



# VIDEO LOTTERY SALES AGENT LICENSE RENEWAL APPLICATION

State of Ohio • Ohio Lottery Commission • 615 West Superior Avenue • Cleveland, Ohio 44113-1879



The undersigned ("Applicant") must make accurate statements and include all material facts. Any omissions, material errors, misrepresentations, failure to provide any requested information, or failure to meet any other requirement as set forth in law or regulation may result in the denial of the renewal or subsequent fines, suspension, or revocation of any license issued by the Ohio Lottery Commission ("OLC").

The OLC reserves the right to supplement, revise, or amend this renewal, which may require the Video Lottery Sales Agent to submit additional documentation.

**THIS VIDEO LOTTERY SALES AGENT LICENSE RENEWAL APPLICATION ("Application") IS AN OFFICIAL DOCUMENT OF THE OHIO LOTTERY COMMISSION. IT CANNOT BE ALTERED OR CHANGED IN ANY FASHION, EXCEPT TO FILL-IN THE AREAS PROVIDED WITH THE INFORMATION THAT IS REQUIRED. ANY ALTERATION OR CHANGE TO THIS APPLICATION, WHICH IS NOT WITHIN THE EXCEPTION, MAY CAUSE THIS RENEWAL OF APPLICANT'S LICENSE TO BE DELAYED OR DENIED.**



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## INSTRUCTIONS

These instructions are applicable to any Applicant seeking a Video Lottery Sales Agent License Renewal (hereinafter "License" or "Video Lottery Sales Agent License"). The information requested relates to the Applicant. If a business entity that applies for a License is a subsidiary or if a business entity holding a License is to become a subsidiary, each parent holding company and each parent intermediary company with respect to the Applicant shall, as a condition of the subsidiary acquiring or retaining a License, provide all information requested by the Executive Director of the OLC ("Director").

Applicants for a License are seeking a privilege. The burden of proving qualifications to receive such a License is at all times borne by the Applicant. The Applicant must accept any risk of adverse public notice, embarrassment, criticism, or other action, or financial loss, which may result from action with respect to any Application, and expressly waives any claim for damages as result therefrom. Information not called for in this Application or in addition to that which is provided in response to this Application may be requested. The Applicant shall provide all information, documents, materials, and certifications at the Applicant's sole expense and cost.

The Applicant is under a continuing duty to promptly disclose any changes in the information required in this Application, and requested materials submitted to the OLC. The duty to make such additional disclosures shall continue throughout any period of the licensure that is granted by the OLC.

All entries on the Application must be typed or printed in block lettering. Initials or signatures must be in handwriting, unless otherwise stated by the OLC, by the Applicant providing the information. If the answers are not legible, the Application may not be accepted.

The person authorized to complete this Application on behalf of the Applicant must initial the pages that are so marked. If additional pages are required in order to answer any question, additional pages may be utilized and must be attached to this Application. Be sure to indicate the reference section and number(s) of the question(s) being answered and initial each additional page. Some schedules may require disclosure of information for more than one individual or entity or type of information. If there are multiple disclosures, make enough additional copies of the blank schedule and complete it for each individual or entity. Each person required to submit a criminal background check must complete and return an **Authorization to Release Criminal Record Form**.

All notices regarding the License will be sent to the address provided on this Application. The Applicant must promptly notify the OLC of any changes.

Failure to answer any question completely and truthfully may result in the denial of Applicant's License and/or revocation of License. If a thorough and complete response to any question cannot be provided at the time of this Application submission, Applicant must indicate the reason and indicate a date by which a thorough and complete response will be provided.

Applicant should give specific attention to and clearly identify information submitted for this Application that it deems to be confidential, proprietary, or trade secrets pursuant to the Ohio Revised Code ("ORC"). Information that is confidential, proprietary, or a trade secret as set forth in the Ohio Revised Code will not be disclosed by the OLC. Applications shall be subject to Ohio's Public Records Act to the extent permitted by the ORC. An Applicant is advised that, upon request by a third party for information that the Applicant has clearly identified as confidential, proprietary and/or trade secret and thus protected from disclosure pursuant to the ORC, the OLC will notify the Applicant and, following such notification, will make a determination whether the information must be disclosed. If it is determined by the OLC that the information is to be disclosed to a third party, the OLC shall inform the Applicant of its decision. Following that notification, the information shall be provided to the third party within ten business (10) days unless otherwise prohibited from being released. An Applicant waives any liability of the State of Ohio, the OLC, including but not limited to, its Commissioners, the Director, employees, agents and designees from any damages resulting from any disclosure or publication in any manner.

Additional financial information may be requested from the Applicant as needed.

The terms and conditions of this Application describe the responsibilities of the Applicant and the Video Lottery Sales Agent. The completed Application must address all items that are required. Responsibilities of the Video Lottery Sales Agent are ongoing following the granting of a License by the OLC.

