

Gaming

With offices in both Las Vegas and Atlantic City, Brownstein is at the heart of the dynamic gaming and entertainment industries. The rapid development of information technology and social media makes this sector an environment that is constantly changing. Entertainment giants count on our team to stay on top of new challenges, and manage regulatory, corporate, intellectual property and real estate matters, as well as First Amendment issues. We are among the nation's premier gaming and entertainment litigators—attorneys who not only argue the law, but help shape it.

Representative Matters

- Counsel to Boyd Gaming Corporation in its partnership with MGM Resorts to offer online and mobile gaming platforms, including sports betting, casino gaming and poker, in jurisdictions where either Boyd or MGM operate physical casino resorts and online licenses are available.
- Counsel to Pala Interactive, an online social casino and real money gaming provider, in negotiating its agreement with SBTech, a leading sports betting technology supplier, to offer SBTech's sportsbook technology in integration with Pala Interactive's proprietary platform.
- Counsel to Pala Interactive, an online social casino and real money B2B gaming provider, in its multi-year license agreement with JPJ Group, an online gaming operator, to provide access to its proprietary online real money gaming platform.
- Counsel to Caesars Entertainment in its partnership with DraftKings, a leader in legal online sports betting. The deal gives Caesars an equity stake in DraftKings and provides DraftKings with a path toward future online and mobile licenses through the large network of Caesars casinos.
- Represented Wynn Resorts against Resorts World in trade dress and copyright case involving world famous architectural design for Wynn properties. Case settled following TRO hearing.
- Counsel to Kindred Group in its access arrangement with Mohegan Sun Pocono to offer online and retail sports betting in Pennsylvania.
- Counsel to Caesars Entertainment Corporation in a multi-year sponsorship deal as the first ever Official Casino Sponsor of the NFL.
- Nevada counsel to Scientific Games in its reincorporation from Delaware to Nevada, and ongoing corporate governance matters with post-reincorporation notes issuances and credit facility amendments.
- As national thought leaders in gaming & gambling, our gaming team has been called to play a central role in one of the most significant developments for the sector of recent times. We have been providing strategic and legal counsel to multiple entities in the roll-out of both in-casino and on-line sports wagering in the state of New Jersey and in connection with its potential roll-out into other states across the US. Our team also has played a significant role in paving the way for this critical new development in US gaming law, confirming our market-leading work on this field.
- Counsel to a large, publicly traded casino and entertainment company in its licensing of a hosted online gaming suite of applications, including sports betting, gaming, online casino and player account management functionalities for use in support of its online and mobile gaming and sports betting offerings in multiple jurisdictions in the United States. Also, secured rights for the client to integrate such applications with a third party's digital sports betting front end user interface to make the applications available to end users.
- Our national gaming team represented Ocean Walk and its principals in the acquisition, financing and development of the Ocean Resort Casino in Atlantic City. The property, formerly known as Revel Casino Hotel, consists of a hotel & casino with circa 1,400 rooms situated on the Atlantic City Boardwalk. Our team also assisted in obtaining the required licensure arrangements for the facility in readiness for its opening in summer 2018. This matter confirms how our team has the ability to provide the full range of sector-specialist

