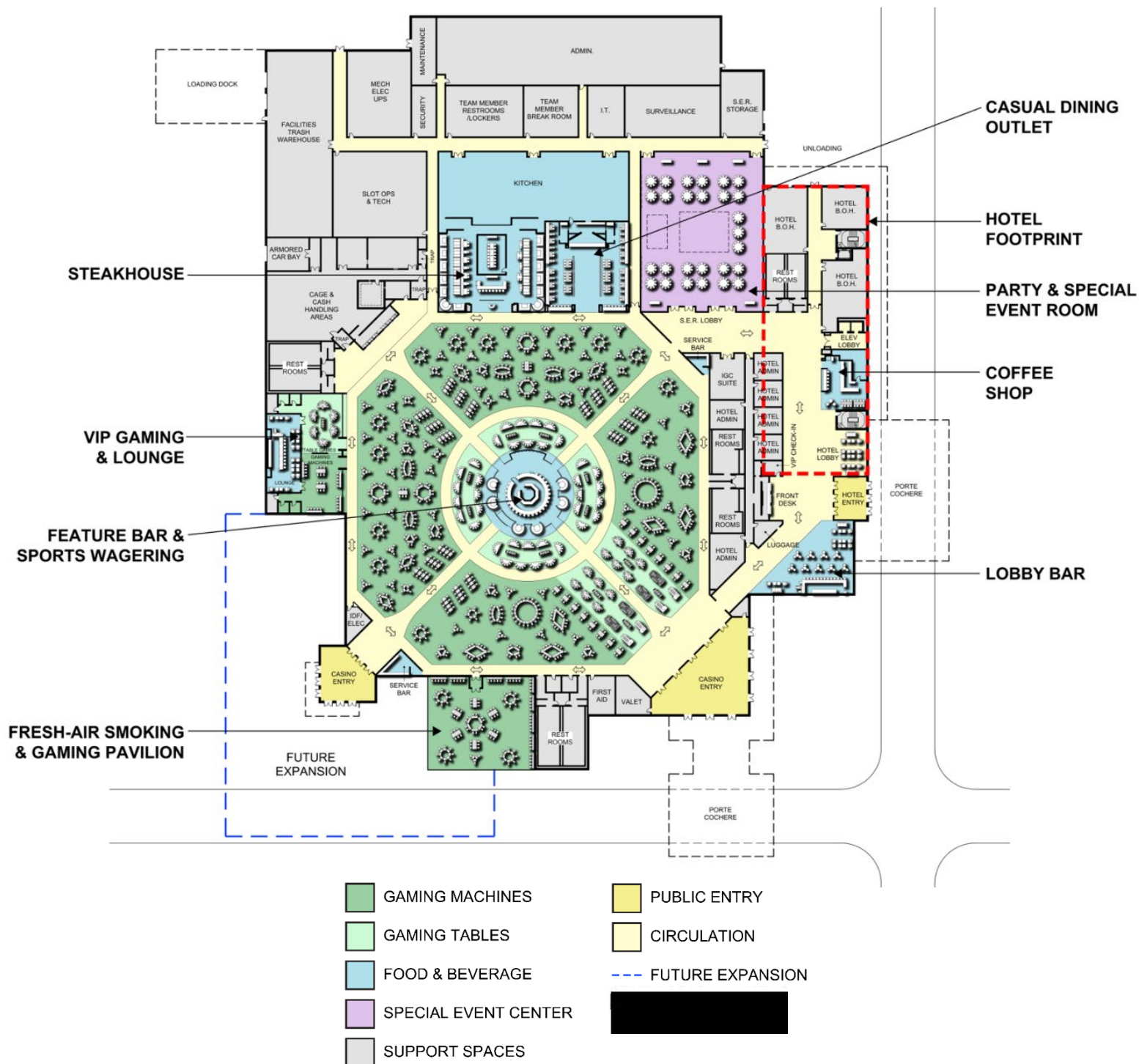


EXHIBIT 28

Submit as Exhibit 28 a detailed statement describing Applicant's plan for Gaming Operations, including the total number of Gaming patrons to be serviced in the Casino, and the plan for placement of Enforcement Agents, the layout of the Gaming Area and other activity areas, the restroom and medical facilities available to patrons, the plan for location of Games and patrons' access thereto, the projections concerning the number of patrons playing each Game, the plan for percentage of payout of Slot Machines, the plan for using a cashless wagering system, and house rules for table games.



