

STATE OF NEW JERSEY
CASINO CONTROL COMMISSION
ORDER NO. 21-10-13-5(a)

IN THE MATTER OF THE REQUEST OF :
A CASINO KEY EMPLOYEE LICENSEE : **ORDER**
TO BE PLACED ON THE CASINO KEY :
EMPLOYEE APPROVED INACTIVE LIST :

This matter having been submitted to the New Jersey Casino Control Commission (Commission) by Shawn T. Cassatt, a licensed casino key employee, pursuant to *N.J.S.A. 5:12-89*, for consideration and approval to be placed on an inactive list in accordance with the provisions of *N.J.A.C. 19:41A-6.1(e)1* in lieu of complying with the resubmission process set forth in *N.J.S.A. 5:12-94h*; and the Commission having considered this request at its public meeting of **October 13, 2021**;

IT IS on this **13th** day of **October 2021**, **ORDERED** that Shawn T. Cassatt, a casino key employee licensee, #009705-11, be placed on the Casino Key Employee Approved Inactive List for a period not to exceed five (5) years; and

IT IS FURTHER ORDERED that a copy of this Order be served upon all interested persons.

NEW JERSEY CASINO CONTROL COMMISSION


JAMES T. PLOUSIS, CHAIRMAN

STATE OF NEW JERSEY
CASINO CONTROL COMMISSION
ORDER NO. 21-10-13-5(b)

IN THE MATTER OF THE REQUEST OF :
A CASINO KEY EMPLOYEE LICENSEE : **ORDER**
TO BE PLACED ON THE CASINO KEY :
EMPLOYEE APPROVED INACTIVE LIST :

This matter having been submitted to the New Jersey Casino Control Commission (Commission) by Michael J. Harty, a licensed casino key employee, pursuant to *N.J.S.A. 5:12-89*, for consideration and approval to be placed on an inactive list in accordance with the provisions of *N.J.A.C. 19:41A-6.1(e)1* in lieu of complying with the resubmission process set forth in *N.J.S.A. 5:12-94h*; and the Commission having considered this request at its public meeting of **October 13, 2021**;

IT IS on this **13th** day of **October 2021**, **ORDERED** that Michael J. Harty, a casino key employee licensee, #009180-11, be placed on the Casino Key Employee Approved Inactive List for a period not to exceed five (5) years; and

IT IS FURTHER ORDERED that a copy of this Order be served upon all interested persons.

NEW JERSEY CASINO CONTROL COMMISSION



JAMES T. PLOUSIS, CHAIRMAN

STATE OF NEW JERSEY
CASINO CONTROL COMMISSION
ORDER NO. 21-10-13-5(c)

IN THE MATTER OF THE REQUEST OF :
A CASINO KEY EMPLOYEE LICENSEE : **ORDER**
TO BE PLACED ON THE CASINO KEY :
EMPLOYEE APPROVED INACTIVE LIST :

This matter having been submitted to the New Jersey Casino Control Commission (Commission) by James M. Rottler, a licensed casino key employee, pursuant to *N.J.S.A. 5:12-89*, for consideration and approval to be placed on an inactive list in accordance with the provisions of *N.J.A.C. 19:41A-6.1(e)1* in lieu of complying with the resubmission process set forth in *N.J.S.A. 5:12-94h*; and the Commission having considered this request at its public meeting of **October 13, 2021**;

IT IS on this **13th** day of **October 2021**, **ORDERED** that James M. Rottler, a casino key employee licensee, #008946-11, be placed on the Casino Key Employee Approved Inactive List for a period not to exceed five (5) years; and

IT IS FURTHER ORDERED that a copy of this Order be served upon all interested persons.

NEW JERSEY CASINO CONTROL COMMISSION



JAMES T. PLOUSIS, CHAIRMAN

STATE OF NEW JERSEY
CASINO CONTROL COMMISSION
ORDER NO. 21-10-13-5(d)

IN THE MATTER OF THE REQUEST OF :
A CASINO KEY EMPLOYEE LICENSEE : **ORDER**
TO BE PLACED ON THE CASINO KEY :
EMPLOYEE APPROVED INACTIVE LIST :

This matter having been submitted to the New Jersey Casino Control Commission (Commission) by Janis M. Sullivan, a licensed casino key employee, pursuant to *N.J.S.A. 5:12-89*, for consideration and approval to be placed on an inactive list in accordance with the provisions of *N.J.A.C. 19:41A-6.1(e)1* in lieu of complying with the resubmission process set forth in *N.J.S.A. 5:12-94h*; and the Commission having considered this request at its public meeting of **October 13, 2021**;

IT IS on this **13th** day of **October 2021**, **ORDERED** that Janis M. Sullivan, a casino key employee licensee, #007392-11, be placed on the Casino Key Employee Approved Inactive List for a period not to exceed five (5) years; and

IT IS FURTHER ORDERED that a copy of this Order be served upon all interested persons.