- corporate/M&A; financing; development; licensing and regulatory services required on such major mandates.
- Counsel to Kindred Group, the parent of the online gaming site and app Unibet, in its agreement with Hard Rock Atlantic City to offer online sports betting in New Jersey. The deal marks the entry of the Unibet brand into the U.S. market.
- Counsel to Boyd Gaming Corporation in its strategic partnership with FanDuel Group to run online sports betting operations in the U.S.
- Counsel to Boyd Gaming Corporation in a strategic partnership with FanDuel Group to run online and mobile sports betting operations in the U.S.
- Brownstein is representing the leading US-based explainer video production company with strategic and legal analysis of gaming laws and counsel in connection with the selection of the most appropriate licensing structure for a gaming platform that uses a combination of random number generation and artificial intelligence techniques to determine outcomes. Our team has also assisted with negotiating and drafting the definitive agreements for the distribution of the virtual platform. Our work on this initiative demonstrates how we understand the challenges and opportunities our clients face with regard to new industry technologies, as well our ability to present innovative arguments to the Gaming Control Board on issues that fall outside of standard gaming regulatory practice.
- Counsel to bet365, the leading UK online betting operator, in its sports betting partnership with the Hard Rock Atlantic City casino. The deal marks the entry of Bet365 into the U.S. market. casinos.
- Our national gaming team is advising hospitality/gaming entities and acting as counsel to their compliance and audit committees in conjunction with approvals for their cyber security program. Given the huge changes sweeping the on-line gaming sector across the US over the review period, our ability to provide global-standard cyber security counsel is an increasingly critical asset for clients in this sector.
- Brownstein is acting for a leading US-based gaming services company which has developed skill-based gaming devices that some are calling the wave of the future in the gaming industry. Our national gaming team is assisting our client in an application for a manufacturer and distributor license for these devices. We are currently processing applications and are closely involved in developing the company's strategy for the approval of its ground-breaking devices. Our team has over 40 years of experience in the gaming regulatory process for gaming devices, and our work demonstrates the significant benefits of this experience for new entrants to this market.
- Nevada counsel to PlayAGS, Inc. in its reincorporation from Delaware to Nevada, and its IPO, as well as numerous post-IPO stock resale transactions by the company's largest stockholder.
- Counsel to Pala Interactive, an online social casino and real money B2B gaming provider, in negotiating a multi-year license agreement with the Abenakis de Wolinak First Nation to provide an online real money gaming platform.
- Brownstein is representing the leading provider of integrated ticket redemption and payment services to global casino operators and the developer of the disruptive gaming platform that is powering the next generation of cashless and mobile gaming payment services. Our national gaming team has worked tirelessly over the review period to assist with the corporate, financing and regulatory issues connected with the business combination of these two entities. Our team took the lead in coordinating the application filings in 50-plus state and tribal jurisdictions. Our ability to educate the various regulators regarding the complexity of this transaction, coupled with our ability to ensure our clients satisfy the diverse submittal requirements of each jurisdiction, offer clear proof of our deep expertise in managing complex, multi-jurisdictional licensing projects.
- Our national gaming team is advising one of the world's largest sports betting and gaming groups on all aspects of gaming and regulatory requirements to ensure a successful gaming licensing experience. Our firm was retained in part because of our experience in successfully representing UK-listed gaming

companies with regard to their operations in the US and globally, as well as our strength of reputation for assisting major gaming companies in navigating the gaming regulatory process.

- Nevada counsel to SciPlay Corporation in connection with the creation of the public company in Nevada, and the IPO and related financing.
- Represented Icahn Enterprises, L.P. in its sale of the unfinished development property and partially developed casino formally known as the Fontainebleau Las Vegas for aggregate consideration of \$600 million.
- Counsel to subsidiaries of Caesars Entertainment Corporation in connection with use permits, design reviews, temporary commercial permits and other land use entitlement applications for various development projects for their casino, restaurant and entertainment properties.
- Represented Eastern Investments, LLC and its principals to secure their gaming licenses in connection with the Lucky Dragon Hotel & Casino.
- Advised Wynn Resorts as to Nevada real estate matters related to its joint venture with Crown Acquisitions to own and operate luxury retail space at Wynn Las Vegas.
- Advised Red Rock Resorts Inc. on real estate matters related to its acquisition of Palms Casino Resort, including analysis and advice related to the hotel condominium regime at the resort.
- Represented Galaxy Gaming in AAA arbitration proceeding involving table game High Card Flush. Prevailed on issues of intellectual property ownership, willful infringement, permanent injunction and attorneys' fees.
- Represents on-line gaming company bwin in patent infringement action involving eleven patents related to mobile gaming, six of which have been invalidated and dismissed under 35 U.S.C. § 101.
- Represented gaming cabinet maker VSR in inter partes review in which the PTAB found all patent claims invalid and the Federal Circuit affirmed.
- Represented Full House Resorts, Inc. in connection with the amendment and restatement of its First Lien Credit Facility and a \$30,000,000 upside, amendment and restatement of its Second Lien Credit Facility in connection with the acquisition by Full House of all of the assets associated with Bronco Billy's Casino.
- Served as Nevada real estate counsel to MGM in connection with the formation transactions to establish its subsidiary MGM Growth Properties LLC, as a publicly traded real estate investment trust, and related financing transactions.
- Assisted James Frey and Third Floor Fun, LLC to navigate the complex sweepstakes, contests, and promotional pieces throughout "Endgame: The Calling," which is a story and global contest. Representation consisted of drafting rules of play for the contest and coordinating with local counsel in key international publications to ensure that the promotion was consistent with applicable law.
- Counsel to MGM in the sale of Circus Circus Reno's assets and MGM's 50% equity interest in the Silver Legacy Resort Casino Reno.
- Our Gaming Group serves as counsel to MacAndrews & Forbes Incorporated, a diversified holding company wholly owned by billionaire investor Ronald Perelman. Current investments include leading participants across a wide range of industries, from cosmetics and entertainment to biotechnology and military equipment. MacAndrews & Forbes became the majority shareholder and controlling beneficial owner of Scientific Games Corporation in 2010. Our representation includes preparing and filing gaming license applications and assisting MacAndrews & Forbes with all ongoing regulatory issues in all jurisdictions in which Scientific Games Corporation holds privileged gaming licenses.
- Brownstein's Gaming Group is acting as gaming and regulatory counsel to William Hill PLC in its acquisition of 29.4% of NeoGames S.a.r.l. ("NeoGames"), a leading online lottery software and services provider. We advise William Hill PLC in applicable licensing criteria and are assisting in obtaining U.S. gaming regulatory approvals for its acquisition of a majority stake in NeoGames.
- Brownstein drafted, submitted, and lobbied for SB 124, a bill that amends Nevada Revised Statute 463.302