PRELIMINARY CASINO FLOOR PLAN



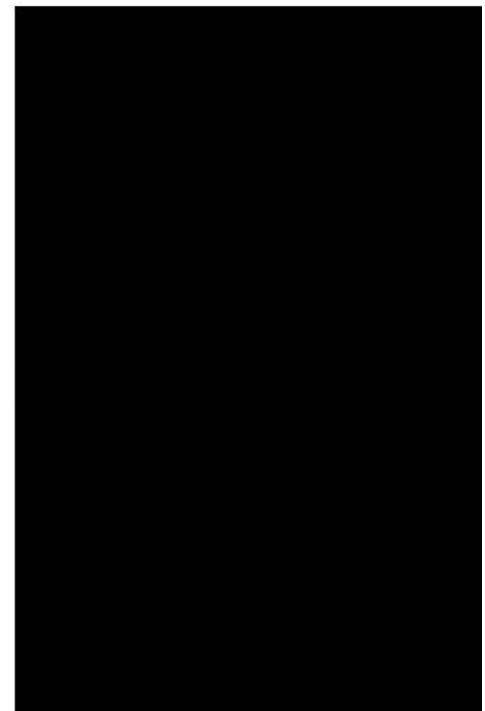
GAMING PATRON CAPACITY

The gaming floor at the Queen of Terre Haute Casino Resort, highlighted green in the Preliminary Floor Plan at the beginning of this Exhibit, is designed to facilitate up to 50 table games and up to 1,000 slot machines across approximately 56,400 square feet of gaming space. As further detailed in Exhibit 33, the Casino will feature several dining and entertainment spaces throughout with aggregate seating that can accommodate approximately 840 guests. Maximum capacity for the facility is estimated at 6,600 people, exclusive of the Hotel at the Queen of Terre Haute (the “Hotel”), with the Hotel adding capacity for another estimated 900 people.

Projections from the Innovation Group’s Gaming Market Assessment commissioned by Churchill Downs Incorporated (“CDI”) for this project (as discussed further in Exhibit 45) suggest that we will serve in excess of 1.3 million gaming patrons per year at the property.



SURVEILLANCE, SECURITY & ENFORCEMENT AGENT PLACEMENT

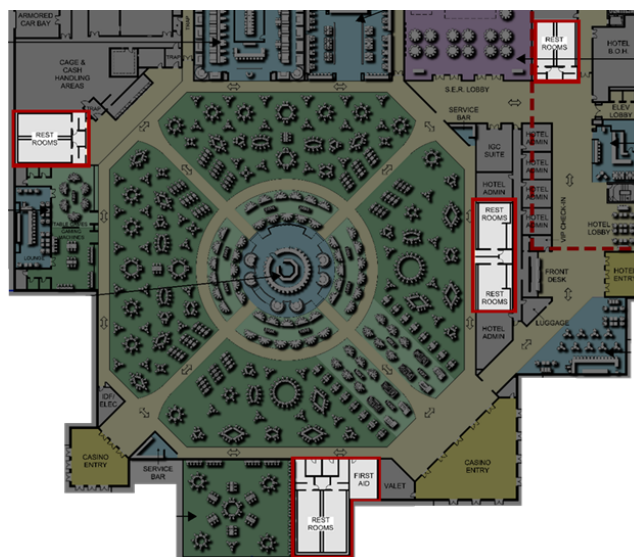


Our design for the Queen of Terre Haute aspires to captivate and impress patrons by stirring their senses in a unique entertainment atmosphere that features an updated and modern interior design complimented by LED video screens, an engaging audio sound system, and exciting colorways of materials featuring durable stone, metal, and wood accents throughout the interior spaces of the facility.

