

NORTH PLATTE EXPOSITION AND RACING, INC.

1501 S. Burlington

Hastings, NE 68901

Nebraska Racing & Gaming Commission

Attn: Commissioners

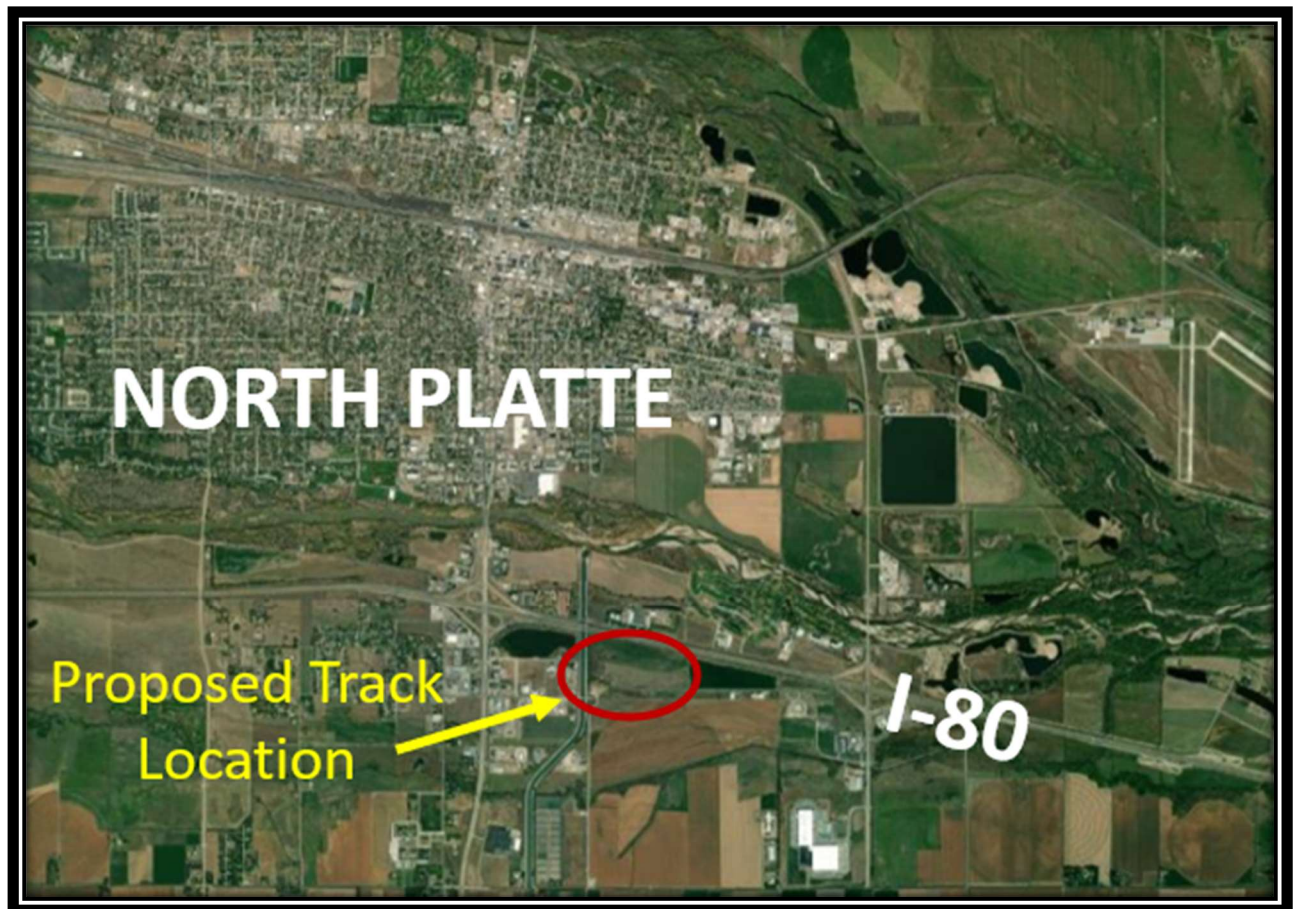
c/o Tom Sage, Director – tom.sage@nebraska.gov

5903 Walker Avenue

Lincoln, NE 68507

Commissioners:

North Platte Exposition and Racing, Inc., a Nebraska non-profit corporation (“NPER”), respectfully requests it be granted a Racing License (“License”) to construct and operate a 5/8-mile horse racetrack it intends to construct in North Platte, Nebraska. NPER has secured an option to purchase 77.25 acres of prime real estate abutting Interstate 80:

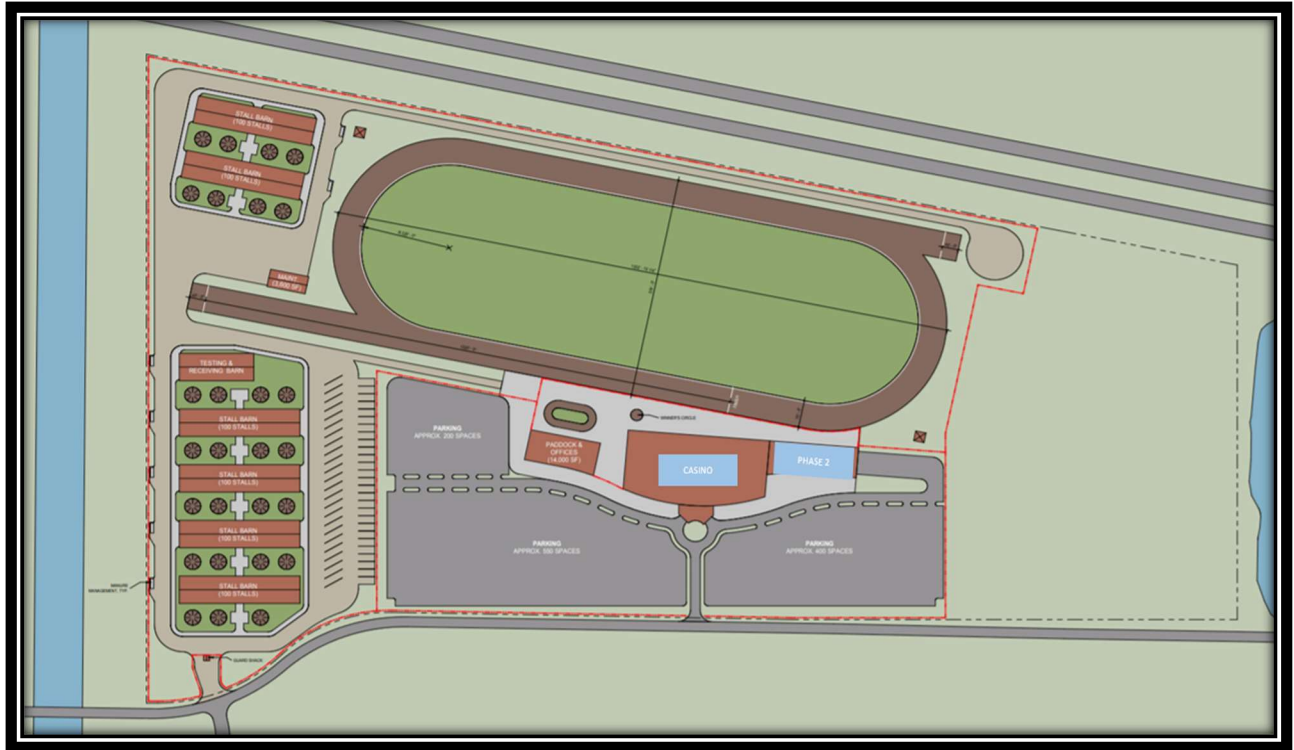


Racetrack land detail: 77.25 acres +/-



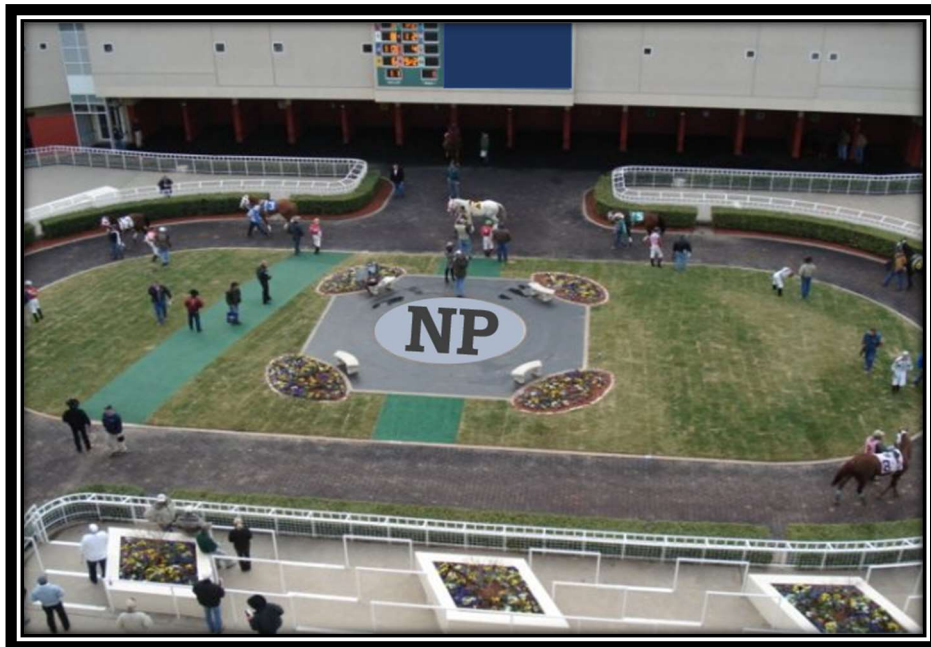
NPER will close this land purchase pending Commission approval for its racetrack license. NPER is already scheduled for all necessary land use approvals and will be presenting before the North Platte Planning and Zoning as well as the City Council in the upcoming weeks.

Once approved by the Commission, the racetrack and auxiliary facilities will resemble the below site plan:



RACETRACK FEATURES

Beyond the Track itself supporting features shall include but not be limited to: a testing and receiving barn, at least 8 stall barns with capacity for 800 stalls, paddock viewing area, winner's circle, grandstand with box seating, separate horsemen lounge area, rooftop terrace and other state-of-the-art facilities to support the racing activities.





There will be 980 guest parking spaces beyond employee parking to more than accommodate busy race days.

SERVICE AREA

North Platte is the last “big city” traveling west along I-80 before interstate junctures that take travelers to either Denver, CO or Cheyenne, WY, both which are 3.5 hours away. Micropolitan Statistical Area (MSA) population for the area is 37,000 and growing. North Platte currently is currently supported by a diverse cross-section of economic business sectors that range from Nations’ largest railcar hub, manufacturing, retail and agriculture. Each of these areas appear to be trending upward in growth and thereby impacting hotel and retail sectors alike. Much of the retail growth is magnetized to the I-80 corridor and further provides significant opportunity for expanded races, related activities and promotion of the overall industry.

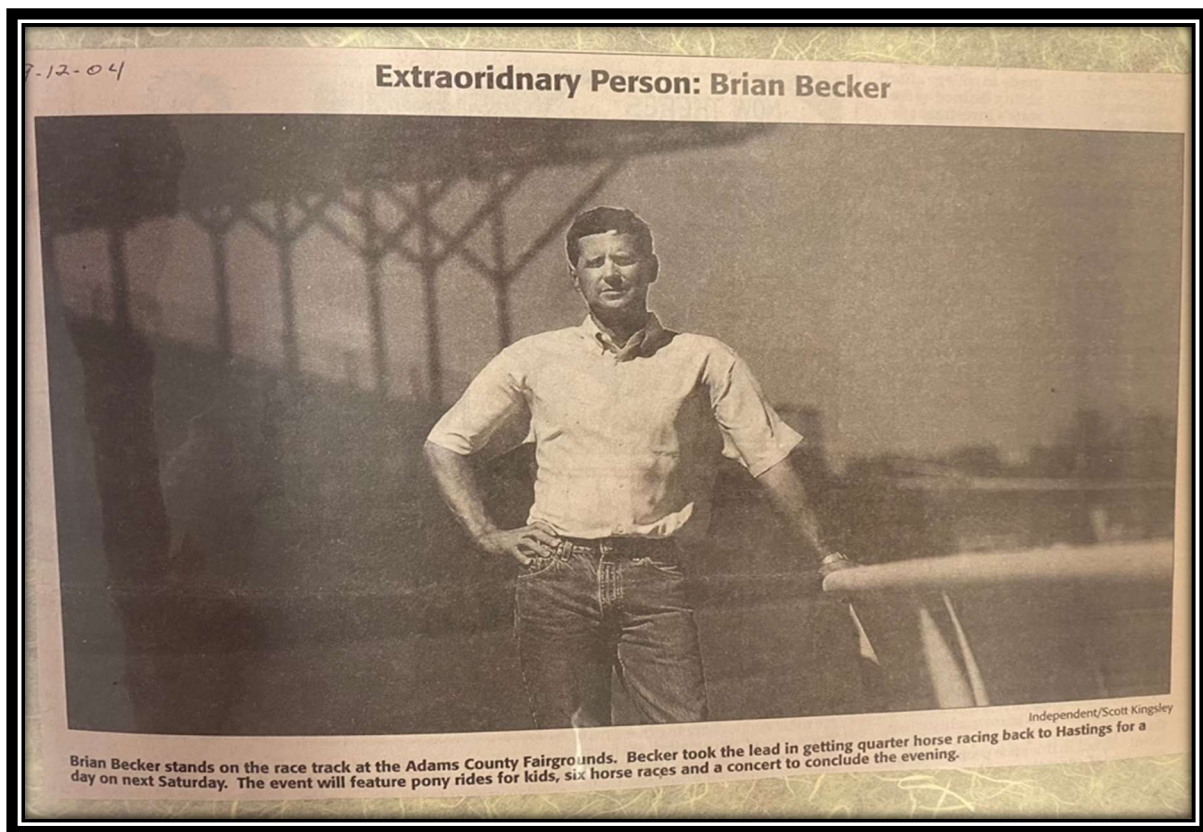
NPER RACETRACK MANAGEMENT TEAM

- Brian Becker

Brian Becker has been active in horse racing for the past 40 years. Brian Becker flew Moore’s Flat from California for the \$100,000 Bossleman/Gus Fonner Handicap in 2001.

In 2002, he began hearings for a mixed-meet license in Hastings, and in 2004 got approval for a Quarter Horse License which is now known as FairPlay Park (a/k/a Hastings Exposition and Racing, Inc.). One of his favorite memories was in 2004 when he hosted a 6-card race as well as mule races which filled the grandstands. Since 2004, and against all odds and naysayers from far and near, Becker has continued to personally run and operate, along with his children, races for the past 17 years. Becker's passion and commitment to Horse breeding and racing within Nebraska cannot be denied.

He has always had a love for both Thoroughbreds and Quarter Horses especially when his daughters began to rodeo. He has sat on the Nebraska Thoroughbred Breeders board for three terms prior to starting FairPlay Park, and currently raises horses on his family farm. Brian has had a goal to give back to the horsemen since he began this journey, and that will always be his goal.



Fairplay Park attracting horsemen to Hastings

Track to draw horses from three other states

By Jeff Apel
jeffrey.apel@theindependent.com

HASTINGS — One of the concerns that Fairplay Park had entering a one-day meet on Saturday was taken care of by rain.

That means the track located at the Adams County Fairgrounds has even less to worry about entering a meet that drew plenty of horses and riders. The seven-race card will rely on lots of ship-in competitors when quarter horse racing is held for the first time in Hastings since 1993.

Post time for an event that also features a concert by Doug



Brian Becker

Kershaw — a Louisiana native who is known as the king of fiddle players — is 3 p.m.

"As you well know horsemen are loyal to one thing — money," said Edward Ziemba, the secretary of Hastings Exposition and Racing Inc., the group that runs Fairplay Park. "All you have to do is look at the entries and you know the horsemen have responded favorably to it."

Fifty-five four-footed competitors — including nine mules that will run in a exhibition event that doesn't include wagering — are expected to compete. The mule race purse is \$6,500.

Offering \$10,000 quarter horse purses enabled the track to draw horses from Kansas, Oklahoma and Iowa in for a one-day meet that created questions for media members attending a press conference on Wednesday.

"That's a tribute to the staff and management putting up

\$10,000 for a purse," said M.C. Seward, the racing secretary at Fairplay Park. "That's a substantial amount of money for quarter horses to run at. That is an attractive incentive for people to come to the races."

Brian Becker, the president/director of Hastings Exposition and Racing Inc., knew spending money was the only way to bring the horsemen back to a track that used to be known as Queen City Downs. Financial difficulties forced Queen City Downs to close after running a live meet in 1993.

"We surrounded ourselves with good people. That's the key," Becker said. "We treat them like family and they'll treat you back good."

Becker originally planned to run six races. An extra quarter horse race was added after the track was denied permission to offer wagering on the mule race. Objections by Lynne Schuller,

the executive director of the Horsemen's Benevolent and Protective Association, led to the ruling by assistant attorney general Jay Bartel.

"My racing secretary threw another race in there just because of the HBPA messing us up on the mule race," Becker said. "You got to let the public bet."

Six of the track's races feature at least eight competitors. Ten starting spots are available in each race.

"A lot of people that are coming raced here when they ran quarter horses," Seward said. "They're interested in coming back. They enjoyed their time here in Hastings. They want to come back to Hastings to have a good time."

Becker has spent months working out details of what he plans to have become an annual event that will likely include more days of live racing in the

future. He has even spent time in a tractor seat while working on a racing surface that was pounded by heavy rain on Wednesday afternoon.

The rain left almost the entire stretch covered in water. Because the longest race run at the track is 400 yards, no horses will run through a turn.

"If there is a concern at any area it's been addressed as far as we know," Ziemba said. "If we had a concern it was whether or not we were going to be able to get enough water on the track. That's not a problem anymore."

Becker waited for the rain to let up while talking with Marv Johnson, a trainer who will saddle a pair of quarter horses on Saturday. Becker didn't sound concerned as he listened to the raindrops hit the clubhouse roof.

"Heck no," he said. "We rolled that thing and tightened it up. It will help level it out."

Since 2004:

Fairplay Park
Hastings, NE
Racing Program

September 25, 2004
Post Time 3:00 P.M.

AQHA
RACING

- Breann Becker

Breann Becker has grown up in the horse business her entire life and spent 5 years as President of Hastings Exposition and Racing. At the age of 7 she began to show in 4-H, at 9 went to over 80 rodeos per year for the Little Britches Rodeo Association, at 12 was competing in amateur rodeos across Nebraska, and by 18 had won over 100 buckles and 8 saddles. She has been very active in the American Quarter Horse Association.



Breann went to the University of Nebraska at Kearney for Accounting. Breann has worked at Lincoln Racecourse in each department as well as worked the teller line, bartended, and cleaned kiosks at the end of each shift. Your Commission invited Breann to participate in every Commission meeting that created the preliminary rules and regulations for gaming expansion in Nebraska, as well as was active in helping with the live meet at Omaha. She has learned a lot in the industry as well as all the stories her dad has told her. This spring she went to the AQHA Heritage banquet where they introduced her and informed the horsemen about the possible growth of Quarter Horse racing in Nebraska. Both Breann and her sister Brooke have been at the legislature whenever anything horse racing related issues are being presented and want to continue to be active in the growth of Quarter Horse racing in Nebraska.



- Brooke Becker

Brooke Becker has grown up around horse racing as well as rodeo. It started with a horse named Blumesday that in 2012 Brian had purchased and gave to his children, which grew their passion for racing. After Brian was done racing his horses, he would let Brooke and Breann have them for rodeo events.



Brooke is a National Junior High School Rodeo qualifier in the barrel racing and spends her time training barrel horses now, expanding her knowledge in Quarter Horse racing, as well goes to college for Human Biology at Chadron State College where she maintains

a 4.0 GPA as well as enrolled in the RHOP program. Brooke represents the future of our industry and reminds us we must always be evolving and growing to reach the younger generation and keep them excited and engaged with horse breeding and racing.

- Cynthia Smith

Cynthia brings over 15 years in both Quarter Horse and Thoroughbred racing regulation and racetrack operations from east to west coast. More recently, Smith was specifically selected by the Iowa Racing and Gaming Commission and the Iowa Quarter Horse Racing Association to serve as a steward at Prairie Meadows.



Smith has also been involved in the Association of Racing Commissioners International serving on the continuing education committee, numerous benevolent programs, including the Racetrack Chaplaincy of America and teaching English as a Second language. Smith also attended the inaugural ARCI Race Investigators Certificate program at the University of Louisville Equine Industry Program. Her role as a racing official and steward give her an advantage in the unique relationship between racetrack management and commission regulation to ensure the integrity of our sport. As Vice President of Racing, Smith is an asset to the strategic plans for Nebraska racing as she has worked with our partner Global Gaming Solutions, LLC., in the southern states and has a passion for our industry and future.

- Brian Jorde

Brian is a trial lawyer and managing partner with Domina Law Group in Omaha. For the past 15 years Brian's legal and courtroom experience has been forged by solving complicated problems and taking on gigantic corporations in high-stakes litigation. Brian's role is to advise NPER and analyze all NPER pursuits and compliance requirements so that each task and objective is approached in the most efficient and disciplined manner. This

focus will assist us in being true to our mission to deliver a first-class experience to all who visit and enjoy NPER's racetrack.

OUR RACETRACK PARTNERS

To further ensure North Platte racing success, NPER has partnered with NPER has partnered with Global Gaming Solutions ("GGS") and its affiliates.

As a wholly owned subsidiary of the Chickasaw Nation, Global Gaming Solutions has access to the full resources of one of the most successful Native American gaming businesses in the U.S. with over 24 gaming facilities, hotels, convenience stores, retail operations, and manufacturing. This diversity of experience gives GGS an unprecedented understanding of a variety of market sizes and the operational expertise to capitalize on the opportunities presented at NPER. The greatest benefit of that experience is the ability to be flexible, and to adapt to evolving market influences and goals of the NPER operation. Since 2010, Global Gaming Solutions, LLC has operated Remington Park Racetrack and Casino located along Interstate 35 in Oklahoma City, Oklahoma. This experience uniquely positions GGS as an optimal partner for NPER. In a decade of ownership, GGS has improved Remington Park's performance across a number of key indicators such as purses and field size. Purse size has experienced a 22.8% improvement. Wagering on Remington Park races has increased 120%. The current market value of Remington Park has increased 150% since GGS acquired ownership. Beyond the proven track record in pre-development and development of gaming operations, GGS has an intimate understanding of the important correlation between gaming and purses; state and horseman groups; and the impact of racing/gaming operations on the local community.

As horsemen are the backbone of our industry, we take our relationship with them very seriously with each states breeding industry benefiting from that relationship. From the early days in 2004 of lobbying Oklahoma voters to pass casino gaming legislation to working on our most recent Economic Impact Study in 2018 that showed the horse industry in the State of Oklahoma to garner \$3.8 Billion in total economic value to Oklahoma. We know stallion and mare owners depend on a robust racing environment in Nebraska and with a state that has a history of just that, we're excited for the opportunity to partner with NPER to see that through!

GGS operates Lone Star Park featuring two exciting racing seasons with over 700,000 visits annually. The impact of these projects can be measured in millions of dollars in direct economic impact, direct payroll and promotion of economic activity in the local communities. Since 2008, GGS has successfully leveraged their business and

technological expertise to invest in gaming, racing and entertainment opportunities. GGS brings extensive expertise in development, management, marketing, and public relations.

Members of the GGS management team will be available on July 16 for any questions the Commission may have.

This type of additional expertise confidently allows NPER to state its races will be planned and ran with the utmost attention to detail and responsiveness to the needs of all involved who we welcome to North Platte from the Exercise Rider and Valet to the Stable Foreman and Jockey and everyone in between.

In addition to those directly involved in our race days, we are excited for the economic expansion that will benefit the local economy with the increased activity and utilization of existing hotel rooms, restaurants and other local business.

FUTURE PLANS

Once we have established North Platte as horse racing destination, Phase II of our plans will commence, assuming Commission approval of our future Gaming Operator License Application. GGS will assist in construction, development, management and operations of the gaming facility as well as consultation related to all race day and racetrack operations.

Phase II consists of an approximately 32,000 square foot gaming facility complete with 650 electronic games, 10 table games, simulcasting racing area, sportsbook, restaurant and bar, retail and gift shop, among other amenities. Our current concept and layout for the North Platte gaming facility is below:





MISSION

While the above are conceptual previews of our long-term plan, first and foremost, we are horse people. Our immediate focus is bringing horseracing to North Platte and revitalizing this dying industry. This is not just something convenient to say – it is in fact how the Beckers have lived their lives. For over 21 years Brian Becker and family have been supporting and participating in horse breeding, training, and racing – it is in their blood. NPER will be laser focused on the development and successful management of the North Platte Racetrack and fostering the rebirth of Nebraska's horsemen and women.

To show how serious NPER is about bringing horse racing back to Nebraska in a meaningful way and to set the standard for all other applicants to follow, **we commit to allocating ten percent (10%) of net operating income from the North Platte gaming facility toward the Quarter Racing Association of Nebraska and the Quarter horse breeding program.** Not only will NPER contribute meaningfully to this revitalization, our economic analysis suggests that the first ten-year (10) contributions to the State of Nebraska from new tax generation should be in excess of \$90,000,000, with over \$15,000,000 to Lincoln County and \$15,000,000 to the city of North Platte.

NPER team members that will be hired to support the racing and gaming operation will number from 180 to 225 employees with total annual salaries projected from \$4.0 million to \$4.75 million plus benefits.

The value the North Platte facility will bring to the local economy through added tax revenue generated through visiting horsemen, Jockey's, horse players and tourism will help satisfy our commitment to local agriculture. By creating a collaboration with both the local and agricultural communities we will stimulate an awareness for strengthening horse racing through programs designed to promulgate growth throughout Nebraska horse racing and breeding.

CONCLUSION

NPER is humbled by the opportunity to present this vision of expanding horse breeding, training, and racing in Nebraska and if our application is granted, we pledge to bring the same level of dedication, passion, and persistence to the horse industry moving forward as the Becker family has for the past two decades in Adams County. We welcome any questions, feedback, and suggestions the Commission has and view you also as our partners in making this operation a success for all.

Respectfully submitted,

North Platte Exposition and Racing, Inc.,