and permits the relocation of a gaming establishment and transfer of the nonrestricted gaming license to a location within 1 mile of the existing location if the move and transfer are necessary because the existing establishment (1) is adjacent to a military installation; and 2) has been designated by the Federal Government as necessary for the expansion of the military installation. The bill was passed by the Nevada legislature and subsequently signed by the Governor on May 20, 2015.

- Represented MGM in connection with the sale of the Gold Strike Hotel & Casino and related assets.
- Represented a gaming company in connection with the purchase of a grandfathered casino in Southern Nevada.
- Represented MGM in connection with the disposition of the Railroad Pass Hotel & Casino in Henderson, Nevada.
- Organized and led coalition of third parties to successfully block a federal decision that would have negatively impacted tribal client's business interests.
- Served as gaming and Nevada counsel in connection with the purchase of prominent Las Vegas hotel casino and related acquisition financing.
- Represented hotel casino operator in connection with the negotiation and drafting of a long term ground lease to a national retail tenant, including access and easement issues related thereto.
- Represented hotel casino company in connection with the purchase of several acres of real property located in Southern Nevada.
- Represented hotel casino company in connection with the negotiation of a complex amendment to its ground lease for an existing hotel casino property.
- Obtained the final regulatory approvals for Scientific Games Corporation to purchase the Bally Technologies Inc.
- Obtained the final regulatory approvals for Aristocrat Leisure Limited to purchase Video Gaming Technologies, Inc.
- Represented Columbia Properties Laughlin and CP Laughlin Realty, LLC in connection with the sale of the real property and substantially all of the assets associated with the River Palms Resort Casino and a short-term leaseback of such real property and assets. Nevada Restaurant Services, Inc. and Laughlin Hotel, LLC purchased the River Palms Resort Casino for a purchase price of \$6,750,000.
- Represented Tropicana Entertainment Inc. (the gaming vehicle of Icahn Enterprises LP) in the acquisition of the Lumiere Place Casino, HoteLumiere, and Four Seasons Hotel St. Louis, from certain subsidiaries of Pinnacle Entertainment, Inc . through the purchase of all of the equity securities of the Pinnacle entities that hold the assets associated with such properties.
- Intellectual Property counsel to Wynn Resorts and Palms Casino Resort, coordinating international and domestic branding and intellectual property enforcement in more than 20 countries.
- Represent several gaming entities regarding federal gambling policy.
- Intellectual Property counsel to Boyd Gaming, Pinnacle Entertainment, and Tropicana Entertainment, coordinating multi-jurisdictional intellectual property strategies.
- Served as counsel to a gaming company in connection with its purchase of a hotel casino located in Southern Nevada.
- Advised William Hill plc, the UK's leading book maker, in its acquisition of 100 per cent of the equity of American Wagering (dba Leroy's) and Brandywine Bookmaking (dba Lucky's), and the race book and sports pool assets and inter-casino linked system of Sierra Development Company (dba Club Cal Neva). Our gaming and corporate/M&A teams represented William Hill in these acquisitions and continue to represent the company in obtaining all necessary licenses and regulatory approvals. Brownstein represents both William Hill and William Hill Online in their US operations.
- Acting as gaming and regulatory counsel to SHFL Entertainment in its proposed acquisition by and merger

with Bally Technologies, Inc. Our gaming group has advised SHFL Entertainment in applicable licensing criteria and assisted in obtaining regulatory approvals for its merger with Bally Technologies in 61 countries and over 70 state and tribal regulatory jurisdictions in the US.