The gaming floor is patron friendly and functional for staff to operate, a product of its wide and clearly-identified perimeter circulation pathway and two diagonal intersecting pathways. The perimeter and diagonal pathways are fitted with different flooring than the gaming floor to maximize intuitive flow throughout the property (refer to the green highlighted area of the Preliminary Floor Plan illustration at the beginning of the Exhibit). Patrons access all of the venues and entertainment areas on the gaming floor easily from the perimeter pathway. These venues include: Four Cornered Steakhouse, TwinSpires Sportsbook at Crossroads Sports Bar, the Casual Dining Restaurant, the Special Event Room, the VIP Lounge and Gaming Area, the Smoking Patio, Restrooms, and the First Aid/Medical service room that is appropriately located adjacent to the highly visible Main Casino Lobby.

Three amply-sized restrooms are located around the gaming floor for maximum guest convenience. These facilities are envisioned at the east, south, and northwest perimeters of the gaming floor, as highlighted in the diagram to the right. Another restroom is planned for the Hotel's lobby, while the staff area of the facility features its own locker room and restroom facility for team members.

For the safety of our patrons, we have located a First Aid room near the southeast Casino entrance. This positioning provides optimal access to entering/exiting the property should an ambulance or other emergency vehicle be required.

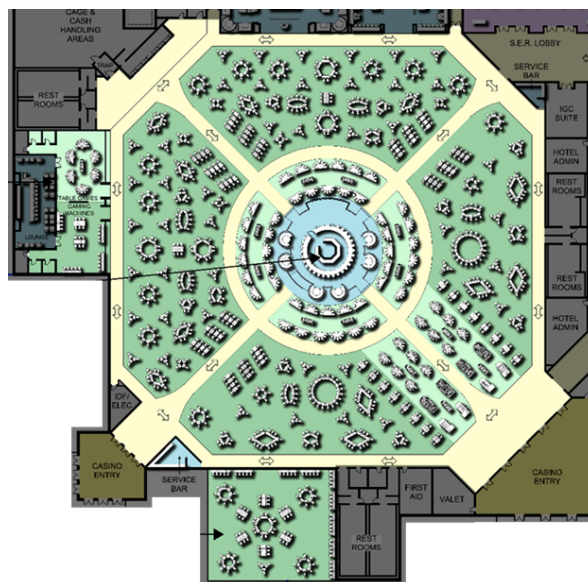
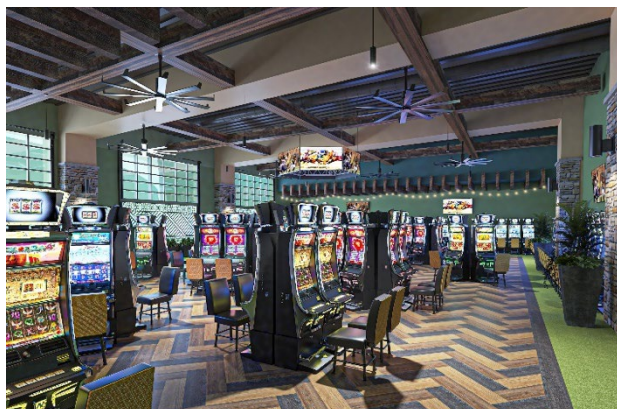


GAME PLACEMENT AND ACCESS

The configuration of the various gaming spaces are highlighted in the graphic below. Areas shaded dark green represent slot machine banks, areas shaded light green are intended for table games, and the blue section is TwinSpires Sportsbook at Crossroads Sports Bar.

The main gaming floor's diagonal pathways are accessed from the perimeter pathway, allowing patrons easy access across the gaming floor. The two diagonal pathways intersect in the center of the gaming floor where the marquee Crossroads Sports Bar is positioned, serving as the focal point of the space. The inspiration for this intersection in the center of the gaming floor is a nod to Terre Haute's heritage as the Crossroads of America.

Located south of the primary gaming floor is an open-air smoking and gaming pavilion, which will offer smoking patrons a comfortable environment to enjoy slot play while ensuring the facility remains in compliance with Vigo County's smoking ordinance. This approach reflects our productive engagement with local elected officials and Terre Haute public health advocates, including the leadership of Chances and Services for Youth's Tobacco-Free Vigo; we look forward to ongoing collaboration on a smoke-free main facility that allows patrons who chose to smoke and play in this standalone outdoor "fresh-air" pavilion.



