

JOB OPPORTUNITIES AND TRAINING FOR UNEMPLOYED

EXHIBIT X. B.3

Although the unemployment rate for Orange County is 5.2% or 8,900 residents (not seasonally adjusted) as of April 2014, the opening of the Sterling Forest Resort facility will present a great opportunity for the unemployed and under-employed who seek to enhance their career paths. In addition, the Hudson Valley Region with its 52,900 unemployed residents will directly benefit from the creation of over 3,000 jobs. This project will have a significant regional impact both in terms of economic development and job creation. The additional jobs will further provide economic stimulus to the region as the unemployed become employed financial contributors to the region's economy by occupying a number of high-quality jobs created by the facility.

Sterling Forest Resort's gaming facilities will encompass both gaming-specific skill sets (casino dealers, slot attendants, and technicians) and other positions found in non-gaming facilities (accountants, cashiers, food servers, cooks, security officers, electricians, and housekeepers).

For each position, a multifaceted regiment of training will be provided prior to the property opening. This comprehensive approach to training a new workforce is an integral component for Sterling Forest Resort to ensure a successful opening and highly effective ongoing operations.

For those unemployed job-seekers who wish to pursue a career on the casino floor, Sterling Forest Resort will offer dealer training schools. Schools teaching the games of blackjack, craps, and roulette will be held at a company training location. In addition, independently owned dealer schools will be used to supplement the in-house training. Once technical skills are learned, new employees will continue with company-sponsored programs such as new hire orientation and customer service skill training. More experienced gaming employees will mentor new employees as they enter the workforce.

A facility as large as Sterling Forest Resort requires a significant number of skilled tradesman. While a number of skilled, experienced tradesmen will be hired from the local community, the job market will not support the hiring of the size of staff needed for this project. This will require Sterling Forest Resort to implement an apprenticeship program.

Candidates for the apprenticeship program will be recruited from vocational schools in the area, as well as from veterans' groups who have an ample supply of returning servicemen and servicewomen.

These trade skills are learned over a period of time—they are not quickly learned in simple classroom instruction or short, on-the-job training period of several months. To that end, apprentices will be paired with skilled tradesman while they develop in their respective trades, whether it be electrical work, plumbing, HVAC, carpentry, or general facilities maintenance. In addition, apprentices will receive classroom instruction from vendors who supply materials and from schools who are engaged by Sterling Forest Resort to provide instruction in the latest trade techniques. This instruction will provide apprentices with the full set of skills needed to grow and succeed in their chosen fields.

In other areas of the operation, Sterling Forest Resort will teach skill sets, rather than hire employees who have worked with other employers using their processes. For example, housekeeping, transportation, groundskeeping, customer service, slot technicians, and casino dealers are areas that can be learned with proper training programs. Candidates who have the right attitude, irrespective of their current work situation, will be ideal candidates for these types of positions.

Finally, many residents have lost their jobs due to the recent economic downturn and corporate restructuring. Many of these residents are highly competent professionals in their respective fields who would benefit from the significant job creation that this project will provide.

Sterling Forest Resort's multifaceted recruitment plan includes sourcing candidates from various job banks and New York Department of Labor Centers, which provide access to many long-term unemployed candidates seeking to re-enter the workforce. These unemployed residents will have direct access to job availability at the Sterling Forest Resort facility.

In addition, Sterling Forest Resort plans to take a pro-active approach in partnering with community colleges, veterans-to-work organizations, and the Orange County Workforce Development

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System to make high-quality jobs at the facility available to this segment of the population. These groups will enable the company to reach unemployed residents who might not otherwise be reachable through traditional recruitment processes. Through these partnerships, company representatives will be able to provide information sessions, realistic job previews, and career path models at the partner's facilities, so the full scope of job opportunities can be fully understood. Sterling Forest Resort also intends to conduct interviews at the partners' facilities, where unemployed residents can begin their journey with the company right in their local facility.