- Negotiated the \$7 million sale of the River Palms Hotel Casino in Laughlin, Nevada to Reno-based M1 Gaming on behalf of Tropicana Entertainment Inc.
- Served as counsel to Treasure Island, LLC in connection with an amendment and restatement of its credit facility secured by the Treasure Island Hotel and Casino.
- Representing the third largest gaming company in the US, Penn National, on all gaming licensure and regulatory matters, including negotiation of definitive agreements for Penn National to develop and manage a casino for the Jamul Indian Tribe near San Diego, California. We also obtained all necessary Nevada regulatory approvals for Penn National to separate a portion of its 28 casinos and race track operations into a real estate investment trust.
- Intellectual Property counsel to Station Casinos and its affiliate Ultimate Gaming in the launch of Ultimate Poker, the country's first legal online poker site.
- Representing WMS Industries, in its proposed sale to and merger with Scientific Games Corporation. We have advised WMS in applicable licensing criteria and assisted in obtaining regulatory approvals for its merger with Scientific Games Corporation in 58 countries and over 100 state and tribal regulatory jurisdictions in the US.
- Serve as Nevada counsel to Caesars Entertainment in connection with \$185 million financing to renovate the 199-room Bill's Hotel in Las Vegas, Nevada, into a "lifestyle" gaming hotel and casino featuring a 65,000-square-foot rooftop pool and dayclub/nightclub. Negotiate transaction documents for such rooftop pool and dayclub/nightclub.
- Represented Resorts Entertainment in the negotiations of an operation and management agreement with Mohegan Gaming Advisors for the Resorts Hotel and Casino in Atlantic City, New Jersey.
- Assist Caesars Entertainment Corporation affiliate with deed in lieu of condemnation transaction in Hammond, Indiana.
- Brownstein's Entertainment and Defamation Litigation Team won a \$19-million judgment for Wynn Resorts Chairman and CEO Steve Wynn in a defamation lawsuit against "Girls Gone Wild" creator Joe Francis. Brownstein's team proved that in today's digital world where stories, comments and images live online forever, the false and defamatory statements about Wynn could continue to damage Wynn's reputation and undermine his businesses in the highly regulated gaming industry. The Los Angeles jury originally awarded Wynn \$20 million in damages for harm to Wynn's reputation and mental anguish and an additional \$20 million in punitive damages because the jury found Francis' conduct to be intentional and despicable. After the verdict, the court granted Brownstein's request for an injunction to permanently prohibit Francis from repeating these false accusations. Recently, the judge adjusted the compensatory damages to \$19 million, an amount Wynn "is very happy with."
- Served as real estate and corporate counsel to Wynn Las Vegas, LLC in connection with the termination of its credit facility, the related release of liens on its assets and the distribution to its parent company all of the equity interests in Wynn Golf, LLC.
- On behalf of a gaming company, negotiated a 10 year lease for a tavern space.
- Assisted affiliate of Caesars Entertainment with disposition of real estate located in Bossier City, Louisiana.
- Served as Nevada corporate and gaming counsel to Aristocrat Leisure Limited and its Nevada subsidiaries, including Aristocrat Technologies, Inc., as borrowers and/or as guarantors, under a new multicurrency credit facility and group guarantee.
- Represented the buyer in connection with the purchase of 50 percent of the stock of a corporation with a gaming license.