The Applicant must submit one signed original and one electronic copy of the Application and any accompanying materials. This Application and all accompanying materials should be submitted to the attention of Brian J. Sindelar, VLT Compliance Manager, Brian.Sindelar@lottery.ohio.gov, Ohio Lottery Commission, 615 W. Superior Avenue, Cleveland, Ohio 44113-1879.



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Applicant must submit documentation authorizing it by the Ohio State Racing Commission to conduct one or more horse racing meetings under Chapter 3769 of the ORC as defined in §3770:2-2(R) of the Ohio Administrative Code ("OAC").

STATE THE DESIGNATED LOCATION FOR WHICH YOU ARE SUBMITTING AN APPLICATION	NUMBER OF VIDEO LOTTERY TERMINALS REQUESTED
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## CONTACT INFORMATION

CONTACT PERSON FOR THIS APPLICATION	
CONTACT PERSON TITLE	
TELEPHONE NUMBER	TELEPHONE NUMBER 2
EMAIL ADDRESS	
NAME OF APPLICANT (As it is written on the Articles of Incorporation, By-laws or other official documents filed with the State or Federal Government)	
DBA OR TRADE NAME(S)	

## APPLICANT'S PRINCIPAL BUSINESS ADDRESS

STREET ADDRESS			
CITY	STATE	ZIP + 4	

## MAILING ADDRESS

STREET ADDRESS			
CITY	STATE	ZIP + 4	

## ADDITIONAL BUSINESS INFORMATION

FEDERAL TAX IDENTIFICATION NUMBER	STATE
STATE OF OHIO BUSINESS REGISTRATION NUMBER:	

## BUSINESS ENTITY TYPE:

- |  |  |
|--|--|
| <input type="checkbox"/> Sole Proprietorship | <input type="checkbox"/> S-Corporation                 |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Trust                         |
| <input type="checkbox"/> Partnership         | <input type="checkbox"/> Limited Liability Corporation |
| <input type="checkbox"/> C-Corporation       | <input type="checkbox"/> Other _____                   |

PLACE OF INCORPORATION OR OTHER TYPE OF FORMATION:	DATE OF INCORPORATION OR OTHER TYPE OF FORMATION:
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## DEFINITIONS FOR PURPOSES OF THIS SECTION ONLY

**CRIME or OFFENSE** includes all felonies and misdemeanors, as well as summary offenses that may have required you to appear before a law enforcement agency, state or federal grand jury, county court, municipal court, city court, military court, or any other court or tribunal, except juvenile court. Include all OVI/DUI/DWI offenses. This does not include traffic or parking violations, except for driving while license is revoked or suspended and/or leaving the scene of an accident.

## INSTRUCTIONS

### A. ANSWER "YES" AND PROVIDE ALL INFORMATION TO THE BEST OF YOUR ABILITY EVEN IF:

- 1). You did not commit the offense charged;
- 2). The arrest, charges, or offense happened a long time ago;
- 3). The charges were downgraded to a lesser charge;
- 4). You pleaded nolo contendere or no contest to the charges;
- 5). You completed any type of rehabilitative or diversionary program;
- 6). You were not physically arrested but did appear in court on the charges;
- 7). You received a fine but no time was served in any type of correctional facility.

### B. Answer "NO" if:

- 1). You have never been charged or arrested with any crime or offense; or
- 2). Your arrest happened when you were under eighteen (18) years of age and your court appearance and any resulting disposition occurred in Juvenile Court; or
- 3). The records relating to a charge, arrest, or conviction have been expunged or otherwise officially sealed by a court or government agency. The Director reserves the right to request or obtain information about the expungement or sealing order as part of the licensing process.

## CRIMINAL HISTORY

Has the Applicant or any of its subsidiaries, principals, members of the board of Directors, partners, trustees or officers failed to report being indicted, charged with or convicted of a criminal offense or been a party to or named as an unindicted co-conspirator in any criminal proceeding in this state or any other jurisdiction? Criminal offenses shall include, but are not limited to, any felony, misdemeanor or gambling offense.	<b>YES</b>	<b>NO</b>
	<input type="checkbox"/>	<input type="checkbox"/>

If yes, use **Exhibit 15** to provide information concerning criminal history and complete an Authorization to Release Criminal Record.

## INVESTIGATION, TESTIMONY, OR POLYGRAPHS

Has the Applicant, any of its subsidiaries, principals, members of the board of Directors, partners, trustees or officers failed to report being called to testify before, been the subject of an investigation conducted by, or requested to take a polygraph exam by any governmental agency, court, committee, grand jury or investigatory body (municipal, state, county, provincial, federal, national, etc.) other than in response to minor traffic related offenses?	<b>YES</b>	<b>NO</b>
	<input type="checkbox"/>	<input type="checkbox"/>

Use **Exhibit 16** to provide information about any such testimony, investigation, or polygraph exam.

## APPLICANT REQUEST TO RELEASE INFORMATION

Use **Exhibit 22** to provide the Commission with the necessary authorization to conduct investigations of the Applicant.