NEW JERSEY CASINO CONTROL COMMISSION



JAMES T. PLOUSIS, CHAIRMAN

STATE OF NEW JERSEY
CASINO CONTROL COMMISSION
ORDER NO. 21-10-13-6(a)

IN THE MATTER OF THE LAPSING OF :
A CASINO KEY EMPLOYEE LICENSE :
FOR FAILURE TO COMPLY WITH THE : **ORDER**
RESUBMISSION PROCESS OR TO :
REQUEST TO BE PLACED ON THE :
APPROVED INACTIVE LIST :

This matter having been undertaken by the New Jersey Casino Control Commission (Commission) for the lapsing of the casino key employee license of Jean D. Alexander for failure to comply with the resubmission process set forth in *N.J.S.A. 5:12-94h*, failure to request inactive status as set forth in *N.J.A.C. 19:41A-6.1(e)*, and in accordance with *N.J.A.C. 19:41A-6.1(f)*; and the Commission having considered this matter at its public meeting of **October 13, 2021**;

IT IS on this **13th** day of **October 2021**, **ORDERED** that Jean D. Alexander's casino key employee license, #008926-11, is hereby **LAPSED**; and

IT IS FURTHER ORDERED that a copy of this Order be served upon all interested persons.

NEW JERSEY CASINO CONTROL COMMISSION



JAMES T. PLOUSIS, CHAIRMAN

STATE OF NEW JERSEY
CASINO CONTROL COMMISSION
ORDER NO. 21-10-13-6(b)

IN THE MATTER OF THE LAPSING OF :
A CASINO KEY EMPLOYEE LICENSE :
FOR FAILURE TO COMPLY WITH THE : **ORDER**
RESUBMISSION PROCESS OR TO :
REQUEST TO BE PLACED ON THE :
APPROVED INACTIVE LIST :

This matter having been undertaken by the New Jersey Casino Control Commission (Commission) for the lapsing of the casino key employee license of Cezar Rodriguez for failure to comply with the resubmission process set forth in *N.J.S.A. 5:12-94h*, failure to request inactive status as set forth in *N.J.A.C. 19:41A-6.1(e)*, and in accordance with *N.J.A.C. 19:41A-6.1(f)*; and the Commission having considered this matter at its public meeting of **October 13, 2021**;

IT IS on this **13th** day of **October 2021**, **ORDERED** that Cezar Rodriguez's casino key employee license, #008162-11, is hereby **LAPSED**; and

IT IS FURTHER ORDERED that a copy of this Order be served upon all interested persons.

NEW JERSEY CASINO CONTROL COMMISSION



JAMES T. PLOUSIS, CHAIRMAN

STATE OF NEW JERSEY
CASINO CONTROL COMMISSION
ORDER NO. 21-10-13-6(c)

IN THE MATTER OF THE LAPSING OF :
A CASINO KEY EMPLOYEE LICENSE :
FOR FAILURE TO COMPLY WITH THE : **ORDER**
RESUBMISSION PROCESS OR TO :
REQUEST TO BE PLACED ON THE :
APPROVED INACTIVE LIST :

This matter having been undertaken by the New Jersey Casino Control Commission (Commission) for the lapsing of the casino key employee license of Jose J. Sanchez for failure to comply with the resubmission process set forth in *N.J.S.A. 5:12-94h*, failure to request inactive status as set forth in *N.J.A.C. 19:41A-6.1(e)*, and in accordance with *N.J.A.C. 19:41A-6.1(f)*; and the Commission having considered this matter at its public meeting of **October 13, 2021**;

IT IS on this **13th** day of **October 2021**, **ORDERED** that Jose J. Sanchez's casino key employee license, #009696-11, is hereby **LAPSED**; and

IT IS FURTHER ORDERED that a copy of this Order be served upon all interested persons.

NEW JERSEY CASINO CONTROL COMMISSION



JAMES T. PLOUSIS, CHAIRMAN

STATE OF NEW JERSEY
CASINO CONTROL COMMISSION
DOCKET NO. 21-0010-CK
CREDENTIAL NO. 10402-11
ORDER NO. 21-10-13-07 (TMP/TMP)

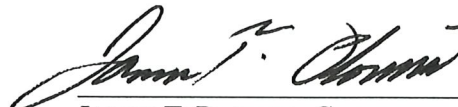
I/M/O THE INITIAL APPLICATION OF :
MICHAEL EDWARDS, JR. :
FOR A CASINO KEY EMPLOYEE LICENSE :

ORDER

The Division of Gaming Enforcement (“**Division**”), having initially objected to the initial application of Michael Edwards, Jr. (“**Applicant**”) for casino key employee license #10402-11; and the Division having issued a supplemental letter-report withdrawing its objection; and the New Jersey Casino Control Commission (“**Commission**”) being unaware of Applicant having been involved in any other matters inconsistent with licensure; and the Commission having considered this matter in its entirety at its public meeting on October 13, 2021;

IT IS on this **13th** day of **October 2021**, **ORDERED** that the initial application for casino key employee license #10402-11 is **GRANTED** based on the credible evidence submitted demonstrating Applicant’s qualifications for licensure as required by N.J.S.A. 5:12-89(b)(1) and -89(b)(2) of the Casino Control Act.

