money and made
4 a very fine presentation, but I guess we come
5 down to the question do we really have enough
6 information at this time based upon the market
7 analysis and surveys by the people who are making
8 the guesses to act. So I would just as a state-
9 ment think that even though it might end up
10 basically presenting a problem for those people
11 who are all ready and anxious to get going, it
12 might be the most prudent thing for this
13 commission to do to wait and see a little bit
14 about how things are going to shake out. These
15 licenses are not like whistles in a Cracker Jack
16 box. They are items that involve an awful lot of
17 expectations on behalf of everyone. We've given
18 out four down on the Ohio River. Some of those
19 will be coming on line and starting to operate
20 fairly soon. We might have an awful lot more
21 information on what is exactly the situation down
22 there after some of these operations have opened
23 and tried to make a go. I think that it might be
24 the most prudent thing, at least from my point of
25 view, to see what happens in the next few weeks

1 and to revisit this question at a later date.
2 I'm not talking about postponing this forever. I
3 think it's the duty of this commission to
4 exercise the authority given to it by the
5 legislature and to grant the fifth license. I
6 just am uncomfortable at the present time making
7 a choice between these two counties because of
8 the lack of solid operational data.

9 COMMISSIONER SUNDWICK: I certainly can
10 appreciate the Chairman's view. I look at the
11 information that we've gathered I certainly
12 vacillate at the beginning on where the fifth
13 license should be issued. I tend to believe that
14 there's appropriate information based on testi-
15 mony given to us by the applicants as far as the
16 capability to finance specific programs and also
17 the demographics. I think that's part of the
18 biggest problem we face as a commission. If I
19 could paraphrase what I think is being said,
20 there's not enough information to indicate where
21 this boat should be put. There's a lot of
22 concern by this commission that if the boat is
23 put in Crawford County what would that do
24 certainly to Evansville, certainly what it would
25 do to Crawford County if Ceasar's goes on line.

1 So there's a lot of issues in that side of the
2 table. The other side there was an issue of will
3 the Cincinnati area market in fact support three
4 boats. Short of other information, I kind of
5 thought or I felt that the presentation made by
6 Hilton and Boomtown at the last meeting certainly
7 had a lot of information and certainly all your
8 (inaudible) because I certainly wouldn't want any
9 competitive boats near mine if I had a boat, but
10 taking that into consideration, if you look at
11 just the size of the marketing, it's pretty
12 obvious at least to me that no matter what we
13 tamper with or how we call the numbers, there's
14 still 14 million people in a 200-mile radius of
15 Cincinnati. Based on the numbers that we know,
16 it seems to be very appropriate that you could
17 suggest very easily that there's enough revenue
18 that can be generated to support all three
19 locations on the eastern side of the state. Also
20 suggested that may not be necessarily true in the
21 Evansville -- the Louisville market. I think if
22 you postpone this, if we postpone it, I don't
23 think the outcome would be any different. I
24 think that the market in the Cincinnati area will
25 support three boats. I'm skeptical to believe

1 that also the financial package that the other
2 county including the market could support that.
3 I've considered everybody's presentations and try
4 to look at both sides, all the issues, and I
5 think that the demographics just prove out the
6 fact that there is certainly enough revenue to be
7 generated, and we could wait until two months,
8 six months, five months and that won't change. I
9 just don't -- if this Commission feels that's
10 appropriate to wait, I can't -- it would be hard
11 for me to believe that anything will change.
12 I've been proven wrong before, but I would be
13 hard to believe that.

14 COMMISSIONER SWAN: You said do we have
15 enough as to appropriate information. What we do
16 know is how many people live in the area. What
17 we don't know, because they've never done it
18 before, is how much these people are going to
19 gamble. We have in this country on riverboats
20 win averages that will go from fifteen dollars to
21 in the sixties or more. We don't know what
22 Cincinnati will be. They may have a lot of
23 people, but if they're not producing the revenue
24 on those boats, those boats won't last. I think
25 it's more prudent now to wait and see what the

1 market really does. I certainly don't know want
2 to get into a situation where Indiana has a black
3 eye of an oversaturated market and we have three
4 losers, as an example, in one area where two
5 might have made it. That's my concern. As to
6 the comment the effect of Evansville, I believe
7 that effect is already made with the Harrison
8 County award. Yes, Crawford County would have
9 some more impact, but I don't think it's the kind
10 of thing that would destroy the Evansville
11 project. I think the project is going to stand
12 on its own two feet with one boat in Harrison or
13 with a boat in Harrison County, Crawford County.
14 I don't think that's a matter of concern to this
15 commission.