**EXHIBIT DOCUMENTS SUBMITTED SEPARATELY**



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## TERMS AND CONDITIONS

Please read this document carefully, then sign and date it in ink. Please print the following information:

APPLICANT'S FULL BUSINESS NAME			
STREET ADDRESS	CITY	STATE	ZIP CODE

In order to determine the Applicant's qualifications for a Video Lottery Sales Agent License, the Applicant understands, acknowledges, and consents that the OLC, including but not limited to, its Commissioners, the Director, employees, agents and designees must make a thorough investigation of the Applicant's records and background. It is in the public interest that all relevant information concerning the Applicant is disclosed to the OLC and that the OLC obtains all necessary and required information. The OLC reserves the right to revise, supplement or amend this Application, which may require an Applicant to submit additional documentation.

### COMPLIANCE WITH LOTTERY ACT AND RULES

The Applicant, and upon renewal of its License, acknowledges and agrees to be bound by and must comply with, the Lottery Act (Chapter 3770 of the ORC) and any amendments thereto and all applicable current or future rules, policies, conditions, regulations, standards, directives and orders adopted, promulgated or issued thereunder by the OLC and its Director pursuant to Chapter 3770 of the ORC, OAC, or the Director. §3770:2 of the OAC pertains to Video Lottery Gaming Terminals ("VLTs"), and unless specifically incorporated herein by reference in a rule under §3770:2, rules under Chapter 3770 including §3770:1 shall not apply to VLTs. The Applicant warrants that it has all rights, authority and permission to make all improvements, alterations, or other physical changes or additions to the facility at which VLTs may be licensed to occur. The issuance of a License authorizes the Video Lottery Sales Agent to conduct video lottery gaming only at the licensed facility, provided that the Video Lottery Sales Agent License has not been suspended, revoked, or terminated.

### CONSENT

The Applicant hereby consents and acknowledges that the OLC or its employees, designees or agents shall have the power and authority with good cause shown, without notice and without warrant at any time, to do any and all of the following:

1. Inspect any VLTs, central monitoring system, or associated equipment and software in, about, on, or around the facility, including off-site storage or backup facilities.
2. Inspect and examine all premises in which VLTs under this subtitle are conducted or any authorized VLTs, central monitoring system, or associated equipment and software designed, built, constructed, assembled, manufactured, sold, distributed, or serviced, or in which records of those activities are prepared or maintained;
3. Seize summarily and remove from those premises and impound, assume physical control of, or disable any VLTs, central monitoring system, or associated equipment and software for the purposes of examination and inspection;
4. Inspect, examine, and audit books, records, and documents concerning a Video Lottery Sales Agent's VLTs activities, including the financial records of a parent corporation, subsidiary corporation, affiliate corporation or similar business entity related to the gaming business conducted by the Video Lottery Sales Agent;
5. Seize, impound, or assume physical control of books, records, ledgers, cash boxes and their contents, a counting room or its equipment, or other physical objects relating to VLTs.

### AUTHORIZATION & ACKNOWLEDGEMENT

The Applicant hereby consents and acknowledges that the OLC and its employees, designees or agents are authorized to conduct investigations into the Applicant's background and records using whatever legal means it deems appropriate. The Applicant understands that the OLC and its employees, designees or agents will conduct full, complete, and comprehensive investigations to determine the accuracy of all information gathered. The OLC and its employees, designees or agents reserve the right to investigate all relevant information and facts to its full satisfaction.

Applicant understands that by signing this document, a background investigation including, but not limited to, criminal history and credit reports, will be conducted by the OLC with respect to the Applicant, its principals, and other individuals involved in the Video Lottery Sales Agent's VLTs activities. The OLC discloses to the Applicant that both criminal and financial investigative background



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reports will be obtained for the purpose of determining the Applicant's qualifications and eligibility for a Video Lottery Sales Agent License and to consider the Applicant's financial responsibility, stability, and integrity.

The Applicant understands and acknowledges that persons and entities requested to provide information to the OLC must be given authorization by the Applicant to release such records and information. The Applicant understands and agrees that the results of such investigations and its conclusion may be used by the OLC in order to process the Application.

The Applicant hereby understands, acknowledges, and consents that the OLC, may examine documents, records, and data from foreign and domestic sources whether through public and private channels, including but not limited to, credit bureaus, motor vehicle records and investigations, reports from federal, state and local gaming and gambling clients; professional associations; certification/licensing boards and commissions; criminal and civil courts and administrative tribunals; police departments and bureaus; banks, financial and lending institutions; bonding, surety and insurance companies; governmental agencies and units; corporations, employers, and references, or any other entity deemed necessary to release any information the OLC may require in connection with its investigations.

The Applicant understands and acknowledges that the OLC may obtain information pursuant to such investigations through personal interviews with acquaintances, business associates, and other persons who may have knowledge as to the Applicant's background and records. The Applicant further understands and acknowledges that inquiry into the Applicant's formation documents (e.g., charter, bylaws, etc.), public records, registrations and licenses, and depositions and transcripts may be relevant to the OLC's evaluation of the Applicant's qualifications, eligibility and integrity.