- Assisted Deutsche Bank Trust Company Americas as Nevada corporate, real estate and gaming counsel in connection with a credit facility, including term loans and revolving loans, with Affinity Gaming, LLC (formerly Herbst Gaming, LLC), as borrower.
- Counsel to bwin party digital entertainment in the California online poker services agreement with United Auburn Indian Community.
- Acted as Nevada gaming and corporate counsel to Fertitta Entertainment LLC and certain of its subsidiaries, and issued a legal opinion in connection with a secured revolving credit facility.
- Assisted Ameristar Casinos, Inc. and its Nevada subsidiaries as special Nevada counsel and gaming counsel in connection with the private placement of \$240,000,000 aggregate principal amount of 7.50% Senior Notes due 2021.
- Represented Riviera Holdings Corporation, a Las Vegas casino operator, in negotiating the terms of the \$76 million sale of its Riviera Black Hawk casino in Colorado to an affiliate of Monarch Casino & Resort, Inc. The transaction was structured as a sale of 100 percent of the common stock of the Riviera subsidiary operating the Black Hawk casino.
- Assisted Landry's, Inc. and certain of its subsidiaries as Nevada corporate and gaming counsel, and issued opinions to the agents and lenders, in connection with a new \$1,200,000,000 term and revolving loan facility. Brownstein also assisted with the issue and sale of \$425,000,000 of Landry's 9.375% Senior Notes due 2020.
- Served as special counsel and issued local Nevada counsel opinion letter and Exhibit 5 opinion in connection with offer and sale of \$325,000,000 principal amount of 7.75% Senior Subordinated Notes due 2022.
- Served as special Nevada counsel to Tropicana Entertainment, Inc. and its subsidiaries and issued a legal opinion in connection with the refinancing of the company's existing term and revolving credit facilities.
- Served as Nevada corporate, real estate and gaming counsel to Wynn Las Vegas, LLC and its subsidiaries, in connection with the issuance and sale of \$900,000,000 aggregate principal amount of the 5.375% first mortgage notes due 2022 by Wynn Las Vegas, LLC and Wynn Las Vegas Capital Corp. and the concurrent amendment of the Wynn Las Vegas credit facility to permit such issuance and sale.
- Assisted gaming and hospitality company with sale of 298 acres of vacant land in Bossier City, Louisiana.
- Served as Nevada corporate, gaming and real estate counsel to the lenders to Fiesta Palms, LLC, in connection with their acquisition and financing of the entities that own, and the assets and real estate that comprise, the Palms Hotel & Casino and Palms Place.
- Represented a subsidiary of Caesars Entertainment in its sale of 10.89 acres of vacant land in Hammond, Indiana.
- Represented Barden Nevada Gaming, LLC in the \$18,000,000 sale, representing 100% of the equity, of the Fitzgerald's Casino and Hotel in Las Vegas.
- Counsel to Pinnacle Entertainment, a casino operator, in conducting a value-for-value option exchange program where eligible employees could exchange certain 'underwater' options to purchase common stock for new options covering a lesser number of shares of common stock. The exchange offer achieved 100% participation.
- Assisted Caesars Entertainment with the transfer of various land parcels to a new subsidiary and addition of the property as collateral for a \$450 million construction loan for Project Linq.
- Counsel to Pinnacle Entertainment, as borrower in a \$410M syndicated revolving credit facility in connection with a Fourth Amended and Restated Credit Agreement, with Merrill Lynch, Pierce, Fenner & Smith and J.P. Morgan Securities as Joint Lead Arrangers, and Barclays Bank PLC, as Administrative Agent.
- Counsel to Pinnacle Entertainment, a casino operator, in registering a unique ongoing public offering of

shares of common stock to customers under a customer loyalty program. The SEC declared the offering's registration statement on Form S-3 effective in July 2011. We believe that this offering is only the second such registered offering to become effective.