16 COMMISSIONER SUNDWICK: I think
17 everything you said is right and I think it kind
18 of lends to prove the point that in fact we don't
19 know how many people are gambling in Louisville.
20 We still have something about Evansville. If you
21 take the same 200 miles, you can't make a case.
22 At least in my opinion. A third boat in that
23 particular area would survive better than a third
24 boat in the Cincinnati area. So I would say that
25 if somebody is saying to me that in fact we have

1 to wait and see if there's a third boat in
2 Cincinnati because we don't know what will
3 happen, which I believe we do, but if that's the
4 case, I think you have also to make the case that
5 that's the only possible place for a boat because
6 of demographics.

7 COMMISSIONER SWAN: I don't necessarily
8 agree with that.

9 COMMISSIONER SUNDWICK: I understand.
10 I'm just trying to look at the numbers. If the
11 numbers are anywhere near correct, then we have
12 to agree on something. If there's 14 million
13 people in the Cincinnati market and there's not
14 14 million within the Louisville-Evansville
15 market, then I think it's a fate accompli that it
16 can't be there. If we make the first assumption
17 that it has to validate the second. That's the
18 only point.

19 COMMISSIONER SWAN: Based on the
20 demographics, on the numbers that have been
21 presented, I'm sure when people put boats in the
22 river or Kansas City or wherever it was, they
23 didn't put them in the river based on \$15 or \$20
24 win. We could experience that. I am a little
25 more cautious on this thing than I think you

1 might be.

2 COMMISSIONER ROSS: I think the market
3 that we're talking about is really an unknown
4 market. It's not like Chicago, for instance,
5 where there's a lot of people close and who will
6 just take off and go. Two hundred miles is a
7 long ways to drive to gamble and to see which
8 place you're going to go. I haven't looked at
9 the marketing over the entire country and to know
10 like everything else that there's a saturation
11 point in time. The Ohio River may be at that
12 point, particularly the way the transportation is
13 to each site. The way that Rising Sun is fairly
14 close to Lawrenceburg and Switzerland County is
15 on the other side of that with only two or three
16 access roads to get to the place makes it pretty
17 tight area to try and determine what's going to
18 happen. I see no reason to rush into this,
19 although I guess some reason that the companies
20 would like to rush into it because they've got
21 the money, but other than that, they may be
22 well -- it may be good for them to wait rather
23 than each one of those places to cannibalize the
24 other. I would tend to agree with what --

25 COMMISSIONER SUNDWICK: My only comment

1 is if in fact these companies -- either one are
2 prepared to spend the amount of dollars they will
3 have to be somewhat convinced this will happen.
4 Number two is that a license to approve either
5 one of them today that in fact they couldn't be
6 on line within 18 months there's a sufficient
7 time for them to make a business decision to tell
8 us "You can take your license and we don't want
9 to do this." For some reason we believe that
10 granting this license somehow we guarantee their
11 success. Either county. In fact, they could
12 withdraw. What we're going to do is we're going
13 to say postpone to see if you can be successful.
14 They're committed to be successful. So in fact,
15 let them be success -- if they can't, if the
16 dollars don't work out, I'm not -- I'm pretty
17 convinced either one of them would withdraw and
18 give us their license back. There's nothing that
19 says they have to keep this license. They can
20 say "This is not going to work out. We're not
21 getting the numbers that we think." I wouldn't
22 spend 130 million dollars to take out a license.
23 I'd spend 130 million dollars to win. We
24 certainly can do what we want but certainly has
25 got the right to vote for them, but I don't know

1 if that will change in six months or five months
2 or whatever you come up with. I will be in
3 fact -- we postponed either project by six
4 months.

5 CHAIRMAN KLINEMAN: Ann, at any time if
6 you wish that we make your statement part of this
7 record, let me know.

8 COMMISSIONER BOCHNOWSKI: I'm listening
9 to all this and I think that the statement that I
10 sent in earlier this morning still holds true and
11 I think it would be easier, rather than me saying
12 it over the phone, if that was just read into the
13 record, if that would be possible.

14 CHAIRMAN KLINEMAN: Jack will read it
15 into the record then, Ann.

16 MR. THAR: The statement was faxed to the
17 commission office at 8:50 a.m. this morning.
18 Such statement is as follows: Since we last met
19 I have been spending my time reviewing and
20 reflecting upon the hearings and our materials.
21 While all votes are important, this one has
22 particular impact because it is potentially the
23 last gaming license to be granted in the State of
24 Indiana. The cases made by the gaming companies
25 were persuasive and the presentations made by the