The Applicant acknowledges and consents that a criminal background investigation and report will be requested of all principals and will be used by the OLC for the purpose of reviewing and evaluating the Applicant. The Applicant understands and agrees that the results of this background investigation and report, as well as the conclusions drawn therefrom by the OLC may prove unfavorable to the Applicant.

The Applicant understands and acknowledges that falsification of information shall constitute an immediate denial of an Application. Any misleading or incorrect statements, omissions whatsoever, including any failure to disclose any criminal conviction or any threatened or actual debarment, exclusion, or other ineligibility notice for participation in gaming and/or gambling activities, may remove this Application from further consideration by the OLC and, if licensed, may cause such License issued by the OLC to be suspended or revoked. Such actions may also subject the Applicant to civil and criminal penalties as proscribed by law.

## **BACKGROUND INVESTIGATIONS**

The Applicant hereby understands and acknowledges that the OLC may initiate investigations into the backgrounds and records of the Applicant or the Applicant's officers, principals, subcontractors, or subcontractors' principals, management company employees, or any other associates of the Applicant it deems appropriate. Such background investigations may include fingerprint identification by the Ohio Bureau of Criminal Investigation ("BCI"), the Federal Bureau of Investigation ("FBI"), any foreign investigative service, or any law enforcement agency.

The Applicant understands and agrees that the criminal records contain historic records of arrests which may have resulted in a disposition other than a finding of guilty (i.e. dismissal of charges or charges that resulted in a finding of not guilty). The Applicant further understands and agrees that the information may contain listings of charges that resulted in a suspended sentence even though the Applicant, and/or its principals successfully completed the conditions of probation or charge was later discharged or expunged. The Applicant acknowledges and authorizes that this type of information may be released to the OLC even though this record is not designated as a public record.

In order to facilitate the background investigations, each Applicant, including the parent or subsidiary of each Applicant, and any other individuals or entities required to submit to background investigations must complete any documents required by the OLC. The OLC reserves the right to require additional background information from the Applicant.

The Applicant agrees that, during the term of the License and any renewal thereof, the Applicant shall be obligated to provide any additional information, as the OLC may prescribe, and notify the OLC promptly if there is any material change in the Applicant's criminal history.



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## FINANCIAL SOUNDNESS AND BUSINESS PLAN

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The Applicant understands and acknowledges that it shall submit to the OLC proof of financial responsibility, stability, and integrity acceptable to the OLC, including the following:

1. Annual copies of audited financial statements for each of the Applicant's (and its Parent Corporation, or parent entity, if applicable) most recently ended fiscal year, as applicable.
2. Additional funding support documents (if necessary), supplementary to the financial statements highlighting the ability to fund the capital investment costs and business operation expenses necessary to support video lottery gaming (i.e. letter of credit, anticipated stock or bond offerings, venture capital sources, loans).
3. Notice of SEC 10K and 10Q filings as submitted.
4. Applicant will submit an annual business plan as requested by the OLC, including projection of expected VLTs and other revenues, earnings objectives, and expenses. The business plan must indicate how capital investment costs will be expended and funded, detailed on an annual basis at the video lottery gaming facility. The Business Plan must include a functional table of organization for the Applicant.

The Applicant agrees that the OLC reserves the right to require any additional information necessary to determine the financial responsibility, stability, and integrity of the Applicant or Video Lottery Sales Agent. If the Video Lottery Sales Agent experiences a material change in its financial condition or control during the term of its License or any renewal thereof, the OLC must be notified of the change in writing at the time the change occurs or is identified. The Applicant acknowledges that failure to notify the OLC of such material change in financial condition will be sufficient grounds for denial of the Application or suspension or revocation of its License.

## LICENSE RENEWAL FEES

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Applicant shall pay to the OLC a License renewal fee of Ten Thousand (\$10,000) Dollars at the time of submission of this Application. Such payment and future installments shall be made by wire transfer to the Ohio Lottery Commission.

## TERM

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If the Director determines that an Applicant meets or if the Application as submitted demonstrates a likelihood of meeting the requirements for issuance of a License, the Director may issue the Applicant a License on terms and conditions as deemed appropriate by the Director.

No Video Lottery Sales Agent License, Renewal, or otherwise, shall be issued until the License renewal fee is paid.

A Video Lottery Sales Agent License is subject to suspension, modification, revocation or fines as authorized by the Lottery Act, rules, regulations, policies, order or directive of the OLC and/or the Director.

A License may be renewed in accordance with the applicable renewal procedures for a term established by Lottery Act or rules. Any renewal shall be subject to payment of a renewal fee in accordance with a payment schedule established by the OLC.