- Represented a subsidiary of Caesars Entertainment in its sale of 1.3 acres of vacant land in Bossier City, Louisiana.
- Served as Nevada gaming, corporate, real estate and intellectual property counsel in connection with Station Casinos, Inc. and its operating subsidiaries' emergence from bankruptcy. Brownstein also handled the restructuring, including both asset and equity transfers and new organizational documents with the new owners, and new or amended credit facilities.
- Negotiated a lease on behalf of Wynn Resorts for the high-end retailer, Hermès, in its Encore Retail Promenade in Las Vegas.
- Served as lead counsel to Treasure Island, LLC in connection with the refinancing of its existing credit facility.
- Served as Nevada corporate, real estate and gaming counsel to Caesars Entertainment Operating Company, Inc. and its subsidiaries in connection with the amendment to its senior secured credit agreements and extension of the maturity date of approximately \$800 million in loans from 2015 to 2018.
- Nevada counsel to Caesars Octavius and Caesars Ling with respect to a new \$450M credit facility to be used to complete the construction of the Octavius Tower at Caesars Palace and to develop a retail, dining and entertainment project between the Imperial Palace and Flamingo properties.
- Counsel to the special transaction committee of the Board of Directors of Ameristar Casinos in the repurchase of shares from the company's largest shareholder.
- Served as local counsel to Ameristar Casinos and its subsidiaries and issued opinions in connection with tender offer for notes, notes offering and senior secured credit facility.
- Represented a hotel property owner when an employee was wrongly accused of certain bad actions which were posted on an anonymous website. This accusation urged web users to boycott Brownstein's client's properties. The firm was successful in shutting down the defamatory website.
- Negotiated a complex trademark settlement and consent agreement between the City of Las Vegas and Boyd Gaming Corporation regarding the use of the famous Fremont mark in connection with the City's downtown redevelopment district.
- Represented AMG Entertainment, LLC in their merger with and financing related to a significant night club, restaurant and entertainment company with primary operations in Las Vegas, Nevada.
- Prepared Caesars Entertainment's retail lease form for use across its national hotel and casino network.
- Served as counsel to the Flamingo Las Vegas Hotel and Casino in negotiation of the intellectual property and other rights necessary to develop a Margaritaville-themed gaming area at the Flamingo. This area is approximately 15,000 square feet and includes 22 table games and 220 slot machines.
- Assisted hospitality client with the acquisition of office and warehouse buildings in Las Vegas.
- On behalf of several different casino and hotel owners for a variety of large projects throughout Las Vegas, performed transactional risk assessment and mitigation recommendations; handled all aspects of permitting; advised regarding environmental issues; made recommendations regarding on-site and off-site renewable and alternative energy facilities and power purchases; handled regulatory and all matters related to LEED Certification.
- Represented casino hotels and resorts in various disputes with lessees and in eviction proceedings.
- Represent Tropicana Entertainment Inc. in all Nevada gaming licensure and regulatory matters. Brownstein handles amendments to Tropicana's order of registration and the preparing and filing of gaming license applications, as well as assists gaming compliance personnel with ongoing regulatory issues.
- Served as local Nevada counsel in connection with Harrah's Entertainment Inc.'s (now Caesars

Entertainment Corporation) restructuring of its multi-billion dollar CMBS debt.

- Served as Nevada corporate, real estate and gaming counsel to Wynn Resorts, Limited and issued opinions in connection with a \$1.3 billion first mortgage notes offering.
- Defended a major gaming industry cash access supplier in a \$900 million antitrust litigation case brought by former executives.
- Acted as Nevada counsel to SC Michigan, LLC, a subsidiary of Station Casinos, and issued the Nevada law opinion in connection with the financing of the construction of the Gun Lake Gaming Tribal project.
- Served as Nevada counsel to Aristocrat Leisure Limited in connection with the third variation deed amending and restating a credit facility and group guarantee.
- Represented Icahn Enterprises and Carl Icahn in obtaining regulatory approval in Nevada, New Jersey, Louisiana, Mississippi and Indiana to become the majority shareholder and controlling beneficial owner of Tropicana Entertainment Inc. These approvals, which included findings of suitability for 10 Icahn principals and 15 Icahn subsidiaries, enabled Tropicana Entertainment to emerge from bankruptcy.
- Served as local gaming, corporate and real estate counsel to Harrah's Entertainment, Inc. in connection with a \$750 million second lien notes tack-on and issued Nevada counsel opinions.
- Counsel to Global Cash Access in its acquisition of Western Money Systems, a manufacturer and distributor of redemption kiosk devices to more than 200 casinos nationwide. We handled the corporate due diligence materials, drafted and negotiated the stock purchase agreement and also handled the gaming and licensing process in more than 20 states and 60 Native American tribal nations.
- Acted as Nevada counsel to gaming company in an exchange offer of first mortgage notes and amendment to a credit facility to permit the exchange offer.
- Represented Harrah's Entertainment, Inc. in the sale of Bill's Lake Tahoe Resort in Nevada.
- Served as Nevada corporate and gaming counsel to Harrah's Entertainment Inc. in connection with its \$654 million acquisition of Planet Hollywood Resort & Casino in Las Vegas, and the subsequent modification of its credit facility.
- Served as local counsel to Landry's Restaurants, Inc. in connection with Golden Nugget, Inc.'s amendments to its 1st and 2nd lien credit agreements, including certain covenants and restrictions. The Firm issued corporate and gaming opinions to the administrative agent for the lender, as to Golden Nugget, Inc. and its Nevada subsidiaries.
- Represented a corporation holding a large number of trademarks and domain names in a variety of actions seeking recovery of infringing domain names and damages for trademark infringement.
- Represented Tropicana Atlantic City Corp. in its online services agreement with Gamesys Limited.
- Advised a publicly-traded gaming client on self-correcting distribution errors from its nonqualified deferred compensation plan utilizing the IRS' 409A Correction Program as described in IRS Notice 2008-113.
- Assisted in the successful defense of Shuffle Master, Inc. in the alleged violation of an option agreement seeking damages in excess of \$14 million.
- The Firm served as temporary in-house counsel to Global Cash Access, a provider of cash access products to the gaming industry. Brownstein assists with day-to-day business and contracts.
- Represented Treasure Island, LLC in connection with refinancing its acquisition financing for the Treasure Island Hotel and Casino.
- Served as Nevada counsel to Ruffin Acquisition, LLC in connection with its \$775 million acquisition of Treasure Island, LLC, owner of the Treasure Island Resort on the Las Vegas strip.
- Represented Station Casinos in a dispute over unauthorized third-party use of the trade dress and trademarks used in their distinctive Red Rock Casino Resort & Spa striped design.
- Served as local Nevada counsel for Harrah's Entertainment in connection with an exchange offer related to the existing notes issued by Harrah's Operating Company, Inc. in order to reduce its total debt burden.