1 counties were compelling. While I would like to
2 be the one to bring economic prosperity to every
3 one of our worthy applicant counties, it is my
4 firm belief that it is better to progress
5 cautiously. Far worse than saying no during this
6 go around would be the impact of a failed project
7 on a community. Through her conflicting
8 testimony regarding the market size and scope of
9 each location, but the truth is clear. No one
10 knows what the market is yet. It is my opinion
11 that we should wait and allow the companies have
12 been approved to develop the projects. In this
13 way we will get an accurate picture of the true
14 market, not just computer projections. There are
15 other issues as well including availability of
16 employees, transportation problems, potential
17 partners which have not been investigated and
18 questions about financing. The overriding issue
19 to me, however, is the creation and maintenance
20 of a strong development in Indiana. Clearly
21 there is enough opportunity available to
22 communities surrounding the approved projects.
23 Revenue sharing would provide some relief to cash
24 drab counties. Finally, if the market is as
25 strong as some have said, we will have plenty of

1 candidates for the last license in the future.
2 My vote is to pass on all of the candidates at
3 this time and revisit this last license when all
4 of our current Ohio River licensees have had a
5 chance to get up and running. Thank you.

6 Is that your statement?

7 COMMISSIONER BOCHNOWSKI: That would
8 still hold true. I would still go by that.

9 COMMISSIONER SUNDWICK: Let me comment.
10 I think Ann's comments are appropriate, but a
11 couple things that I would take exception with.
12 No matter what we do it would be very hard for me
13 to believe the Commission would re-open this to
14 all -- there's only two counties that's left that
15 I think voted for the gaming license. They were
16 represented in this room, and I think in
17 deference to these two counties, we have to give
18 them -- if in fact we're going to postpone that.
19 Is not reopening the whole -- they spent a lot of
20 money and time. I believe it's their decision,
21 certainly not one that we ought to say thanks,
22 but no thanks. There's only two counties. I
23 think it wouldn't be in our best interest and
24 probably their best interest to go through this
25 again. I think we lose credibility with the

1 supplier and so --

2 COMMISSIONER VOWELS: That no other
3 counties could vote --

4 COMMISSIONER SUNDWICK: I'm suggesting we
5 ought to postpone it for these people in this
6 room or I don't suggest that we re-open the whole
7 thing up in six months. I don't think -- we've
8 been through this. I don't think that would be
9 fair or appropriate. I think if you want to wait
10 and see if that's your point, I think they ought
11 to withdraw and we should open this back up. If
12 that's what I heard and saying we ought to open
13 it back.

14 MR. THAR: Bob is questioning whether or
15 not you're suggesting that the whole process be
16 re-opened at a later date.

17 COMMISSIONER BOCHNOWSKI: Well, based --
18 I think that might actually end up having to
19 happen if we delay because one of our applicants
20 indicated that they wouldn't be interested in
21 waiting. That might end up being a possibility.
22 I had really projected that far at this point I
23 just want to let our -- the companies that we've
24 already licensed be able to get up and running
25 and then I want to see what the market will bear.

1 CHAIRMAN KLINEMAN: I don't think there
2 are any other counties.

3 COMMISSIONER BOCHNOWSKI: We can work out
4 the details later.

5 CHAIRMAN KLINEMAN: I don't think there
6 are any other counties.

7 COMMISSIONER BOCHNOWSKI: That would be
8 another decision we'd have to make.

9 CHAIRMAN KLINEMAN: There are no other
10 counties voting this November.

11 MR. THAR: There are none.

12 CHAIRMAN KLINEMAN: If we postponed it
13 until January, we'd still be dealing with
14 Crawford and Switzerland Counties and, as far as
15 I would be concerned, to the extent that the
16 applicants will stay viable as applicants, I
17 would not open it up to any additional
18 applicants. I would go with Crawford and
19 Switzerland and with the applicants who are filed
20 in each of those counties and I would suggest a
21 postponement until our January meeting, at which
22 time we will consider what has happened. The
23 Rising Sun boat will open approximately September
24 16th and, as you know, the Lawrenceburg boat
25 hopes to open sometime the latter part of this

1 year, and from all indications, the Corps of
2 Engineer permits will be available on that time
3 and we have now, pursuant to Commissioner Swan's
4 request, a penalty if they don't get up and
5 running, so I can see them also up and running,
6 and we'd have at least an indication by January
7 where we are. That would be my suggestion.

8 COMMISSIONER VOWELS: If we do, do we
9 have any ground rules in reference to the
10 applicants? What I would see happening is
11 possibly in January --

12 COMMISSIONER BOCHNOWSKI: Excuse me. My
13 sone is out of surgery right now so I'm going to
14 have to get off.

15 CHAIRMAN KLINEMAN: We thank you, Ann,
16 and we wish him the best.

17 COMMISSIONER BOCHNOWSKI: Thank you very
18 much. I don't know how you want to take my vote
19 or if it would count at this point.