## COMPENSATION AND ELECTRONIC FUNDS TRANSFER (EFT)

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The relationship between the OLC and a Video Lottery Sales Agent is one of trust. A Video Lottery Sales Agent collects funds on behalf of the OLC through the sale of lottery products for which a Video Lottery Sales Agent receives a compensation. The Video Lottery Sales Agent shall be financially responsible to the OLC for all Video Lottery Income derived from VLTs as recorded in the Video Lottery Central Monitoring System.

Upon issuance of a License, a Video Lottery Sales Agent shall receive a commission in the amount of sixty-six-point-five percent (66.5%) of the VLT income. Funds available as unclaimed credit vouchers, as determined by the Director, shall be owed to the OLC in accordance with procedures established by the Director. As authorized by the Director, a Video Lottery Sales Agent may offer value credits to its VLT customers.

The Video Lottery Sales Agent shall promptly pay all monies due to the OLC at the time designated by the Director via wire transfer unless another method of payment is specified and required by the Director. Delay or improper payment may result in the equipment being deactivated, the Video Lottery Sales Agent being fined and/or cancellation of the License, as determined by the Director.

The Video Lottery Sales Agent must notify the OLC at least fourteen (14) days in advance of any decision to close or change the location of the established Bank Account in which the Video Lottery Sales Agent deposits monies due the OLC.



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## FACILITY OPERATIONS

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Video Lottery Sales Agents shall make their Licensed facilities available for VLT gaming twenty-four (24) hours per day, seven (7) days per week, unless otherwise approved by the Director. All Licensed premises shall be maintained in an orderly, clean, first-class manner.

A determination regarding the number of VLTs shall be governed by §3770:2 of the OAC .

A Video Lottery Sales Agent agrees to be responsible for all of the costs associated with VLT gaming at the Licensed facility, including costs associated with supplying sufficient amount of paper or other media for credit vouchers to ensure continued availability of VLTs and to be responsible for the loading and replenishment of paper dispensed from VLTs located at the Licensed facility.

## FACILITIES AND CONSTRUCTION

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The Video Lottery Sales Agent shall make available, free of charge, such space at the Licensed facility necessary to securely house equipment and personnel as determined by the OLC.

## EMPLOYMENT

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Each Video Lottery Sales Agent shall hire and compensate a sufficient number of personnel to ensure compliance with all provisions of ORC Chapter 3770, OAC, rules and regulations including audit, financial, operations, surveillance and security personnel to protect, secure and operate the equipment, buildings and grounds of the facilities at which VLT activities will occur. All key gaming employees and gaming employees, as determined by the Director, shall be licensed in a manner approved by the Director in accordance with § 3770:2-4 of the OAC (for purposes of identifying key gaming employees, the OLC requires position descriptions for all management level employees).

## BONDING AND INSURANCE

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Within the time specified by the Director, a Video Lottery Sales Agent must, in a form acceptable to the Director, obtain a dedicated non-revocable letter of credit, a surety bond, financial guarantee, cash deposit or other alternative form of credit approved by the Director in the amount of One Million (\$1,000,000) Dollars to ensure payment to the OLC. The amount is subject to adjustment based upon VLT gross gaming revenue or revenue estimates.

All required bonds and insurance must be issued by companies duly licensed, admitted, and authorized to do business in the State of Ohio. Required coverage must remain in effect throughout the term of the License, unless otherwise noted herein or authorized by the Director. All certificates of insurance and bonds required hereunder shall name the OLC and the State of Ohio as additional insureds and loss payees. The original bond must be submitted to the OLC.

A Video Lottery Sales Agent must notify the OLC in writing at least thirty (30) days prior to the cancellation or non-renewal of any insurance policy or bond required for VLT gaming. In the event of cancellation or non-renewal, the Video Lottery Sales Agent agrees to immediately replace the insurance policy or bond.

All insurance must provide coverage for all claims arising from VLT gaming authorized by the License regardless of the date of the claim. Unless otherwise waived or modified by the Director, a Video Lottery Sales Agent shall maintain the following coverage:

1. The Video Lottery Sales Agent must maintain insurance on all buildings, furniture, fixtures, computer and communications equipment used in supporting VLT gaming activities in an amount equal to or greater than the actual replacement cost thereof. Coverage must also include an all risk Property Floater to insure personal property including contents, equipment and mobile items against fire, theft, collision, flood, etc.
2. Video Lottery Sales Agent shall maintain Comprehensive General Liability and Property Damages Insurance with limits of no less than Fifty Million (\$50,000,000) Dollars per occurrence for bodily injury and property damage.
3. Video Lottery Sales Agent shall obtain and maintain Director and Officer (D&O) Legal Liability Insurance in an amount of at least Ten Million (\$10,000,000) Dollars.
4. Video Lottery Sales Agent shall maintain any additional coverage required under Ohio law.

The effective dates of any required insurance and bonds will be determined by the Director and communicated by the OLC to Applicant at the time the Director issues its License, or at such other times as determined by the Director.