Further, the company's commitment that qualified unemployed individuals will not be disadvantaged based on their unemployment status, will be publicized on the company's hiring website, in application materials, and in other places seen by job seekers.

A key component of Sterling Forest Resort's approach to selecting and hiring candidates who are unemployed or underemployed rests on the company's focus on true occupational qualifications, rather than on using current employment factors as a heavily weighted decision-making tool.

Once employees are on-board, the facility will provide training to ensure these employees are properly assimilated into the workforce and set up for success. With ongoing training part of the way of life at Sterling Forest Resort, those residents who are unemployed can realize dreams that may otherwise be unfulfilled.

MEMORANDUM OF UNDERSTANDING (“MOU”)

GREATEST NEED WORKFORCE DEVELOPMENT INITIATIVE

RW Orange County LLC (“RW”) and each of the signatories hereto (the “Local Partners”; together with RW, the “Parties”) hereby agree as follows:

WHEREAS, The State of New York (the “State”) has signed into law The Upstate New York Gaming Economic Development Act of 2013 (the “Act”) and in connection with the Act has issued a Request for Applications to Develop and Operate a Gaming Facility in New York State (the “RFA”);

WHEREAS, the Act was passed to stimulate economic development, i.e. job creation, enhancement of the State’s tourism industry and new state and local tax revenue;

WHEREAS, RW, which is an affiliate of Genting Americas, Inc., is an applicant before the New York State Gaming Commission submitting two separate bids in the Town of Tuxedo, New York and the Town of Montgomery, New York, that each seek a license to develop, construct and operate a destination resort facility, including a casino, hotel and various amenities in Orange County, New York (each, individually and collectively, as the context requires, “Resort”);

WHEREAS, each of the Local Partners is a stakeholder serving the communities in and around the Resort and the greater New York region;

WHEREAS, the Parties desire to work together to create workforce development programs that create new career and job opportunities for the unemployed and underemployed, which foster advancement opportunities, further diversify the local and regional job base, and provide training and career opportunities in growing industries; and

WHEREAS, RW intends to actively support and promote the mission and operation of each Local Partner, and each of the Local Partners and RW believe they stand to mutually benefit from entering into agreements relating to the terms and conditions of such support.

NOW, THEREFORE, RW and the Local Partners, subject to the terms and conditions herein contained, and in order to effectively respond to this workforce need as soon as possible, in partnership and collaboration with each other, hereby agree as follows:

1. **Cooperation.** The Parties agree that in the event RW is awarded a license and opens the Resort for business, each of the respective Local Partners would benefit from the furtherance of their missions and businesses by partnering with RW to respond to the workforce need in New York. In furtherance thereof, the Local Partners agree to each separately cooperate to develop and participate in a workforce development initiative that addresses the populations and communities demonstrating the greatest need in the region (the “**Greatest Need Workforce Development Initiative**”) and to do the following:
 - RW will collaborate with Orange County Employment & Training Administration (“ETA”) and all of ETA’s regional affiliates from time to time joining this Memorandum of Understanding as a Local Partner to implement a workforce development plan that utilizes the existing labor force and develops a workforce

training program that serves the unemployed and underemployed, with specific initiatives that are geared toward:

- (a) serving communities and populations with the greatest need;
 - (b) incorporating a diversity plan of equal opportunity through which RW shall provide equal employment opportunities to all employees, including persons with disabilities;
 - (c) providing for equal employment opportunities that include specific goals for the utilization of minorities, women and veterans for the Resort and construction jobs related to its development;
 - (d) identifying workforce training programs offered by the Resort; and
 - (e) identifying the methods for accessing employment at the Resort.
- RW will work with the applicable Local Partners as well as local and regional businesses and organizations to establish, fund and maintain human resource hiring and training practices that promote the development of a skilled and diverse workforce and access to promotion opportunities through a workforce training program that:
 - (a) establishes transparent career paths with measurable criteria within the Resort that lead to increased responsibility and higher pay grades that are designed to allow employees to pursue career advancement and promotion;
 - (b) provides employee access to additional resources, such as tuition reimbursement or stipend policies, to enable employees to acquire the education or job training needed to advance career paths based on increased responsibility and pay grades;
 - (c) supports child day care programs for employees to facilitate their entry into the workforce; and
 - (d) establishes shuttle services for employees needing assistance with transportation to and from the Resort.
 - RW will enter into one or more agreements with the community colleges within the State University of New York ("SUNY") system to use RW's casino training curriculum, certificate programs and training centers in SUNY schools, as well as assist with providing and/or participating as certified trainers within the training centers.
 - RW will work collaboratively with the Local Partners to customize and contextualize the training to meet the needs of the Resort, the community and the surrounding region.
 - RW will work with applicable Local Partners and additional organizations to establish an action plan for their cooperative efforts to provide support and employment opportunities for persons with disabilities in connection with the development and operation of the Resort.

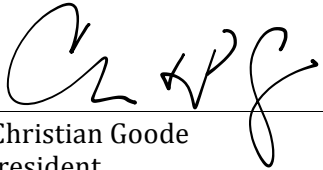
2. Definitive Agreement. It is understood that in the event a license to operate a Resort is awarded to RW, the Parties intend, during the construction period of the Resort, to enter into one or more definitive agreements regarding the development and implementation of the Greatest Need Workforce Development Initiative, which such agreement(s) shall replace this Memorandum of Understanding and provide specific detail regarding the Greatest Need Workforce Development Initiative. This Memorandum of Understanding outlines preliminary terms of proposed arrangements with RW, and until replaced by one or more definitive agreements, no Party shall be legally bound hereby until the delivery of a fully executed definitive agreement between RW and the respective the Local Partners following the award of a license to RW to operate the Resort.

3. Counterparts. This Agreement may be executed in any number of counterparts, each of which will be deemed an original, but all of which together will constitute one and the same instrument.

RW ORANGE COUNTY LLC

By: _____

Name: Christian Goode
Title: President




Date: June 27, 2014

[Signatures Continue]

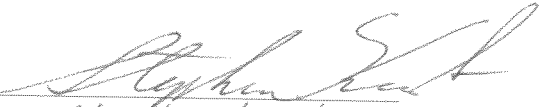
LOCAL PARTNER

Name of Organization: Orange County

By: 
Name: Steven M. Neuhaus
Title: County Executive
Date: 6/28/14

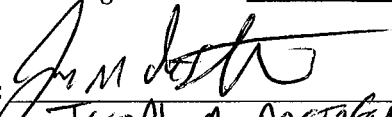
LOCAL PARTNER

Name of Organization: Orange County Employment & Training Administration

By: 
Name: Stephen Knob
Title: Director, Orange County ETA
Date: 6-27-14

LOCAL PARTNER

Name of Organization: CITY OF MIDDLETOWN

By: 

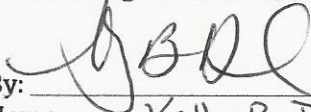
Name: JOSEPH M. DESTEFANO

Title: MAYOR, CITY OF MIDDLETOWN

Date: 6/28/14

LOCAL PARTNER

Name of Organization: City of Port Jervis, New York

By: 


Name: Kelly B. Decker

Title: Mayor

Date: 6/28/2014

LOCAL PARTNER

Name of Organization: Occupations, Inc.

By: 


Name: Walter C. Pawlowski

Title: Sr. Vice President of Business Development

Date: 6/27/2014

LOCAL PARTNER

Name of Organization: Knapp Consultants, Inc.

By: 
Name: Chris Penning
Title: Director of Operations

Date: 6/26/14

LOCAL PARTNER

Paul JR Designs, LLC

By: 

Name: Joseph S. Puliafico

Title: General Manager

Date: 6-26-14