20 MR. THAR: We have to have a resolution
21 for her to vote.

22 COMMISSIONER ROSS: Her statement speaks
23 for itself.

24 MR. THAR: But I don't know if we can
25 count that as a vote.

1 COMMISSIONER VOWELS: I have a question
2 and I'll waive my question if you want to
3 proceed.

4 MR. THAR: Can you stay on 30 more
5 seconds?

6 COMMISSIONER BOCHNOWSKI: Yes.

7 CHAIRMAN KLINEMAN: Is there a motion to
8 do something?

9 COMMISSIONER VOWELS: I would move that
10 we stay proceedings until a date in January and
11 vote again at that time. However procedurally
12 that would happen. If we would have to receive
13 any additional information my basic motion would
14 be to defer this matter until the January
15 meeting.

16 MR. THAR: The motion is to defer this
17 issue until the January meeting.

18 COMMISSIONER BOCHNOWSKI: I would vote
19 yes on that.

20 COMMISSIONER SUNDWICK: If you're going
21 to postpone this, we're talking about making it
22 the same two counties until January with the idea
23 of relooking at this to see what kind of
24 statistics and numbers. I want to make sure
25 we're all talking about the same thing.

1 MR. THAR: There's only two counties that
2 can be in the fray as of January, and these two
3 are the only applicants, unless one chooses to
4 withdraw, but there is no notion at this time to
5 re-open. Just these two counties, these two
6 applicants. Perry County is eligible but it has
7 no applicant. There are no deadlines set to
8 allow applicants to come in.

9 CHAIRMAN KLINEMAN: So we're really
10 talking about these applicants, these counites
11 postpone until the January meeting; is that
12 correct?

13 COMMISSIONER VOWELS: That's correct.

14 CHAIRMAN KLINEMAN: Is there a second to
15 that motion?

16 COMMISSIONER ROSS: Second.

17 CHAIRMAN KLINEMAN: It's been moved and
18 seconded by Dr. Ross.

19 COMMISSIONER BOCHNOWSKI: I'm still here.
20 I can vote with you.

21 CHAIRMAN KLINEMAN: All those in favor
22 of the resolution say aye, raise their right
23 hand.

24 COMMISSIONER BOCHNOWSKI: Aye.

25 CHAIRMAN KLINEMAN: With your vote that

1 is four -- five. You're voting in favor of the
2 motion?

3 COMMISSIONER MILCAREK: I'm voting in
4 favor of the motion. However, we didn't have a
5 discussion and I question whether January would
6 be long enough.

7 COMMISSIONER BOCHNOWSKI: I have the same
8 question, to be honest, but I'll go with the
9 majority on this.

10 COMMISSIONER MILCAREK: They're not
11 coming on line in Lawrenceburg until December 1st
12 or after. What difference is it going to make.

13 CHAIRMAN KLINEMAN: We will know more.
14 Then if for some reason we decide we need more
15 time, we can always take more time. There's
16 nothing in this resolution that says that we
17 won't take more time. On the other hand, I would
18 like to see us move forward expeditiously. If we
19 have the information in January, I think we might
20 be in a position to make that decision. So
21 there's five --

22 COMMISSIONER SUNDWICK: I was going to
23 say this could go on forever. If I was any boat
24 owner it would be never be a good enough time.
25 We have to set a deadline sometime for these

1 people. They can't stand around forever.

2 CHAIRMAN KLINEMAN: Right now until the
3 January meeting. Then if we have additional
4 facts, we'll share them. Contrary to the motion,
5 Mr. Sundwick.

6 COMMISSIONER SUNDWICK: Yes.

7 CHAIRMAN KLINEMAN: The motion has been
8 adopted by a vote of five to one. Ann, you're
9 excused.

10 COMMISSIONER BOCHNOWSKI: Thank you very
11 much and I will see you next Monday.

12 CHAIRMAN KLINEMAN: I guess is there
13 anything else any of the commissioners wish to
14 state for the record? Hearing none, is there a
15 motion to adjourn? Anything further, Mr. Thar?
16 This meeting is adjourned. Thank you.

17

18 (Whereupon, the meeting was adjourned.)

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1 STATE OF INDIANA)
)
2 COUNTY OF MARION) SS:
)

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4
5 I, Deanne S. Hutson, Stenographic
6 Reporter within and for the County of Marion,
7 State of Indiana, do hereby certify that on the
8 6th day of September, 1996, I reported the foregoing
9 proceedings; and that the transcript is a full,
10 true and correct transcript made from my stenographic
11 notes.

12
13
14 Deanne S. Hutson
15 Deanne S. Hutson,
16 Residing in Marion County, Indiana

17
18 My Commission Expires:
19 November 6, 1998
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