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## PAYMENT OF PRIZES

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Video Lottery Sales Agent agrees to issue payments to winning VLT gaming participants and to withhold, as required, all applicable taxes, debts and other obligations and to provide all reporting forms. Payment and withholding shall be in accordance with procedures established by the Director. The OLC and the State of Ohio are not responsible for or liable for payment of any VLT prize winnings.

## INDEMNIFICATION

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In addition to and not in limitation of any other obligation of the Applicant, the Applicant agrees to save, defend, indemnify and hold harmless the OLC, its Commissioners, Director, employees, agents, and the State of Ohio from and against any and all charges, obligations, demands, claims, damages, losses, recoveries, judgments costs, expenses (including reasonable attorney fees), or liability of any kind whatsoever including, but not limited to, consequential, exemplary, special, indirect, incidental or punitive damages, loss of profit or loss of business opportunity including reasonable attorneys' fees arising out of or relating in any way to Applicant's acts or omissions, including infringement, in the conduct of any VLT gaming activities. Any defense undertaken on behalf of any indemnitee hereunder shall be in cooperation with the Ohio Attorney General.

## EQUIPMENT OPERATION AND MAINTENANCE

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A VLT may not be placed into service at a VLT gaming facility unless the following requirements are met:

1. The manufacturer is licensed by the OLC.
2. The VLT hardware has passed appropriate testing.
3. The VLT is compatible with the central monitoring system and the G2S communication protocol controlled by the OLC. Any additional hardware or software to accomplish this is the responsibility of the manufacturer and/or Video Lottery Sales Agent.
4. The game software has been approved by a test lab licensed by the OLC.
5. The game theme, type, and prize structure has been approved by the OLC pursuant to OAC § 3770:2-10-60.

The Video Lottery Sales Agent shall facilitate the service, cleaning and maintenance of the VLTs. In addition to any reports that may be required to be provided by manufacturer or distributors of VLTs, Video Lottery Sales Agent shall provide reports regarding maintenance, service and repairs to VLTs. Any machines or equipment needed to facilitate prize redemption shall be provided and maintained by the Video Lottery Sales Agent.

## RECORDS, AUDITS AND INSPECTIONS

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Applicant acknowledges that the the OLC or its agents may examine all records, files, and other documents, including but not limited to electronic, paper and computer records, files and other documents, of the Video Lottery Sales Agent as they pertain to its VLT gaming activities. Each Applicant agrees to provide all records, files and other documents as may be requested to conduct an audit of VLT gaming activities. All Video Lottery Sales Agent shall maintain all such records, files and other documents complete and up to date and such records, files and other documents shall be maintained for five (5) years unless otherwise approved by the Director. Further, the Video Lottery Sales Agent shall allow inspections of the Licensed facility at any time by the Director or his designee and such inspections may be made without prior notice to Video Lottery Sales Agent.

Applicant acknowledges that the OLC may examine any records related to contracts regarding VLT gaming activities, facilities, and construction thereon. The Video Lottery Sales Agent must maintain a list of vendors and the goods/services provided for inspection by the OLC.

## GAME PLAY RESTRICTIONS

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VLT participants must be Twenty-One (21) years of age. The following are precluded from playing or redeeming prizes for VLT games: an officer or employee of the OLC; and the immediate family, or any principal, partner, officer, director, or key gaming employee employed by the Video Lottery Sales Agent to assist with or handle VLT gaming activities.

## ADVERTISING AND PROMOTION

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The Director may prohibit Video Lottery Sales Agent from engaging in certain advertising and promotions deemed inappropriate by the Director. Video Lottery Sales Agents agree to be bound by the decision of the Director relating to advertising and promotions. The Director may initiate advertising and promotional programs relating to VLT gaming and may provide promotional materials to the Video Lottery Sales Agent.



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## RESPONSIBLE GAMBLING

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Video Lottery Sales Agent shall establish and maintain a responsible gambling training program within ninety (90) days of the commencement of VLT gaming activities. Such program is subject to review, approval and revision by the Director. The program must include the following: announcements and displays encouraging responsible gambling; posting of information at the facility and on the Video Lottery Sales Agent's website regarding problem gambling assistance for VLT customers, including hotlines and availability of self exclusion lists; participation in the State of Ohio's Voluntary Exclusion Program enrollment/prohibition program; and Video Lottery Sales Agent's employee training regarding the Video Lottery Sales Agent's responsible gambling program.

## PROHIBITION

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Neither the Applicant nor any person, on behalf of him/herself or any other organization, directly or indirectly, shall invite, solicit, demand, offer or accept payment, contribution, favor or other consideration to influence the award or retention of a Video Lottery Sales Agent License or any contracts related to said License.