NEW JERSEY CASINO CONTROL COMMISSION



JAMES T. PLOUSIS, CHAIRMAN

STATE OF NEW JERSEY
CASINO CONTROL COMMISSION
DOCKET No. 21-0007-CK
CREDENTIAL No. 10380-11
ORDER No. 21-10-13-08 (TMP)

I/M/O THE INITIAL APPLICATION OF :
DANIELLE L. COLEMAN :
FOR A CASINO KEY EMPLOYEE LICENSE :

ORDER

The Division of Gaming Enforcement (“**Division**”), having initially objected to the initial application of Danielle L. Coleman (“**Applicant**”) for casino key employee license #10380-11; and the Division and Applicant having entered into a Stipulation of Settlement (“**Stipulation**”) which was submitted to the New Jersey Casino Control Commission (“**Commission**”); and the Commission being unaware of Applicant having been involved in any other matters inconsistent with licensure; and the Commission having considered this matter in its entirety at its public meeting on October 13, 2021;

IT IS on this **13th** day of **October 2021**, **ORDERED** that the Stipulation, which is incorporated herein by reference, is **APPROVED** and the initial application for casino key employee license #10380-11 is **GRANTED**; and

IT IS FURTHER ORDERED that Applicant has established her qualifications for licensure as a casino key employee as required by N.J.S.A. 5:12-89(b)(1) and -89(b)(2) of the Casino Control Act (“**Act**”) based on the credible evidence submitted including Applicant’s voluntary agreement to provide reports, every three (3) months to the Division with the status of her 2018 amended tax return with the Internal Revenue Service (“**IRS**”) and the New Jersey Division of Taxation (“**NJ Tax**”), beginning

January 15, 2022, and provide proof to the Division on a quarterly basis thereafter that she is compliant with both any resulting IRS and/or NJ Tax payment plans; and

IT IS FURTHER ORDERED that the granting of Applicant's initial casino key employee license application is specifically conditioned on Applicant providing status updates to the Division regarding her amended income tax returns with the IRS and NJ Tax for 2018, every three (3) months beginning January 15, 2022, and is further conditioned on her demonstrating her compliance with any resulting IRS and/or NJ Tax payment plans, by sending appropriate documentation to:

Division of Gaming Enforcement
ATTN: Melanie Malewicz, DGE
1300 Atlantic Avenue
Atlantic City, NJ 08401
Email: melanie.malewicz@njdge.org.

Applicant shall provide such quarterly reports to the Division until her 2018 IRS and NJ Tax returns are filed and any resulting tax liabilities are paid in full or otherwise satisfied. Failure of Applicant to abide by any of the conditions set forth herein shall constitute grounds to re-open this matter.

NEW JERSEY CASINO CONTROL COMMISSION



JAMES T. PLOUSIS, CHAIRMAN

New Jersey Casino Control Commission

Resolution



No.

21-10-13-09

RESOLUTION OF THE NEW JERSEY CASINO CONTROL COMMISSION
CONCERNING THE PLENARY QUALIFICATION AND
INITIAL APPLICATION FOR A CASINO KEY EMPLOYEE LICENSE OF
ZARUHI "ZARA" ALAYAN TO SERVE AS
VICE PRESIDENT OF FINANCE FOR
TROPICANA ATLANTIC CITY CORP.

WHEREAS, pursuant to N.J.S.A. 5:12-85.1 and/or N.J.A.C. 13:69C-2.6 and/or N.J.A.C. 13:69C-2.7, certain officers, directors, security holders, principal employees and other persons with the ability to control a casino licensee or a holding company thereof must be individually qualified for approval under the standards governing casino key employees (N.J.S.A. 5:12-89); and

WHEREAS, Zaruhi "Zara" Alayan serves as Vice President of Finance for Tropicana Atlantic City Corp. d/b/a Tropicana Casino and Resort ("Trop AC") and is therefore required to be qualified; and

WHEREAS, on March 10, 2021, the New Jersey Casino Control Commission ("Commission"), with the recommendation of the Division of Gaming Enforcement ("Division"), granted Zaruhi "Zara" Alayan temporary casino key employee license #10417-11 pursuant to N.J.S.A. 5:12-89(e); and

WHEREAS, on March 10, 2021, the Commission, along with the recommendation of the Division, found Ms. Alayan temporarily qualified to serve as Vice President of Finance for Trop AC pursuant to N.J.A.C. 13:69C-2.6



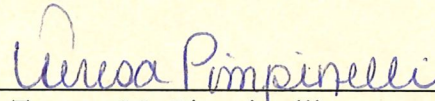
(Resolution No. 21-03-10-08); and

WHEREAS, the Division filed a letter report dated September 13, 2021, recommending that the Commission find Ms. Alayan plenary qualified and grant her pending initial application for casino key employee license #10417-11; and

WHEREAS, the Commission considered the entire matter at its public meeting on October 13, 2021;

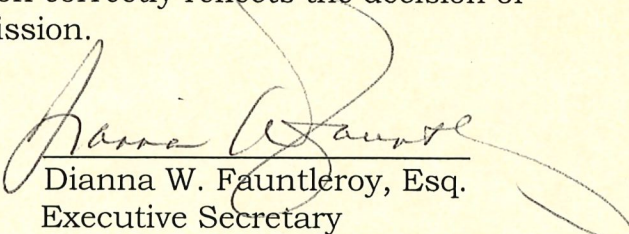
NOW, THEREFORE, BE IT RESOLVED by the Commission that Zaruhi “Zara” Alayan is hereby found plenary qualified to serve as Vice President of finance for Trop AC, and her initial casino key employee license #10417-11 is hereby granted, in accordance with and subject to the conditions contained in N.J.S.A. 5:12-85.1, -89a and -b and N.J.A.C. 13:69C-2.6.