The VIP gaming room and lounge are on the west side of the facility, featuring premium table games and slots as well as a dedicated lounge that offers high-limit players a luxurious gaming experience.

Crossroads Sports Bar features 360-degree sightlines to the entire gaming floor. This space is elevated above the main gaming floor, and will be accessible by stairs as well as an ADA-compliant ramp. Crossroads will include a flagship TwinSpires Sportsbook, and accommodate guest lounge seating, bar seating, DJ, and other guest experiences. The elevated floor level and prominent LED video screens will be the focal point from any direction on the gaming floor. The TwinSpires Sportsbook will showcase multiple LED large format video panels displaying odds and live sports action along two octagon-shaped screens that are installed at a high elevation near the ceiling to let patrons enjoy live broadcasts from afar, and at another lower octagon-shaped screen over the bar itself for patrons that are at close range.

Throughout the casino floor, gaming machines and table games are strategically placed with a comfortable amount of buffer space to produce a more open experience. Observations and data collection across the Churchill Downs

family of gaming properties consistently demonstrates that gaming floors with dynamic rows of machine layouts, shorter banks of machine games, and more space between the gaming modalities are a design element appreciated by patrons and staff alike. These hallmark CDI gaming floor features contribute to a more comfortable, accessible gaming experience and positively impact facility performance.

PATRON GAMING PROJECTIONS

[REDACTED]

[REDACTED]

SLOT MACHINE PAYOUT

[REDACTED]

CASHLESS WAGERING SYSTEM

[REDACTED]

HOUSE RULES FOR TABLE GAMES

[REDACTED]

EXHIBIT 33

Submit as Exhibit 33 a detailed statement describing Applicant's plan for providing food, beverages and other concessions to patrons both in the Casino and, if applicable, at a Support Facility, identifying the goods, services or equipment to be provided by a vendor as part of the proposed Casino Gambling Operation, and identifying the operations that will require further licensing, including liquor licenses, retailer licenses, and licenses to prepare and serve food for human consumption.



FOOD, BEVERAGE & HOTEL OFFERINGS

The Queen of Terre Haute will be a true destination resort, offering a wide selection of cuisine options and luxury accommodations. The restaurant, bar and hotel concepts set forth below draw from popular offerings at other Churchill Downs Incorporated (“Churchill Downs” or “CDI”) gaming properties, while adding inspiration from the history and heritage of West Central Indiana. From the facility’s main floor to the hotel rooftop, the Queen of Terre Haute will offer something for everyone.

FOUR CORNERED STEAKHOUSE

Inspired by Terre Haute’s famous turn of the 20th century Four Cornered Track, a former Standardbred track located at the corner of Brown and Wabash avenues (now the site of Indiana State’s Memorial Stadium), the classic Four Cornered Steakhouse blends chef-centric recipes, fabulous service, and a stylish, energetic, and beautifully-appointed dining room into a one-of-a-kind guest experience for any occasion.

The cuisine at Four Cornered Steakhouse will feature premium ingredients across the entire menu – appetizers, traditional Wedge and Caesar salads, soup of the day, USDA Prime Beef, seasonal seafood, and pastry chef-caliber desserts. An impressive array of wines and classic spirits, including a robust selection of Kentucky bourbon, will create an ideal pairing for guests’ meals.

Every CDI steakhouse has its own story; Four Cornered Steakhouse will convey its inspiration through its design theme, bringing art into the bar, main dining room, and private dining room that reflects the unique story of Terre



Rendering of Four Cornered Steakhouse

Haute. Large format canvas prints, mural walls, accessories, and furnishings paired with atmospheric accent lighting will create a high-end and memorable atmosphere. The main dining room will offer guests multiple vignettes so each dining experience is unique. An open floor scheme offers flexibility in the main dining room; other areas will feature banquet seating with tables that can be nested to accommodate large parties, and the perimeter will be lined with comfortable booths. These spaces are seamlessly woven into a classic American steakhouse that boasts a warm and rich interior decor theme that includes woods, leathers, rich textiles, stone, brick, and iron accents. Luxurious tufted-back dining chairs, upholstered walls, and booth seating with stained wood offer added visual appeal among the guest seating. Tall ceilings, accent lighting, and complementing pendants with state-of-the-art light scene controls will seamlessly unify Four Cornered Steakhouse's look.