## DENIAL OF LICENSE

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If after a full review of a this Application and consideration of any other factors deemed relevant to the efficient and proper administration of VLT gaming, the Director determines that an Applicant has not met the requirements for issuance of a Video Lottery Sales Agent License, or has not supplied sufficient information to allow the Director to determine if the requirements for issuance of a License have been met, the Director may deny the Application, or may request that the this Application be revised for further consideration. When required to do so by the Administrative Procedure Act, the Director shall afford a hearing to Applicant. Any such hearings shall comply with the requirements for adjudication hearings set forth in the Administrative Procedure Act.

## GROUND FOR SUSPENSION, CANCELLATION, OR REVOCATION OF A VIDEO LOTTERY SALES AGENT LICENSE

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The Video Lottery Sales Agent acknowledges the authority of the Director, subject to Chapter 119 of the ORC to suspend, cancel or revoke the license of any Video Lottery Sales Agent as set forth in § 3770:2-3-06 of the OAC.

Any suspension or revocation may be in addition to or in lieu of the imposition of a fine under § 3770:2-3-06 of the OAC. When required to do so by the Administrative Procedure Act, the Director shall afford a hearing to the Video Lottery Sales Agent affected by an order to suspend, revoke or cancel a License. Such hearing shall comply with the requirements for adjudication hearings set forth in the Administrative Procedure Act.

If a License is revoked, a Video Lottery Sales Agent may reapply, but any subsequent application shall require submission of a new application, and shall only be submitted after any waiting period for reapplication, if any, established by the Director, has expired.

## DISCLOSURE OF MATERIAL CHANGES

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During the term of the License, the Video Lottery Sales Agent must immediately notify the Director in writing of the following:

1. Changes in financial condition that have impacted the going concern of the Video Lottery Sales Agent operations; and,
2. Changes in control or ownership which meet the disclosure thresholds in this application.
3. Changes to any exhibits submitted with initial application.
4. Applicant acknowledges its duty to submit the following documentation on an annual basis: Annual Business Plan; Marketing/promotional plan and budget; and Responsible Gambling Programming.
5. The Applicant is under a continuing duty to promptly disclose any changes in the information provided in this Application and requested materials submitted to the OLC. The duty to make such additional disclosures shall continue throughout any period of the License that is granted by the OLC.

Failure to notify the Director of material changes to the above information or exhibits may be grounds for revoking the License. Notwithstanding any applicable bankruptcy laws to the contrary, all licensing fees and revenues generated pursuant to this License are property of the State of Ohio.



# VIDEO LOTTERY SALES AGENT LICENSE RENEWAL APPLICATION

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## LICENSE TRANSFER

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A License may not be assigned or transferred without submission of an application in accordance with § 3770:2-3-03 of the OAC and the prior written approval of the Director. Upon request of an Applicant, the Director may waive requirements set forth in 3770:2-3-03, as deemed appropriate.

## WAIVER AND RELEASE

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The OLC and its agents will not affirmatively disclose information provided to the OLC by the Applicant and designated as confidential, except where disclosure is required by law, legal process, or by a final ruling of a court of competent jurisdiction, pursuant to the laws of the State of Ohio or the United States of America, or if such information has been made public by a third party.

The Applicant understands and acknowledges that certain documents and records may contain negative and or confidential information about the Applicant. Applicant accepts the risk of any embarrassment, criticism, financial loss, or other adverse consequence which may result from the review or release of information in this Application. In consideration of the OLC's review of the Application, the Applicant, for itself and its agents, employees, trustees, directors, administrators, affiliates, subsidiaries, successors and assigns hereby waives any claims it or they may now or hereafter have against the OLC, its Commissioners, Director, employees, agents or the State of Ohio (hereinafter Released Parties) and hereby releases and forever discharges the Released Parties in their personal, and/or official capacities of and from all charges, claims, liabilities, obligations, demands, controversies, damages, costs, fees, expenses (including any claim for attorney's fees), actions and causes of action of any kind, but excluding any of the forgoing arising from the willful or wanton misconduct of the Released Parties, which it or they may now or hereafter have arising from or related to the disclosure of information submitted or obtained in the Application review process or arising from the investigation of the background of the Applicant, its principals and key gaming employees and from the review of this Application.

## APPLICANT'S STATEMENT & CERTIFICATION

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The Applicant authorizes the investigations of any and all statements contained in this acknowledgement as well as the Applicant's Application as may be necessary in arriving at a licensing decision. The Applicant certifies that the information given in this Application is an accurate statement of facts about the Applicant, and its principals. By signing this document, Applicant acknowledges the Applicant's awareness that any false or misleading statements, omissions, or failure to disclose information may disqualify the Application.

The Applicant is under a continuing duty to promptly disclose any changes in the information provided in the Application and requested materials submitted to the OLC. The duty to make such additional disclosures shall continue throughout any period of the License or renewal that is or has been granted by the OLC. By signing this acknowledgment, Applicant represents that it is in full compliance with its continuing duty to update all application exhibits in a timely manner, and that it has already submitted to the OLC updated information pertaining to each exhibit required in its initial application. If information pertaining to an exhibit is not current, Applicant must submit a new exhibit with this Application.