Submitted by:


Teresa M. Pimpinelli
Senior Counsel

CERTIFICATION

I HEREBY CERTIFY that this Resolution correctly reflects the decision of the New Jersey Casino Control Commission.


Dianna W. Fauntleroy, Esq.
Executive Secretary



New Jersey Casino Control Commission

Resolution

No. 21-10-13-10

RESOLUTION OF THE NEW JERSEY CASINO CONTROL COMMISSION CONCERNING THE INITIAL CASINO KEY EMPLOYEE LICENSURE AND PLENARY QUALIFICATION OF ANTHONY CARATOZZOLO TO SERVE AS VICE PRESIDENT OF HOSPITALITY FOR MARINA DISTRICT DEVELOPMENT COMPANY, LLC

WHEREAS, on February 19, 2021, the New Jersey Casino Control Commission (“Commission”) granted temporary qualification to Anthony Caratozzolo to assume the duties and exercise the powers of Vice President of Hospitality for casino licensee, Marina District Development Company, LLC, (“MDDC”), d/b/a Borgata Hotel Casino & Spa for a nine-month period in accordance with the conditions contained in *N.J.S.A. 5:12-85.1* and *N.J.A.C. 13:69C-2.6* and issued a temporary casino key employee license to Mr. Caratozzolo pursuant to *N.J.S.A. 5:12-89e* and *N.J.A.C. 19:41A-5.3* (Commission Resolution No. 21-02-19-01); and

WHEREAS, the Division of Gaming Enforcement (“Division”) filed a letter report dated September 13, 2021 recommending that the Commission issue an initial casino key employee license to Anthony Caratozzolo and find him plenary qualified to perform the duties and exercise the powers of Vice President of Hospitality for MDDC; and

WHEREAS, the Commission considered the entire record of the proceedings at its public meeting of October 13, 2021.

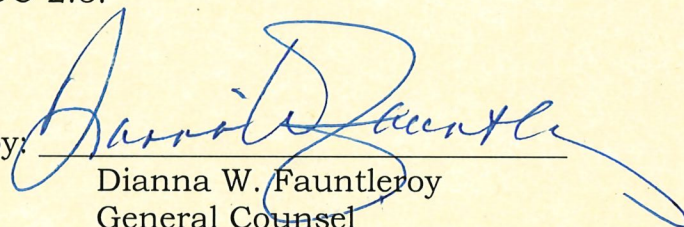


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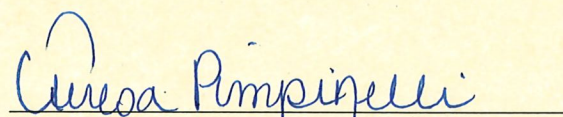
NOW, THEREFORE, BE IT RESOLVED by the Commission that Anthony Caratozzolo be issued an initial casino key employee license (#10414-11) pursuant to *N.J.S.A. 5:12-89b*, and that Anthony Caratozzolo is hereby plenary qualified to serve as Vice President of Hospitality for MDDC in accordance with *N.J.S.A. 5:12-85.1, -89b* and *N.J.A.C. 13:69C-2.6*.

Submitted by:


Dianna W. Fauntleroy
General Counsel

CERTIFICATION

I HEREBY CERTIFY that this Resolution correctly reflects the decision of the New Jersey Casino Control Commission.


Teresa Pimpinelli, Senior Counsel
for the Executive Secretary

Meeting of October 13, 2021
Vote taken on pages 26-27



New Jersey Casino Control Commission

Resolution

No. 21-10-13-11

RESOLUTION OF THE NEW JERSEY CASINO CONTROL COMMISSION CONCERNING THE PETITION OF OCR INVESTMENT, LLC FOR INTERIM CASINO AUTHORIZATION PURSUANT TO *N.J.S.A. 5:12-95.12 ET SEQ.* (PRN 1762101)

WHEREAS, OCR Investment, LLC (“OCR Investment”) filed a petition (PRN 1762101) dated June 25, 2021, seeking, among other things, a ruling from the New Jersey Casino Control Commission (“Commission”) granting OCR Investment interim casino authorization (“ICA”) pursuant to *N.J.S.A. 5:12-95.12 et seq.*, and ultimately plenary qualification in connection with a Framework and Investment Agreement (“Investment Agreement”) dated March 24, 2021 through which OCR Investment will obtain a significant indirect interest in, and become a holding company of, casino licensee AC Ocean Walk LLC (“AC Ocean”), d/b/a Ocean Casino Resort (“Ocean Casino”), and related rulings; and

WHEREAS, the Director of the Division of Gaming Enforcement (“Division”) by Order 2222 dated September 9, 2021 (Exhibit D-1, in evidence at Exhibit C) determined the following: (1) that the following entities are holding companies of casino licensee AC Ocean and are required to qualify in connection with the ICA application of OCR Investment pursuant to *N.J.S.A. 5:12-85.1b(5)*: (a) OCR Investment; (b) OCR Special Trust; (c) Christopher P. Ilitch; (d) Pioneer Fiduciary Company, LLC (“PFC”); and (e) Pioneer Purpose Trust; (2) that the



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following entities remain designated as holding companies of casino licensee AC Ocean: (a) Luxor Capital Group, LP ("Luxor"); (b) New TEN RE, LLC ("New TEN RE"); (b) Ocean Casino Resort Holdings, LLC ("OCRH"); (c) AC Beachfront LLC ("AC Beachfront") and (d) ACOWMGR, LLC ("ACOWMGR"); (3) that the following affiliates of Luxor remain designated as entity qualifiers of AC Ocean pursuant to *N.J.S.A. 5:12-85.1*: (a) Luxor Capital Partners Offshore, Ltd; (b) Luxor Capital Partners Offshore Master Fund, LP; (c) Ocean 1, Inc.; (d) Ocean 1, LLC; (e) Luxor Waterfront, LP; (f) Ocean 2, Inc.; (g) Ocean 2, LLC; (h) Luxor Capital Partners, LP; (i) Thebes Partners, LP; (j) Thebes B Onshore, LLC; and (k) Luxor Venture Partners, LP; and (4) that the following entities remain designated as financial sources of AC Ocean: (a) Luxor Wavefront, LP; (b) Luxor Capital Partners, LP; (c) Luxor Venture Partners, LP; (d) Ocean 1, LLC; (e) Ocean 2, Inc.; and (f) Thebes B Onshore, LLC; and

WHEREAS, the Director of the Division by Order 2222 dated September 9, 2021 (Exhibit D-1, in evidence, at Exhibit C) designated the following individuals as natural person qualifiers of OCR Investment and are required to qualify in connection with the ICA application of OCR Investment: (1) Bruce Dall as President, OCR Investment; (2) Clay Geitmann as Director and President, PFC; (3) Christopher Ilitch as Successor Manager, Pioneer Voting Committee, LLC and Pioneer Protector, LLC, et al; (4) Marian Ilitch as Grantor and Business



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Manager, OCR Special Trust; as Grantor, Pioneer Purpose Trust; as Manager, Pioneer Voting Committee, LLC and as Manager, Pioneer Protector, LLC; (5) William Murtha as ICA Trustee; (6) John Policicchio as Vice President, Treasurer, and Secretary, OCR Investment and (7) Joel Revill as Director, PFC; and

WHEREAS, on June 21, 2018 the Commission granted plenary casino licensure to AC Ocean, subject to various license conditions; qualified AC Beachfront, ACOWMGR and TEN RE as holding companies of AC Ocean and qualified Luxor as a financial source of AC Ocean pursuant to *N.J.S.A. 5:12-1 et seq.* of the Casino Control Act (the "Act") (Commission Resolution No. 18-06-21-00); and

WHEREAS, on June 6, 2018, the Commission approved an Amended and Restated Operating Lease between ACOWRE and AC Ocean and determined that ACOWRE shall be required to obtain a casino service industry enterprise ("csie") license (Commission Resolution No. 18-06-06-14); and

WHEREAS, on May 6, 2020, in connection with the plenary qualification of Luxor as a holding company of AC Ocean, the Commission qualified and/or continued the qualification of the following entities in accordance with *N.J.S.A. 5:12-85.1c*: Luxor, TEN RE, AC Beachfront, and ACOWMGR, as holding companies of AC Ocean; Luxor Capital Partners Offshore, Ltd, Luxor Capital Partners Offshore Master Fund, LP, Ocean 1, Inc., Ocean 1, LLC, Luxor



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Wavefront, LP, Ocean 2, Inc, Luxor Capital Partners, LP, Thebes Partners, LP, Thebes B Onshore, LLC and Luxor Venture Partners, LP as entity qualifiers of AC Ocean; and Luxor Wavefront, LP, Luxor Capital Partners, LP, Luxor Venture Partners, LP, Ocean 1, LLC, Ocean 2, Inc., and Thebes B Onshore, LLC as financial sources of AC Ocean (Commission Resolution No. 20-05-06-13); and

WHEREAS, on December 9, 2020, the Commission found Ocean 2, LLC qualified as an entity qualifier of AC Ocean in connection with Ocean 2, Inc.'s contribution of its interest in TEN RE to Ocean 2, LLC (Commission Resolution No. 20-12-09-10); and

WHEREAS, on September 15, 2021 in connection with a restructuring of the ownership interests in AC Ocean to facilitate the Investment Agreement, the Commission qualified OCRH and New TEN RE as new holding companies of AC Ocean (Commission Resolution No. 21-09-15-16); and