TWINSPIRES SPORTSBOOK AT CROSSROADS SPORTS BAR

The TwinSpires Sportsbook at Crossroads Sports Bar is situated at the center of the gaming floor with a design to bring energy and focus from across the facility. Whether a sports enthusiast or casual guest, everyone will be attracted to the atmosphere of this entertainment hub. Guests arrive to Crossroads primarily from two diagonal gaming floor pathways – designed to evoke the intersection of U.S. Highways 40 and 41 in downtown Terre Haute – that meet in the center of the gaming floor, where the 360 degree round shaped Crossroads Sports Bar and accompanying TwinSpires Sportsbook are located. The design and branding of this featured area was inspired by Terre Haute's status as the "Crossroads of America."



As guests circulate the gaming floor, they won't be able to help but notice the impressive over-sized LED video displays that continually change, making the space dynamic and exciting. A variety of content, including betting odds and sports broadcasts, will be enhanced by the impressive sound system.



Rendering of Crossroads Sports Bar

There will be no better place in the Hoosier State to watch March Madness, the Indianapolis Colts, the Indiana Hoosiers, and the Indiana State Sycamores.

Crossroads Sports Bar will offer views to numerous LED displays as well as across the expansive gaming floor in every direction. Guests will have entertainment options in the venue that feature sports viewing and betting, gaming, lounge seating, and live music entertainment. The circumference of the venue is designed with a low wall adorned with accent LED lighting on the gaming floor side and banquette seating on the bar side in a cocktail lounge setting. Additional round booths are designed into the low wall that can be reserved by guests for a one-of-a-kind private party experience in Crossroads Sports Bar.

VIP LOUNGE

The VIP Lounge is located adjacent to the High Limit Gaming area. The interior of the VIP Lounge raises the bar to another level in pampering guests and providing a unique, luxurious experience. Guests arrive into the lounge and are promptly greeted by a host as they make their way past a custom screen wall catching a glimpse into the lounge while the lighting levels become dimmer, creating a more relaxed mood. As the guest enters the main lounge, the focal point is the beautifully-detailed custom bar and its back bar.

The bar and back bar are designed and clad in stone, wood, and metals. The back bar displays premium spirits and appropriately-sized LED displays reside behind a glass panel framed in wood. When the LED displays are off, the glass panels appear as a framed mirror. The VIP Lounge features custom-designed flooring, artwork and accent lighting and boasts its own private restrooms for guest convenience.



Rendering of VIP Lounge

THE HOTEL AT QUEEN OF TERRE HAUTE

The Hotel at the Queen of Terre Haute (the “Hotel”) features an energy-efficient glass exterior accented with a subtle LED glow, a detail that occurs on the exterior tower at each floor level. A rectangular geometry motif appears at key locations on the Hotel’s façade relating the Hotel tower’s design to that of the lower “podium level.” These design features create a unique signature design in the Terre Haute skyline that will be admired from miles around.