- The Firm successfully defended the largest casino in Colorado in various employment suits including two that resulted in week-long trials. In the first, a jury returned a complete defense verdict against a former employee who alleged his termination was both discrimination because of his marriage to a co-worker and retaliation for his wife filing a complaint with OSHA. In the second trial, the judge entered a complete defense verdict after the plaintiff presented his case alleging the casino reassigned him to part-time status in violation of the ADA.
- Represented Progressive Gaming International Corporation as local counsel in connection with its sale of assets, stock, warrants and notes to IGT, a gaming machine manufacturer.
- Represented Icahn Associates Corp. in the \$1.3 billion sale of its membership interests in American Casino and Entertainment Properties LLC, owner of the Stratosphere Hotel in Las Vegas and other gaming properties. The sale was to ACEP Holdings, LLC, an Affiliate of Whitehall Street Global Real Estate Limited Partnership 2007, the affiliated private equity group of Goldman Sachs.
- Represented Station Casinos in its acquisition of real estate.
- Served as Nevada counsel with respect to PITG Gaming Investor Holdings, LLC and Jurat Holdings, LLC preconstruction financing.
- Served as Nevada counsel with respect to Station Casinos, Inc.'s \$8 billion going private transaction, including the various related layers of financing: CMBS financing, revolver financing and mezzanine financings.
- Served as Nevada counsel to Wynn Resorts on its refinancing including a mortgage notes tack-on and a credit agreement amendment.
- Represented CIM Group in the acquisition of Lady Luck Casino, a \$150 million casino and hotel business in Las Vegas.
- Defended providers of public accommodations and services against claims brought pursuant to the Americans with Disabilities Act.
- Represented Gordon Gaming Corporation in the \$345 million sale of the Sahara Hotel & Casino.
- Represented the Fitzgerald's Hotel & Casino in its financing.
- Represented Pinnacle Entertainment, Inc. in the negotiation of a casino lease at Four Seasons, Great Exuma in the Bahamas.
- Represented Pinnacle Entertainment, Inc. in the acquisition of 1.5 acres of vacant land in Central City, a gaming community in the mountains outside of Denver.
- Handled the construction financing for various hotels including Hooters Casino Hotel and the Cannery Hotel & Casino in Las Vegas.
- Won a summary judgment while defending an antitrust action in the gaming industry.
- Obtaining for certain gaming and lodging companies the ability for their operating companies to spin off, tax free, their real estate holdings.
- Represented a client in the acquisition and transfer of real property comprising Twain Road to Clark County.
- Counsel to PCL Construction Services in contract formation, design and construction claims and disputes related to the Black Hawk Casino by Hyatt Project.
- Representing Wynn Las Vegas in a multimillion dollar collection action spanning across several states.

Meet The Team

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