WHEREAS, on September 21, 2021 the Commission approved a Management Agreement pursuant to *N.J.S.A. 5:12-82c* of the Act between OCRM, LLC ("OCRM") and AC Ocean (Commission Resolution No. 21-09-21-01); and

WHEREAS, on September 21, 2021 in connection with the approval of the Management Agreement, the Commission, in accordance with *N.J.S.A. 5:12-*



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82c(7), determined that OCRM shall be required to obtain a csie license (Commission Resolution NO. 21-09-21-02); and

WHEREAS, OCR Investment intends to maintain AC Ocean's Equal Employment and Business Opportunity Plan (EEBOP) which was approved by Division Director Order PRN 1501801 dated June 6, 2018 for compliance with *N.J.S.A.* 5:12-134 and *N.J.A.C.* 13:69K-1.1 et. seq., (D-1, in evidence, at Exhibit D), subject to the modifications subsequently approved by the Division and subject to the pending review and approval by the Division of a Plan Prohibiting Harassment and Discrimination ("PPHD") in accordance with *N.J.A.C.* 13:69K-5.4; and

WHEREAS, OCR Investment intends to maintain AC Beachfront and AC Ocean's Audit Committee Charter and Independent Audit Committee which was approved by Division Director Order PRN 1501802 dated June 6, 2018 for compliance with *N.J.A.C.* 13:69C-1.11(c)4; *N.J.A.C.* 13:69D-1.11(c)2ii and *N.J.A.C.* 13:69D-1.11(c)3, (D-1, in evidence, at Exhibit E), subject to the modifications subsequently approved by the Division on April 28, 2021; and

WHEREAS, OCR Investment intends to maintain AC Beachfront and AC Ocean's Compliance Plan which was approved by Division Director Order 1501803 dated June 6, 2018 for compliance with *N.J.A.C.* 13:69C-8.8, (D-1, in



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evidence, at Exhibit F), subject to the modifications subsequently approved by the Division; and

WHEREAS, the Division filed a Report dated September 22, 2021 (D-1 in evidence) on the ICA petition interposing no objection to the granting of ICA to OCR Investment subject to the imposition of certain specified conditions; and

WHEREAS, the Division filed a Supplemental Letter Report dated October 13, 2021 (D-2, in evidence); and

WHEREAS, the Division submitted a letter dated October 11, 2021 (D-3, in evidence) addressing the rescission of a modification of conditions in Casino Control Commission Resolution No. 20-05-06-13); and

WHEREAS, the Commission considered the entire record in this matter, together with the presentations of counsel and testimony of witnesses, at its public meeting of October 13 -14, 2021.

NOW, THEREFORE, BE IT RESOLVED, by the Commission, based on the entire record of these proceedings and strictly to the extent set forth in the findings and rulings, and subject to the conditions contained herein, that OCR Investment has established by clear and convincing evidence that issuance of ICA to it will best serve the interest of the public as expressed by *N.J.S.A. 5:12-1b* and as required by *N.J.S.A. 5:12-95.13a(4)*.



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FINDINGS AND RULINGS

Based upon consideration of the entire record of these proceedings, and subject to the conditions herein, the Commission issues the following rulings and makes the following findings:

1. The entities required to qualify for purposes of the ICA application in the capacity set forth herein above, are as follows: OCR Investment, OCR Special Trust, Christopher P. Ilitch, PFC and Pioneer Purpose Trust.
2. Each of the entities listed in Finding No. 1 has provided all information required, including the filing where necessary of a business entity disclosure ("BED") form, for purposes of OCR Investment completing its application for ICA.
3. Each of the other entities designated by the Division Director, as specified herein, as holding companies, entity qualifiers or financial sources of AC Ocean has been previously found qualified by the Commission and remain qualified pursuant to the applicable provisions of the Act.
4. The individuals required to file for qualification in connection with OCR Investment's ICA application are as follows: Bruce Dall, President, OCR Investment; Clay Geitmann, Director and President, PFC; Christopher Ilitch, Successor Manager, Pioneer Voting Committee, LLC and Pioneer Protector, LLC; Marian Ilitch, Grantor and Business Manager, OCR Special Trust, Grantor, Pioneer Purpose Trust, Manager, Pioneer Voting Committee, LLC, and Manager,



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Pioneer Protector, LLC; John Policicchio, Vice President, Treasurer, and Secretary, OCR Investment; Joel Revill, Director, PFC, and William C. Murtha, Esq., ICA Trustee.

5. Each of the individuals listed in Finding No. 4 above has provided all information required, including the filing where necessary of a Personal History Disclosure (PHD) form, for purposes of OCR Investment completing its ICA application.

6. William C. Murtha, Esq.'s resubmitted casino key employee license (#9265-11) was issued by the Commission at its July 11, 2017 public meeting and remains valid through June 31, 2022. Having met the standards for casino key employee licensure, Mr. Murtha is qualified to serve as OCR Investment ICA Trustee.

7. The ICA Trust Agreement (Exhibit A-1, in evidence) is APPROVED pursuant to *N.J.S.A. 5:12-95.14a(4)*.

8. The ownership organizational structure by which OCR Investment will become a holding company of AC Ocean and by which AC Ocean will remain the holder of a valid casino license is APPROVED pursuant to *N.J.S.A. 5:12-82c(3)* and - 95.13a(1).

9. Subject to the conditions herein set forth, the Petitioner's application for ICA is complete; provided, however, that nothing herein shall preclude the Director



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of the Division from designating other entities or individuals as qualifiers for purposes of the plenary qualification of Petitioner based on the further investigation by the Division or otherwise.

10. The Division is prepared to proceed in this matter without availing itself of the 90 days afforded it under *N.J.S.A. 5:12-95.12a*, and the Petitioner will only proceed to complete its acquisition after it has received the requisite approvals from the Commission.

11. On the present state of the record, the prospect of OCR Investment becoming a holding company of a casino licensee will not result in undue economic concentration within the intent of *N.J.S.A. 5:12-82e* and the regulations promulgated thereunder.

12. OCR Investment, with the exception of PFC, has complied with the applicable requirements of *N.J.S.A. 5:12-82d(7)-(10)* and -105 for purposes of its ICA application.

13. In light of Commission previous approvals and findings, as well as Commission findings and rulings set forth herein, all other statements of compliance required by *N.J.S.A. 5:12-95.13a(1)* should issue.

14. For purposes of *N.J.S.A. 5:12-95.13a(2)*, Ocean Casino continues to be a casino hotel facility that is an approved hotel in accordance with the requirements of *N.J.S.A. 5:12-83*.



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15. OCR Investment's adoption of AC Ocean's EEBOP is APPROVED, and to the extent necessary, OCR Investment thereby satisfies the requirements of *N.J.S.A.* 5:12-134.

16. OCR Investment's adoption of AC Ocean's Independent Audit Committee comprised of Frederick DeVesa, Stephen Morro and Cory Morowitz, and its Audit Committee Charter is APPROVED as consistent with the requirements of *N.J.A.C.* 13:69D-1.11(c)3-(c)4.

17. OCR Investment's adoption of AC Ocean's Compliance Committee comprised of Frederick DeVesa, Eric Matejevich and Stephen Morro, and its Compliance Committee Plan is APPROVED as consistent with the requirements of *N.J.A.C.* 13:69C-8.8.

18. In accordance with *N.J.S.A.* 5:12-95.15, throughout the duration of its ICA, OCR Investment will be subject to all procedures provided in the Act and the Commission and Division regulations that are necessary for a determination of its qualification and suitability.

CONDITIONS

1. AC Ocean shall provide the Division, and copy the Commission Chairman, with the actual sources and uses of cash related to the Ilitch investment no later than fifteen (15) days after each of the Phase 1 and, if applicable, Phase 2 Investment closings.



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2. AC Ocean shall provide the Division, and copy the Commission Chairman, with an updated capitalization schedule detailing the ownership interests of each equity holder no later than thirty (30) days after Phase 2.
3. Within ten (10) days of the date of this Resolution, AC Ocean shall submit to the Division, and copy the Commission Chairman, a written plan addressing the vacant position of chief executive officer, which plan shall set forth for the Division's approval the person(s) who will perform on an interim basis the responsibilities previously performed by the chief executive officer and the person(s) to whom all department heads previously reporting to the chief executive officer will report for purpose of ensuring that no span of control, incompatible functions or other regulatory issues are implicated. The plan shall further set forth the criteria for selecting a new chief executive, any consultants or recruiters that will be retained, any job postings that will be circulated, and an estimated timeline for the above steps to be accomplished and for the search to be completed.
4. Within five (5) days of the end of the month, AC Ocean shall provide an update to the Division, and copy the Commission Chairman, regarding the status of its search for a permanent chief executive officer.
5. AC Ocean and OCR Investment shall notify the Division, and advise the Commission Chairman, at least five (5) days prior to the appointment of a chief



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executive officer or general manager and shall submit such additional information or documentation as required by the Division.

6. OCR Investment shall submit to the Division, and copy the Commission Chairman, copies of any amendments to the Investment Agreement and to the Limited Liability Company Agreement of OCRH within five (5) days of their execution.

7. Within twenty (20) days of the date of this Resolution, OCR Investment shall submit to the Division, and copy the Commission Chairman, the formation documents of PFC as amended to incorporate language establishing the right to disapprove transfers of securities, shares, and other interests and prohibiting such disqualified interest holder from receiving any benefits or remuneration or exercising any rights in accordance with *N.J.S.A. 5:12-82d(7) through (10)* and *N.J.S.A. 5:12-105e*.

BE IT FURTHER RESOLVED, that Petitioner's modified request to seal portions of the Division's Report dated September 22, 2021 (D-1) is GRANTED as reflected in Commission Order No. 21-10-13-11A; and

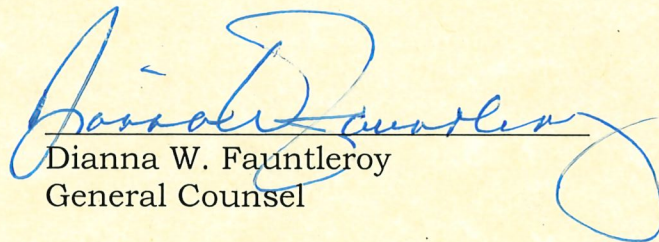
BE IT FURTHER RESOLVED, that Petitioner's request to seal portions of the Trust Agreement (A-1, in evidence) is GRANTED.



Resolution No. 21-10-13-11

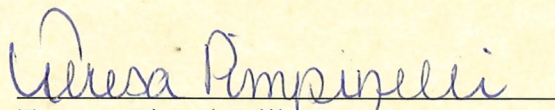
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Submitted by:


Dianna W. Fauntleroy
General Counsel

CERTIFICATION

I HEREBY CERTIFY that this Resolution correctly reflects the decision of the New Jersey Casino Control Commission.


Teresa Pimpinelli, Esq.
for the Executive Secretary

Meeting of October 13-14, 2021

Vote taken on pages 42-44 (October 14, 2021 transcript)

STATE OF NEW JERSEY
CASINO CONTROL COMMISSION
ORDER NO. 21-10-13-11A

PETITION OF OCR INVESTMENT, LLC FOR :
INTERIM CASINO AUTHORIZATION PURSUANT : **ORDER**
TO N.J.S.A. 5:12-95.12 ET SEQ. : (SEALING REQUEST, D-1)
(PRN 1762101) :

THIS MATTER having been brought before the New Jersey Casino Control Commission (“Commission”) by Lynne L. Kaufman, Esq. of the firm COOPER LEVENSON, attorneys for Petitioner, OCR Investment, LLC, by letter request dated October 6, 2021 requesting redaction of certain sections of the Division of Gaming Enforcement (“Division”) *Report to the Casino Control Commission on the Petition of OCR Investment, LLC For Interim Authorization Pursuant to N.J.S.A. 5:12-95.12 et seq. (PRN 1762101) dated September 22, 2021* (“D-1”) pursuant to N.J.S.A. 5:12-74.1; and Sara Ben-David, Deputy Attorney General, having filed a letter response on behalf of the Division dated October 8, 2021; and the Commission having recessed to Executive Session during its Public Meeting of October 13, 2021; and the Commission during Executive Session, having considered the written submissions, the modified redaction request of Petitioner, and the arguments of Counsel, Lynne L. Kaufman, Esq. and Lloyd D.

NEW JERSEY CASINO CONTROL COMMISSION
ORDER NO. 21-10-13-11A


Levenson, Esq., appearing for Petitioner, and Sara Ben-David, DAG, appearing for the Division; and for good cause shown;

IT IS on this **13th** day of **October 2021**, **ORDERED** by an affirmative vote of 3-0, that Petitioner's modified redaction request is **GRANTED**.

AND IT IS FURTHER ORDERED, that the Petitioner's Letter Request dated October 6, 2021, and the Division's Letter Response dated October 8, 2021, shall be considered confidential in accordance with *N.J.S.A. 5:12-74.1*, *N.J.A.C. 19:40A-4.2* and *N.J.S.A. 47:1A-1.1* et seq.

AND IT IS FURTHER ORDERED, that a conformed redacted copy of D-1 is attached hereto and shall become a part hereof.

NEW JERSEY CASINO CONTROL COMMISSION



JAMES T. PLOUSIS, CHAIRMAN

STATE OF NEW JERSEY
CASINO CONTROL COMMISSION
ORDER NO. 21-10-13-11B

PETITION OF OCR INVESTMENT, LLC FOR
INTERIM CASINO AUTHORIZATION PURSUANT
TO N.J.S.A. 5:12-95.12 ET SEQ.
(PRN 1762101)


ORDER
(Motion to Intervene/Participate)

THIS MATTER having been brought before the New Jersey Casino Control Commission (“Commission”) by Stephen D. Schrier, Esq. of the firm BLANKROME, attorneys for Movant, AC Ocean Walk LLC d/b/a Ocean Casino Resort (“Ocean”) by letter in lieu of a formal motion dated October 13, 2021, seeking to intervene and/or participate in the captioned matter pursuant to *N.J.A.C.* 19:42A-1.2 and *N.J.A.C.* 1:1-16.1 et seq.; and Sara Ben-David, Deputy Attorney General, appearing on behalf of the Division of Gaming Enforcement (“Division”), and Lynne L. Kaufman, Esq. of the firm COOPER LEVENSON, appearing on behalf of Petitioner, OCR Investment, LLC (“OCR Investment”); and the Division and OCR Investment, through Counsel, each representing on the record that it had no objection to Ocean’s request to intervene and/or participate; and the Commission having considered the arguments of Counsel for Ocean; and for good cause shown;

NEW JERSEY CASINO CONTROL COMMISSION
ORDER NO. 21-10-13-11B

IT IS on this **13th** day of **October 2021**, **ORDERED** by an affirmative vote of 3-0, that OCR Investment's request to intervene and/or participate in the *Matter of the Petition of OCR Investment, LLC for Interim Casino Authorization pursuant to N.J.S.A. 5:12-95.12 et seq.* is **GRANTED**.

NEW JERSEY CASINO CONTROL COMMISSION



JAMES T. PLOUSIS, CHAIRMAN