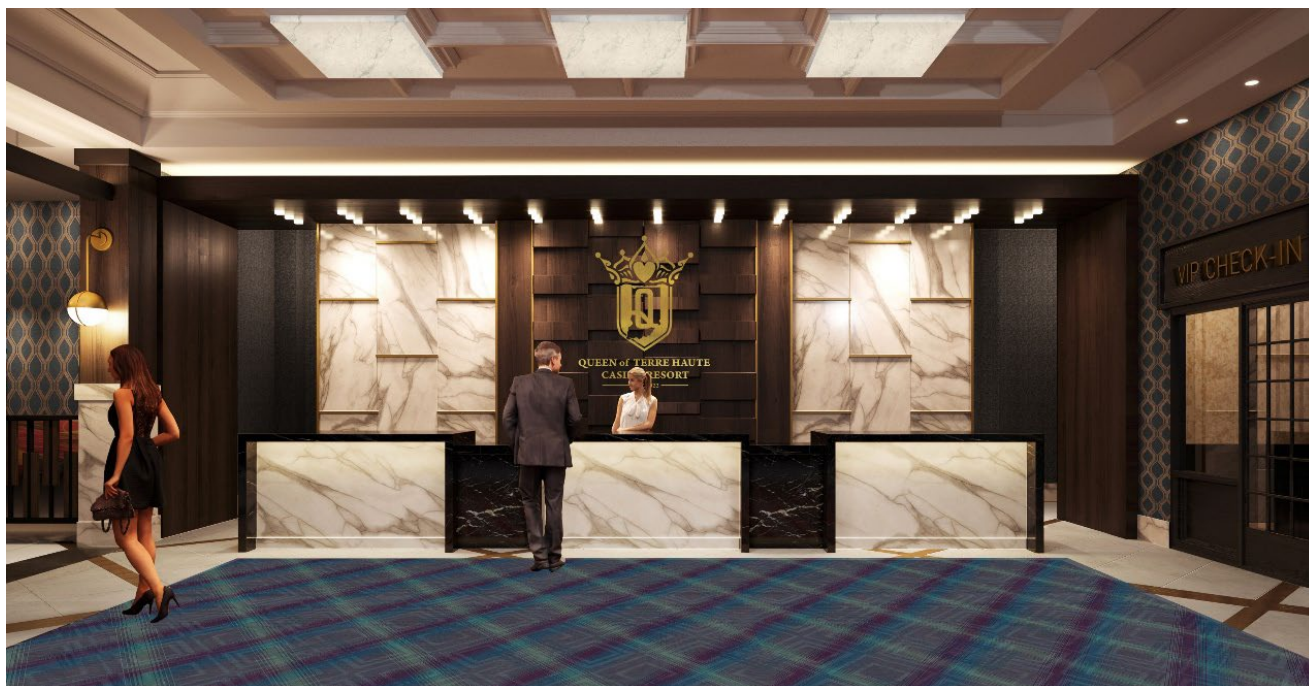
The Hotel’s glass exterior creates windows in the guest rooms that extend from floor to ceiling on each floor. Every guest will enjoy the long-range views this design affords from inside their modern-designed hotel rooms, an architectural approach typically only enjoyed in major city hotels, now a desirable and attainable option for visitors to the Queen City of the Wabash Valley.

The Hotel’s interior showcases a lineup of approximately 125 elegantly-appointed rooms, with a variety of room types and suites (including ADA-compliant rooms) to ensure the property appeals to a broad spectrum of visitors. The preliminary plan includes more suites than standard guestrooms, counter to other similarly-sized hotels, making the Queen of Terre Haute a distinctly-unique destination property.

The Hotel’s mix of guestrooms will include:

- **Standard Guestrooms** (mix of King Bed rooms and 2 Queen Beds per room)
- **Junior and Executive Suites**
- **Presidential Suite**

Each guestroom will feature inspiration from Terre Haute’s rich history. The modern design of the guestrooms will blend custom wall coverings depicting iconic imagery of Terre Haute’s past with architectural details that tastefully reflect the character of West Central Indiana.



Rendering of the Hotel Lobby



Rendering of a Standard Guestroom



Rendering of a Suite



Rendering of the Presidential Suite



ROOFTOP BAR AND LOUNGE

The Rooftop Bar and Lounge is where the indoor excitement meets the outdoor vibe high atop the Hotel tower. The marquee feature is the heated plunge pool that is wrapped by a large sun-bathing patio fitted with chaise lounges and pool furnishings. Guests are shielded from the elements by tall safety glass wind breaks.

During the day, the Rooftop Bar and Lounge accommodates guests for relaxing on the patio and enjoying the pool. As the evening approaches, this space evolves into an energy-charged entertainment venue. The state-of-the-art sound system provides rhythm at night, pairing nicely with an array of LED flat panels that broadcast live sports action and other video content. Guests can order their favorite drinks and tasty bites while enjoying a view unmatched in West Central Indiana.

The covered bar is adjacent to the pool, offering refreshments and seating options that provide guests a great viewing sightline to the multiple LED video displays on the back bar. The back bar features an impressive countertop highlighted by a continuous multi-tier illuminated bottle display. A covered lounge offers comfortable club chairs, dining tables, and oversized outdoor sectionals.



Rendering of Rooftop Bar and Lounge

HOTEL LOBBY BAR

The Hotel Lobby Bar, an inviting space on the Hotel's first floor, allows guests a space to relax on plush club chairs with their favorite beverages and appetizers. It makes for a natural area to unwind after checking in or as a meeting spot for friends before a night of gaming and fun. The Hotel Lobby Bar is conveniently located on the Hotel tower's central pathway and positioned near the Hotel Front Desk with direct sightlines to the Casino Lobby (refer to the Floor Plan in Exhibit 28).

The Hotel Lobby Bar is designed in a linear shape to create a variety of seating options, giving guests the choice between the bar itself and the cocktail lounge area. The bar features a lengthy and generously-appointed stone bar top that accommodates seating for many guests. The cocktail lounge offers club chairs, arm chairs, small tables, and high-top tables with stools. The cocktail lounge features a small stage area for live performances.

The stylish bar features a long curving ceiling and accent lighting. The design incorporates a multi-sensory experience with wall finishes that are rich in texture and pattern, and seating textiles that are plush and soft.



Rendering of Hotel Lobby Bar

SPECIAL EVENT ROOM

The Special Event Room is the venue where gamers and guests alike gather for events, including private VIP and charity functions. A pre-function lobby area is located at the main entrance to the space, leading to the gaming floor in one direction and to the Hotel main entrance in the other. The Special Event Room's tall ceilings, quality acoustics, and understated-yet-elegant interiors make this venue an ideal setting for a variety of small events (refer to the Floor Plan in Exhibit 28).

The room boasts a clear span and column-free design that provides maximum flexibility in table and seating layout with uninterrupted sightlines to the head table and/or a stage platform. The venue is supported by a meal prep and staging room fully equipped with catering modalities, portable bars a sophisticated full-service catering kitchen that can efficiently prepare and serve plated meals.

We have worked with local officials in Vigo County to ensure that the Special Event Room complements, rather than competes with, the new \$35 million Terre Haute Convention Center. To that end, we will limit the Special Event Room's capacity to 500 patrons. Once open, we believe the Queen of Terre Haute, and its Special Events Room, will be a powerful tool to help Terre Haute attract events to its new downtown convention center.



Rendering of Special Event Room

CASUAL DINING RESTAURANT

The Casual Dining Restaurant will feature a menu with a broad range of made-to-order comfort food. This type of venue will offer popular culinary themes including whiskey bourbon barrel burgers, Nashville hot chicken, Tex-Mex cuisine, shrimp po-boys, healthy wraps and salads, and splurge-worthy homemade desserts. The menu concept will also draw from local inspiration to ensure this dining option will have something for everyone.

The dining room will be fitted with two-top and four-top dining tables with a tall and long communal dining table that will serve as the feature table in this welcoming venue. The interior design showcases wood flooring in a classic herringbone pattern, textured wall coverings, framed thematic artwork, and a multi-plane ceiling with pendant light fixtures to enhance the dining experience.



Rendering of Casual Dining Restaurant

COFFEE & SANDWICH SHOP

The Coffee & Sandwich Shop is a convenient and inviting place to get a caffeine fix or grab a bite – day or night. Guests will find this café charming, cozy, and alluring, with all the wonderful smells of freshly brewed coffee, toasted bagels, warm muffins, and hot/cold sandwiches. A variety of beverages and packaged snacks will offer quick options for everyone's palette.

The design invites guests to explore menu options in an open, contemporary space. Patterned porcelain tile floors are paired with brick and plaster-like wall aesthetics and windows that provide natural light throughout the day. A café-style dining area is positioned in the footprint, outfitted with two-top and four-top tables and communal seating options.



Rendering of Coffee Sandwich Shop

LICENSING

See below two tables identifying the operations that will require further licensing from Vigo County and/or the state of Indiana, including liquor licenses, retailer licenses, and licenses to prepare and serve food for human consumption.