The Applicant understands that it is seeking the granting of a privilege and acknowledges that the burden of proving its qualifications for a favorable determination is at all times on the Applicant. The Applicant accepts any risk of adverse public notice, embarrassment, criticism, or other action of financial loss, which may result from action with respect to this Application.

The Applicant understands that the Application is not intended to be a License. If after a full review of this Application and consideration of any other factors deemed relevant to the efficient and proper administration of VLT gaming, the Director determines that the Applicant has met the requirements for issuance of a License, the Director may issue a Video Lottery Sales Agent License, which if issued shall be deemed to incorporate, the terms and conditions contained herein, as supplemented, amended or revised, and shall be subject to Chapter 3770 of the ORC and § 3770:2 of the OAC, but shall remain subject to suspension, revocation, and termination.



# VIDEO LOTTERY SALES AGENT LICENSE RENEWAL APPLICATION

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## STATEMENT & CERTIFICATION SIGNATURES

PRINT NAME OF APPLICANT OR DESIGNATE REPRESENTATIVE OR SIGNATORY	TITLE
APPLICANT SIGNATURE	DATE

PRINT NAME OF OFFICER	TITLE
OFFICER SIGNATURE	DATE

## NOTARY

The undersigned certifies that the above named individuals appeared in person, for and on behalf of himself/herself and the Applicant, and before me, either known to me or satisfactorily proven to be the individuals whose name subscribed to the instrument and signed the Authorization and Notification for and on behalf of himself/herself and the Applicant.

STATE OF: \_\_\_\_\_ COUNTY: \_\_\_\_\_

SWORN TO ME AND SUBSCRIBED IN MY PRESENCE, THIS \_\_\_\_\_ DAY OF \_\_\_\_\_, 20 \_\_\_\_\_

NOTARY PUBLIC \_\_\_\_\_ My Commission Expires \_\_\_\_\_



# VIDEO LOTTERY SALES AGENT LICENSE RENEWAL APPLICATION

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## APPLICATION CHECKLIST

### VIDEO LOTTERY SALES AGENT (“VLSA”) LICENSE RENEWAL EXHIBITS

Use the following list to indicate with an X the exhibits that are attached with this Renewal. Only those exhibits which need updating are required to be attached. Please note, VLSA's are under a continuing duty to report changes on an ongoing basis throughout the year. If a question, exhibit or addendum is not applicable, indicate “Not Applicable” and state why it is not applicable in the exhibit.

EXHIBIT NUMBER	EXHIBIT DESCRIPTION	X IF ATTACHED
1(A)	Incorporators/Founders and copy of Articles of Incorporation	<input type="checkbox"/>
1(B)	Current Addresses of Applicant	<input type="checkbox"/>
1(C)	Other names and addresses of the Applicant	<input type="checkbox"/>
1(D)	All businesses operated by the Applicant	<input type="checkbox"/>
1(E)	All holding, intermediary companies, subsidiaries, affiliates or other business type entities	<input type="checkbox"/>
1(F)	Table of Organization/Ownership	<input type="checkbox"/>
2	Current Principals	<input type="checkbox"/>
3	Compensation over \$150,000	<input type="checkbox"/>
4	Bonus, profit sharing, pension, retirement, deferred compensation and similar plans	<input type="checkbox"/>
5	Stock Description	<input type="checkbox"/>
6	Voting and Non-Voting shareholders/Members	<input type="checkbox"/>
7	Interest of Current Partners	<input type="checkbox"/>
8	Holder and Extent of Long-Term Debt	<input type="checkbox"/>
9	Holder and Type of Other indebtedness and security devices	<input type="checkbox"/>
10	Securities options – description	<input type="checkbox"/>
11	Beneficial Owners of options	<input type="checkbox"/>
12	Principals not yet disclosed	<input type="checkbox"/>
13	Financial institutions	<input type="checkbox"/>
14	Applicant's Stock Holdings	<input type="checkbox"/>
15	Criminal History and Authorization to Release Criminal Record	<input type="checkbox"/>
16	Investigation, Testimony, or Polygraphs	<input type="checkbox"/>
17	Existing and Past Litigation	<input type="checkbox"/>
18	Antitrust, trade regulation and securities judgments; statutory and regulatory violations	<input type="checkbox"/>
19	Bankruptcy or insolvency proceedings	<input type="checkbox"/>
20	Licenses	<input type="checkbox"/>
21	Contribution and Disbursements	<input type="checkbox"/>
22	Applicant's authorization to release information	<input type="checkbox"/>
23	Audited Financial Statements	<input type="checkbox"/>
24	Additional Funding Support Documents	<input type="checkbox"/>
25	Financial Position Discussion	<input type="checkbox"/>
26	SEC filings	<input type="checkbox"/>
27	Business Plan	<input type="checkbox"/>
28	EFT/Wire Transfer Authorization and W-9	<input type="checkbox"/>
29	Facility Plan	<input type="checkbox"/>

Initials: