Market/Revenue Study
Live! Hotel & Casino New York
New York – Orange County
Exhibit VIII.A.3

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Introduction:

Meczka Marketing Research and Consulting, Inc. ("MMRC"), has been retained by Cordish Group, an applicant for a proposed destination gaming resort to be located in Orange County, New York. Orange County is located in the Hudson/Catskills area, one of six defined Regions within the State of New York.

The following Market/Research Study will detail the potential gaming and ancillary revenues that can be anticipated from this development. Data will be presented regarding estimated visitation from the market area with an emphasis on the potential for repatriation.

The following assumptions were utilized in addition to the extensive analysis of available data related to existing competitive forces in the market region, inspection of the potential site and the demographics of the region.

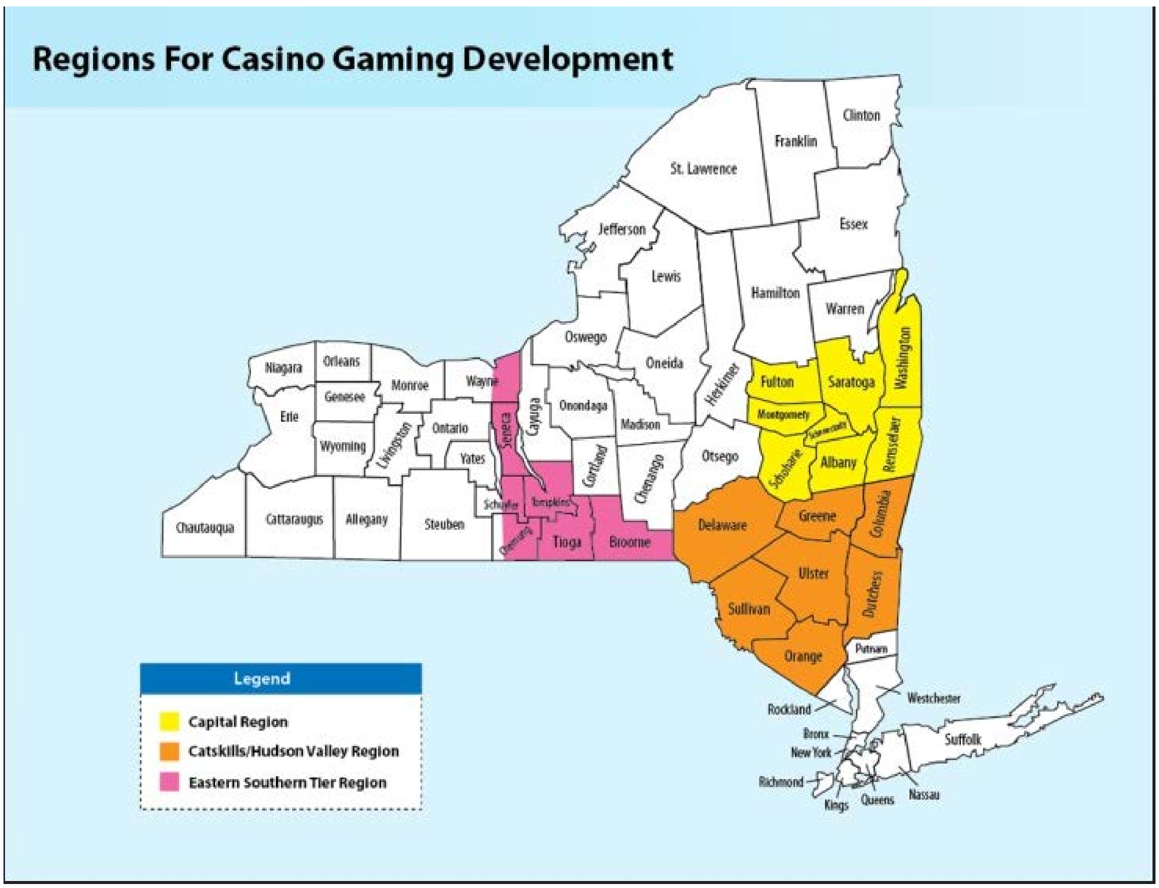
- Over 3,000 slot machines and 270 tables games including 80 poker tables
- A twelve story upscale boutique hotel featuring over 300 rooms and suites
- Eight separate food and beverage options including a Center Bar, Deli, Steakhouse, Asian Restaurant, Italian Restaurant, Food Court and Buffet, 24-hour Café and International Noodle Bar.
- The facility will provide meeting space for both business and personal events
- A Gross Gaming Revenue tax of thirty-nine percent (39%) from slot machines and ten percent (10%) of Gross Gaming Revenues tax from all other sources.
- Ten year initial license term
- Will open within 24 months after the date of license issued

The attached Market Study/ Revenue analysis reflects a ten-year projection of potential gross revenues generated by the development, from the time of opening.

Casino Gaming in the State of New York:

The proposed development opportunity in Orange County, New York was made possible by the passage of a State constitutional amendment and voter approval. Governor Cuomo signed into law The Upstate New York Gaming Economic Development Act of 2013 on July 30, 2013 authorizing the development of multiple world-class destination gaming resorts to Upstate New York.

The amendment called for up to four potential licenses to be awarded in three of the six Regions in the State of New York: Hudson Valley/Catskills area, Capital Region and Eastern Southern Tier.



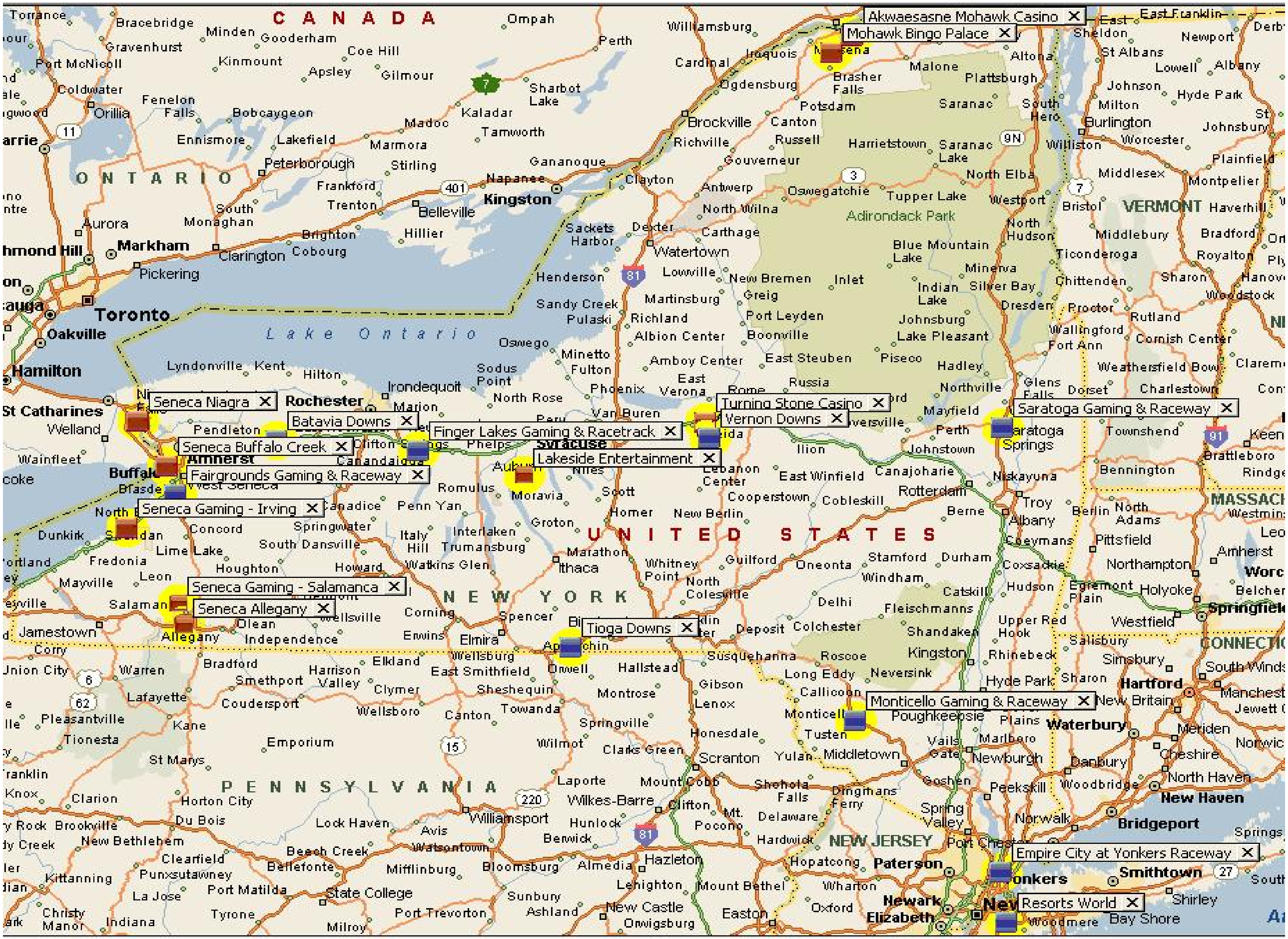
New York State currently has five full-scaled Native American casinos and four offering only slot machines and poker. In addition, there are nine racetracks commonly referred to as "racinos" that offer video lottery terminals (VLTs). The names and locations are listed below.

Table #1 – Current Gaming Properties in New York State

Casino	City	County	State	Type	Slot Machines	Tables
Batavia Downs Casino	Batavia	Genesee	New York	Racino	X (VLT'S)	
Empire City Casino at Yonkers Raceway	Yonkers	Westchester	New York	Racino	X (VLT'S)	
The Fairgrounds Gaming	Hamburg	Erie	New York	Racino	X (VLT'S)	
Finger Lakes Gaming and Race Track	Farmington	Ontario	New York	Racino	X (VLT'S)	
Monticello Gaming & Raceway	Monticello	Sullivan	New York	Racino	X (VLT'S)	
Resorts World Casino New York	Ozone Park	Queens	New York	Racino	X (VLT'S)	
Saratoga Casino & Raceway	Saratoga Springs	Saratoga	New York	Racino	X (VLT'S)	
Tioga Downs & Casino	Nichols	Tioga	New York	Racino	X (VLT'S)	
Vernon Downs & Casino	Vernon	Oneida	New York	Racino	X (VLT'S)	
Akwesasne Mohawk Casino	Hogansburg	Franklin	New York	Native American	X	X
Lakeside Entertainment *	Union Springs	Cayuga	New York	Native American	X (VLT'S)	
Mohawk Bingo Palace & Casino *	Akwesasne	Franklin	New York	Native American		
Seneca Allegany Casino	Salamanca	Cattaraugus	New York	Native American	X	X
Seneca Buffalo Creek Casino	Buffalo	Erie	New York	Native American	X	X
Seneca Gaming & Entertainment *	Irving	Cattaraugus	New York	Native American	X (VLT'S)	
Seneca Gaming & Entertainment *	Salamanca	Cattaraugus	New York	Native American	X (VLT'S)	X (Poker only)
Seneca Niagara Casino	Niagara Falls	Niagara	New York	Native American	X	X
Turning Stone Resorts & Casino	Verona	Oneida	New York	Native American	X	X

***Class II Gaming Facility**

Exhibit #1 – Current Gaming Properties in New York State



Proposed Development

Cordish Group and Penn National Gaming:

The proposed development project is an equally owned LLC between two of the largest gaming, entertainment and real estate developers/operators in the United State, The Cordish Group and Penn National Gaming, Inc. The result will be the marriage of two proven operators with the strongest balance sheets.

The Cordish Group, now in its fourth generation of family ownership, has diverse development expertise with divisions focused on Gaming and Lodging, Entertainment and Mixed Use, Sports Anchored Districts, Shopping and Lifestyle Retail, Office and Residential.

The Company's gaming, dining and entertainment resorts have been among the most successful in the country, including the Hard Rock Hotel & Casino in Hollywood/Ft. Lauderdale and Tampa, Florida and Maryland LIVE! Casino in the Baltimore-Washington corridor. The Cordish Group is also the largest and most successful developer of entertainment districts and concepts in the United States. In particular, the company has unparalleled experience in creating and revitalizing high-profile destinations in urban core locations.

The Company's projects have received the highest recognition for their quality and success. The International Waterfront Conference recognized the Company's Power Plant headquarters development on the Inner Harbor of Baltimore as one of the best waterfront developments in the world and the Urban Land Institute has honored seven Cordish projects with Awards of Excellence, more than any other developer in the world.

Penn National Gaming, Inc., through its subsidiaries, owns, operates, or has ownership interest in gaming and racing facilities throughout the country. The company presently operates 27 facilities in 18 jurisdictions including Florida, Illinois, Indiana, Iowa, Kanas, Massachusetts, Maryland, Mississippi, Missouri, Nevada, New Jersey, New Mexico, Ohio, Pennsylvania, Texas, West Virginia and Ontario, Canada. In aggregate, Penn National's gaming operated facilities featuring approximately 31,000 gaming machines, 800 table games and 2,900 hotel rooms.

The project will be located in the village of South Blooming Grove, Town of Blooming Grove, County of Orange, New York State. The development will carry the Cordish LIVE! brand.

Description of the Actual Project:

OCCR Enterprises, LLC, an affiliate of the Cordish Group and Penn National Gaming, has entered into contracts to purchase two adjoining sites located in the village of South Blooming Grove in the County of Orange, New York. The two sites, combined, total 120.4 acres.

The proposed site is situated on New York Route 208, in close proximity to Exit 130 off New York State Highway Route 17, soon to be Interstate Route 86.

LIVE! Hotel & Casino New York will be a $750 million world-class casino entertainment destination. With an estimated 200,000 square feet of casino space, customers will have the option of playing a total of 3,200 slot machines, 190 table games and 80 poker tables.

The facility will dedicate 79,000 square feet of space to provide customers with a variety of food and beverage options. These options include a Center Bar and Lounge, a Deli, Asian Restaurant, Italian Cuisine, Food Court, 24-hour Café, International Noodle Bar and Steakhouse. In an effort to take advantage of the site's tranquil surroundings, the majority of the venues will offer an indoor/outdoor experience with patio dining.

In order to meet the needs of the destination traveler, business clientele and over-night customers, the facility will offer a 12-story, 300+ room upscale boutique hotel, including 48 suites. Hotel guests will be able to take advantage of the 250,000 square foot retail, dining and entertainment facility within easy access from the hotel. In keeping with the hotel's upscale accommodations, a 30,000 square foot pool, deck lounge and health spa will be offered. Hotel guests will also have the option of enjoying live entertainment in the 80,000 square foot, 3,000-seat Event Center.

A state-of-the-art meeting and conference area will be offered. Space for smaller meeting rooms have also been designed with a separate kitchen and preparation area to accommodate food service requirements.

Site and Accessibility:

South Blooming Grove, New York is a village inside the Town of Blooming Grove in Orange County, New York. The village encompasses 4.98 square miles and has a population of approximately 3,234.

The Town of Blooming Grove is one of 42 municipalities comprising Orange County, New York. Orange County measures a total of 812 square miles and is located 50 miles north of New York City population. It is known as the "Crossroads of the Northeast" because of the three major state highways and interstates that traverse the county.

- New York State Route I-86 (NY17) extends from the Scranton area of Pennsylvania, through Orange County to the Massachusetts Turnpike, which crosses the state.

- Interstate I-87, the New York State Thruway, is the longest intrastate/interstate highway in the Interstate Highway System. To the south, it originates in the Bronx, NY and ends in Canada.

- Interstate I-84 is the only limited access road to cross New York from west to east between New York City and the Capital District. As such it is the main vehicular route between Southern New England and Pennsylvania and points west.

There are two airports in New York State with easy access to Orange County.

<u>Stewart International Airport in Newburgh, NY</u>

- The airport is owned and operated by The Port Authority of New York & New Jersey. Located 13 miles from the proposed site, the airport services both private and commercial jetliners. With two runways and over 350,000 passengers per year the airport serves most major cities throughout the US in addition to international carriers.

<u>Orange County Airport</u>

- Orange County Airport meets the current and future corporate business and general aviation needs of the county. The airport is located in the Town of Montgomery.

There are 150 miles of freight and commuter rail (New Jersey Transit, Metro-North and the Port Jervis Rail Line).

The proposed site is located less than a half mile from New York State Route 17, which is the longest state route in New York. Covering a distance of 397 miles, the route serves 11 counties (Chautauqua, Cattaraugus, Allegany, Steuben, Chemung, Tioga, Broome, Delaware, Sullivan, Orange and Rockland). It addition, Route 17 passes through the cities of Salamanca, Olean, Corning, Elmira, and Binghamton and enters the vicinity of several others, including Jamestown and Middletown.

As it proceeds across the state, it intersects many of New York interstates and U.S. Highways most importantly, Interstate 87 which begins at the Bronx and the Triborough Bridge leading into New York City.

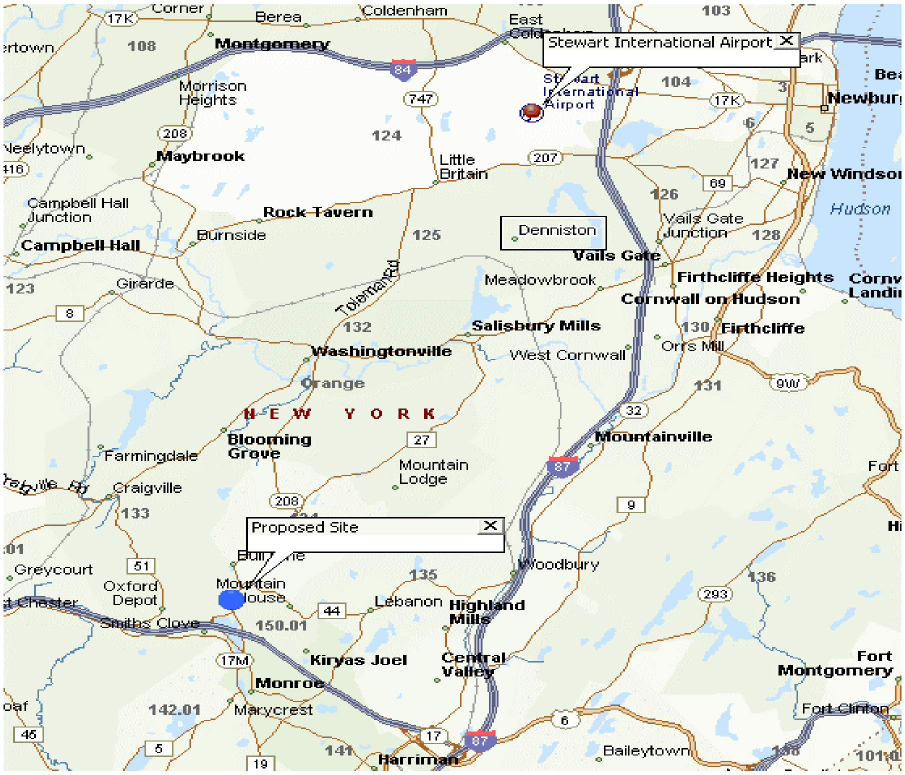


Table #2

Orange County, New York		
Travel Distance and Time		
From South Blooming Grove, Orange County		
	Distance	**Drive**
Location	**Miles**	**Time**
Monroe, New York	5	9
Chester, New York	9	11
Cornwall, New York	11	18
Gosen, New York	13	15
Newburgh, New York	14	23
Middleton, New York	20	25
West Point, New York	21	29
Monticello, New York	25	30
Port Jervis, New York	33	38
Bronx, New York	49	49
Manhattan, New York	54	54
Source: MapQuest - Drive Time based on current traffic		

Orange County and South Blooming Grove, New York:

Orange County is seeking to take advantage of their strategic location and infrastructure in an effort to increase new development. The county has 26 industrial parks and approximately six shovel-ready building sites representing over 798 acres of developable land.

Orange County is actively seeking economic development in an effort to entice business development. The county has implemented a variety of incentives and programs with the goal of attracting new business into the territory.

- Orange County offers its new business customers an Economic Development Rate (EDR). This rate offers a discount of approximately 20% off the delivery portion of the customer's electric bill for a period of 5 years.
- Orange County's Industrial Development Agency offers real property tax abatements in enhancements to a property that results in an increase in the property assessment by the taxing jurisdiction, known as the IDA PILOT (Payment In Lieu of Taxes).
- Any Mortgage filed with respect to an agency, (IDA) sponsored project is exempt from the 1.05% New York State mortgage recording tax.
- Sales tax exemptions on materials purchased during construction of a project and for the equipment purchased for a project.
- Orange County, New York is host to Foreign Trade Zone #37

The following table depicts a breakdown of the major job categories of employment in the Orange County area. Education Services and Health Care represent the largest segment, which is reflected in the next table of major employers in the County.

Table #3

Orange County, New York

Employment by Occupation	
Education Services/Health Care/Social Assistance	28.0%
Retail Labor	13.0%
Professional & Business Services	8.8%
Manufacturing	7.4%
Leisure & Hospitality	7.1%
Construction	7.0%
Public Administration	6.8%
Finance & Insurance/Real Estate Rental & Leasing	5.7%
Transportation, Warehousing & Utilities	5.5%
Wholesale Trade	3.8%
Other Services	3.3%
Information	2.3%
Farming, Forestry, Fishing, Hunting, Mining	1.3%
Source: Orange County Partnership Office of Economic Development	

The single largest employer in Orange County is the U.S. Military Academy at West Point, civilian non-military personnel. The Health Care segment makes up the next five top spots and employees almost twice as many as West Point Academy.

Table #4

Orange County, New York

Major Employers		
Company	**Industry**	**Employees**
U.S. Military Academy West Point	Education, Military Base	3,120
Orange Regional Medical Center	Healthcare/Hospital	2,524
Crystal Run Healthcare	Healthcare, Physician's Practice	1,600
St. Luke's Cornwall Hospital	Healthcare, Hospital	1,500
Elant Inc.	Healthcare, Senior Health/Housing	1,200
C&S Wholesale Grocers Inc.	Food Distribution	1,000
Empire Blue Cross/Blue Shield	Health Insurance	790
Orange AHRC	Nonprofit	750
Occupation Inc.	Nonprofit	600
Time Warner Cable	Communication	600
IBM Business Services	Service	550
Kolmar Laboratories	Cosmetics, Personal Care Manf.	550
Amscan Inc.	Distribution & Manufacturing	525
Mount Saint Mary College	College, Vocational Training	500
Bon Secours Community Hospital	Healthcare, Hospital	490
Staples Inc.	Distribution, Office Supplies	460
Verla International LTD	Cosmetics Manufacturing	445
YRC Worldwide	Cargo & Freight	435
Times Herald Record	Newspaper, Publishing	390
Crystal Run Village Inc.	Nonprofit	385
Source: Orange County Partnership Office of Economic Development		

Orange County experienced a dramatic increase in their unemployment rate from 2008 to 2009 with a 46.3% increase. The unemployment peaked in 2012 to reach 8.2% and has shown a decreasing trend over the past 15 months.

Table #5

Orange County, New York

Labor Force

Data in thousands

Year	Total Labor Force	Employed Labor Force	Unemployment Labor Force	Unemployment Percent
Thru March 2014	172.5	161.0	11.5	6.7%
2013	174.4	161.9	12.5	7.2%
2012	174.8	160.5	14.3	8.2%
2011	174.4	160.6	13.9	8.0%
2010	175.9	161.3	14.6	8.3%
2009	180.0	165.7	14.3	7.9%
2008	180.9	171.1	9.7	5.4%
2007	179.4	171.6	7.8	4.3%
2006	179.5	171.8	7.7	4.3%
2005	177.8	170.2	7.6	4.3%
Ten Year Average	177.0	165.6	11.4	6.5%

Source: New York State Department of Labor

Historically, Orange County's unemployment rate has been consistently higher than the average in the Hudson Valley Region. Since 2012, Orange County has mirrored the National average and is lower than the overall average for New York State.

Table #6

Orange County, New York

Unemployment Rate Percentage				
Year	Orange County	Hudson Valley Region	New York State	Country
Thru March 2014	6.7%	6.3%	7.3%	6.7%
2013	7.2%	6.6%	7.7%	7.4%
2012	8.2%	7.5%	8.5%	8.1%
2011	7.9%	7.3%	8.2%	8.9%
2010	8.3%	7.6%	8.6%	9.6%
2009	7.9%	7.4%	8.3%	9.3%
2008	5.4%	5.0%	5.4%	5.8%
2007	4.4%	4.0%	4.6%	4.6%
2006	4.3%	4.0%	4.6%	4.6%
2005	4.3%	4.1%	5.0%	5.1%
Ten Year Average	6.5%	6.0%	6.8%	7.0%
Source US Department of Labor & New York Department of Labor				

Based on the County Executive, Edward Diana's report to the Orange County Legislation on October 1, 2013, the economic future of Orange County is "shaky". The basis for this outlook is based on a combination of the dependence on economically sensitive sales tax revenues, declines in reserve levels and a tax base deterioration resulting in negative operational impact.

The negative operational impact referred to by Mr. Diana was the need to use nearly $40 million dollars from the general fund for the last three years in order to balance the County's budget.

Based on Mr. Diana's projections, Orange County will be facing a $17 million dollar shortfall in 2015. As expressed by Mr. Diana, "Orange County is in the midst of a financial storm of cataclysmic proportion, the likes of which we have never before seen."

Others share this opinion in the financial community. For the first time in four rating cycles, Moody's attached a negative outlook to Orange County's AAA rating. They expressed concerns over certain aspects of the County's finances.

These issues, combined with a -1.66% recent job growth and a ten-year growth rate that is estimated to be -2.72% less than the United States, according to the website Best Places to Live, will require Orange County Legislator's to make difficult and timely decisions to avoid financial disaster.

Current Gaming Environment:

As depicted in Exhibit #1, there are a total of 18 current gaming properties in the State of New York:

- A total of nine are Native American properties that offer some combination of slot machines and table games.

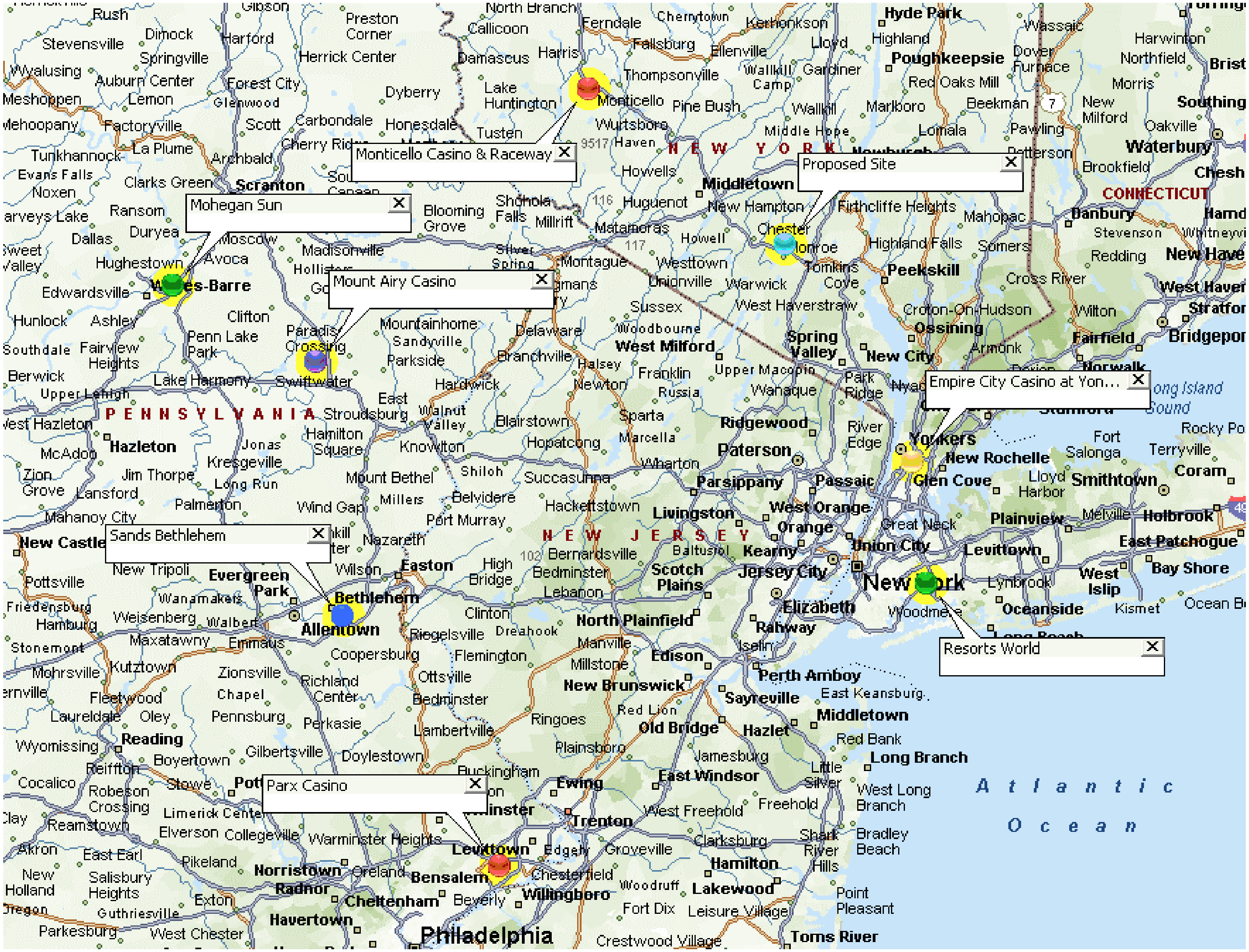
- The remaining nine properties are referred to as Racinos, which offer only Video Lottery Terminals (VLT's).

Based on experience and research, the propensity for a local population to participate in casino gaming correlates highly with casino availability. Simply stated, a casino located within a population base increases the propensity for gaming. Conversely, the greater the separation of the casino from a population base, the lesser the propensity for gaming.

In addition, with limited differentiating features and the absence of a unique product or exclusivity, the determining factor for casino customer patronage becomes proximity.

The following map (Exhibit #2) depicts the seven properties that are located within a 2-hour drive time of the proposed site.

Exhibit #2 - Market Area Casino Locations



Demographic Overview:

Based on prior gaming market experience and research, gaming demand has proven to be highly correlated to the distance to the customer base absent any exclusive product or amenity set offered by the competition.

The denser the population, accessibility to the facility becomes as influential as the actual distance in forming gaming decisions. The Proposed Site location on I86 (NY17) and between the I84 and I87, known as the Crossroad to the Northeast, creates an ease of access to the population base.

The local adult population within a 120-minute drive time emanating from the proposed site will be the primary source of visitation for the development. The demographics and economics in the region are therefore a key consideration. The demographics, including the population, adult population and disposable income were evaluated using a Geographic Information System ("GIS") that queried the population within a 30, 60, 90 and 120-minute drive time from the proposed site. Exhibit #1 depicts this Market Area based on these 30-minute incremental drive times.

Adult Population:

Adult Population for the 120-minute drive time was estimated at 17.8 million for the Market Area. The following table details the estimated adult population for each segment of the Market Area.

Table #7

Orange County, New York

Demographic Overview – Estimated Adult Population					
120 Minute Drive Time					
Total Population	**2014**	**% of Total**	**2017**	**% of Total**	**CAGR***
0-30 Minute	420,189	2.36%	425,315	2.36%	.4%
31-60 Minute	5,186,385	29.10%	5,249,659	29.10%	.6%
61-90 Minute	7,392,919	41.48%	7,483,113	41.48%	.4%
91-120 Minutes	4,821,245	27.1%	4,880,064	27.1%	.4%
Total	**17,820,738**	**100.00%**	**18,038,151**	**100.00%**	
Source: MapPoint					
*** Compound Growth Rate for Region based on US Census estimates**					

The table depicts a 0-30 Minute Drive Time population of 420,189 or 2.36% of the total, which encompasses much of the Orange County area. From 2000 to 2010, Orange County was the second fastest growing county in New York State with a 9.2% increase. According to US Census estimates the Orange County area is expected to grow at a modest 0.4% in the future. This represents a significant decrease in the past decade trend of growth.

The total population increases significantly within the 31-60 Minute Drive Time segment as the highly dense areas of the Bronx, New York City, Newark and North New Jersey are captured. The 91-120 Minute Drive Time segment is the largest encompassing all of New York City and parts of New Jersey, Pennsylvania, and Connecticut.

Market Demand / Revenue Projections:

In order to develop the potential gaming revenue projections for the Proposed site in Orange County, New York a Drive Time Market Analysis was utilized based on the concept of the Natural Market Area. The Natural Market Area is a more comprehensive method that factors in the drive time distance between the Proposed site and those competitors within the 2-hour drive time area.

Based on prior gaming market experience and research, gaming demand has proven to be highly correlated to the distance to the customer base absent any exclusive product or a compelling amenity set.

The Drive Time Market Analysis model attempts to quantify this assumption combined with available market data for competitive properties.

Prior to explaining the model it would be beneficial to introduce several terms that will be used in the subsequent analysis.

Gaming Propensity measures the percentage of the adult population within each market segment that is likely to participate in casino gaming activities.

Gamers are those people within a population who have a propensity to gamble.

Gaming Frequency is the number of times a year that gamers will likely visit a casino to gamble. Frequency also tends to be inversely proportional to distance from a gaming venue. In virtually every local and regional casino market, the frequency to gamble among a given population declines as distance of the population from the gaming venue increases.

Gaming Days are the total number of days in a year that a segment of the population that has a propensity to gamble will visit a casino for the purpose of gambling.

Win per Visit is the average amount of money that the casino can expect to win from each customer. Overnight guests who primarily visit a particular community to gamble tend to have the highest win per visit. Frequent visitors also have high win per visit rates because they are avid enthusiastic patrons.

Potential Demand is the forecast of gross gaming revenue (GGR) that a particular segment is expected to generate on an annual basis.

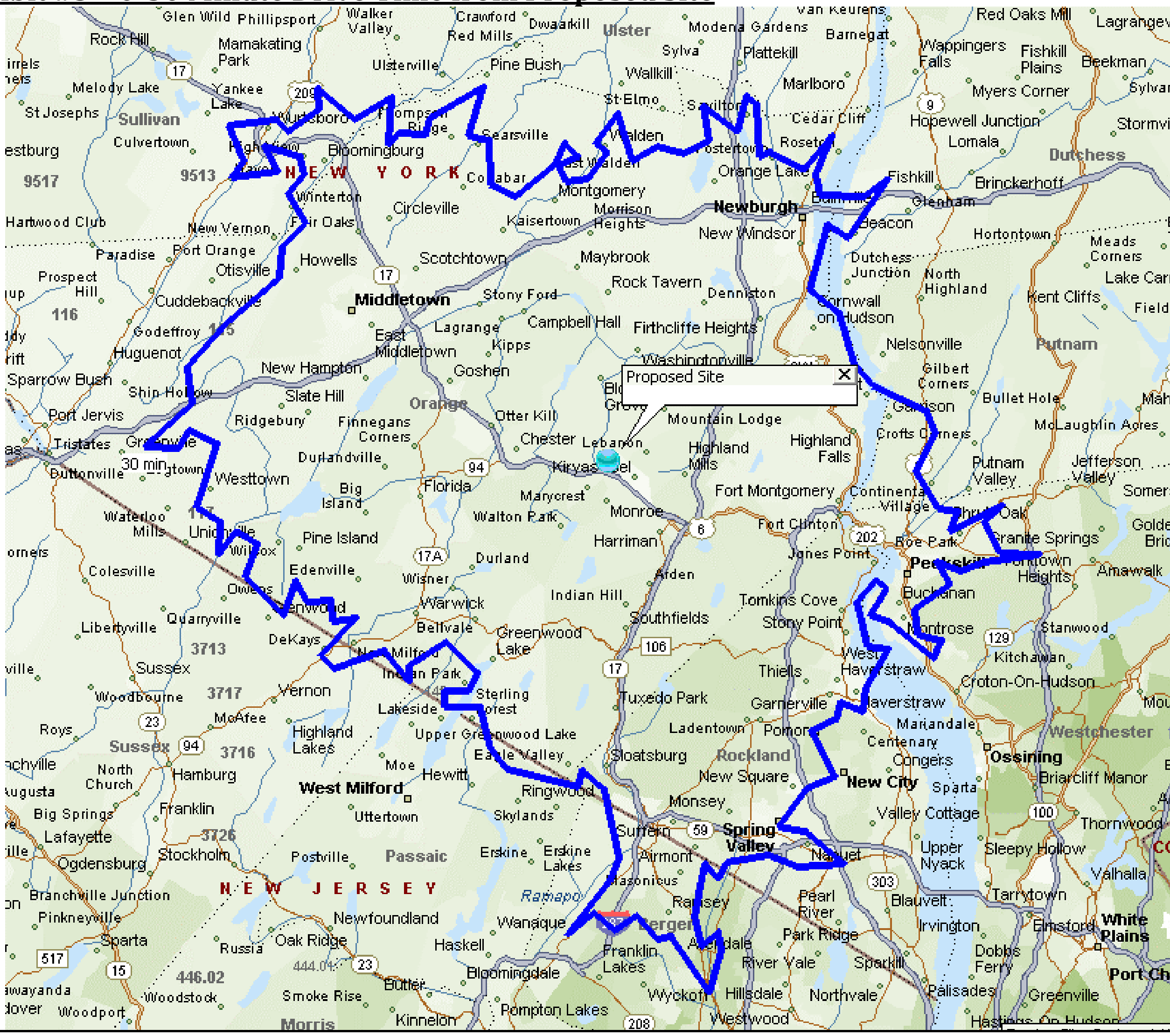
Within each of these segments, the adult population is divided into three separate sub-segments. These three sub-segments or categories attempt to encompass the primary range of gamers within a population, those that gambling frequently, (high), moderately, (medium) and infrequent, (low).

These categories are also assigned a frequency rate, which corresponds to the number of visits a year to the site. The frequent gamer or high was assumed to visit 75 days per year. The moderate gamer was assumed to visit 35 days per year and the infrequent, 5 days per year.

In examining multiple casino databases in multiple markets, including the domestic United States, Canada and International markets, avid enthusiasts play with greater frequency and occasionally even with larger budgets. The Pareto Principle is present in casino gaming patron revenue. As a rule, the top 20-25% generates more than 70% of a casino's revenue.

A gaming propensity percentage of 30% (combination of slots & table games) was assigned to this Natural Market Area. This propensity will change if these options are examined separately. Research indicates that as the distance from the proposed site increases, the gaming propensity will decrease for that site. This will serve as the basis to determine the number of Gamers in the Natural Market Area.

Exhibit #3 – 0-30 Minute Drive Time from Proposed Site



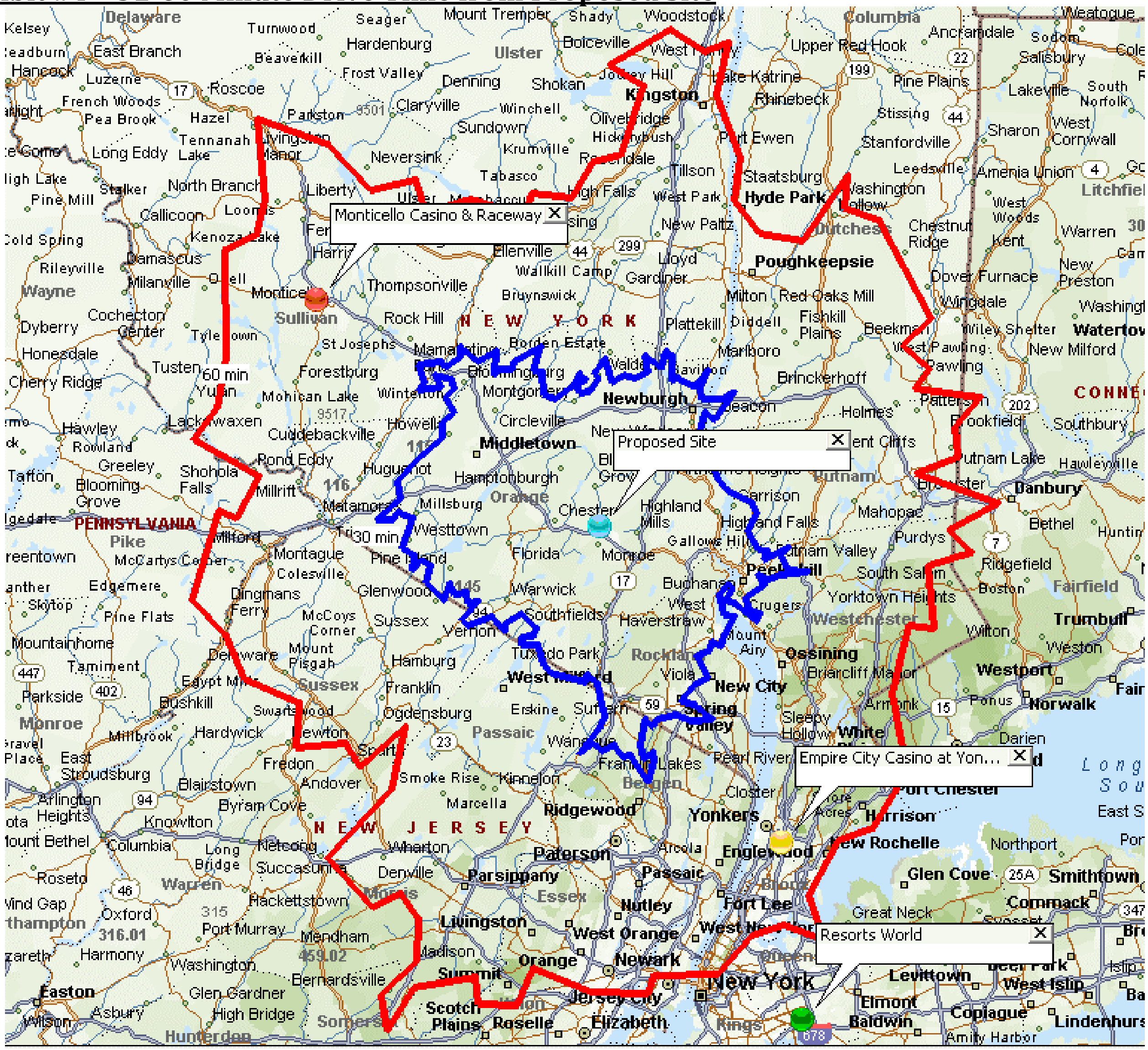
Projected Gaming Demand Analysis

Local Market 0-30 Minute Drive-Time

2012 Adult Population - 420,189 | Gaming Propensity - 30.0% | Gaming Population - 126,057

Gaming Frequency	% of Total	Gamers	Gaming Days/Yr	Gaming Visits	Win Per Visit	MMRC Projected Gaming Demand	% of Rev
Avid Enthusiasts	1.0%	1,261	150	189,085	$150	$ 28,362,758	20.5%
Highly Frequent	1.0%	1,261	90	113,451	$150	$ 17,017,655	12.3%
Very Frequent	2.0%	2,521	65	163,874	$135	$ 22,122,951	16.0%
Frequent	6.0%	7,563	40	302,536	$125	$ 37,817,010	27.3%
Somewhat Frequent	7.0%	8,824	18	158,831	$115	$ 18,265,616	13.2%
Occasional	20.0%	25,211	3.5	88,240	$100	$ 8,823,969	6.4%
Intermittent	16.0%	20,169	2	40,338	$75	$ 3,025,361	2.2%
Observational	47.0%	59,247	1	59,247	$50	$ 2,962,332	2.1%
Total	100.0%	126,057		1,115,602		$ 138,397,651	100.0%

Exhibit #4 – 31-60 Minute Drive Time from Proposed Site



Projected Gaming Demand Analysis

Local Market 31-60 Minute Drive-Time

2012 Adult Population	5,186,385		Gaming Propensity - 20.0%				Gaming Population - 1,037,277	
Gaming Frequency	**% of Total**	**Gamers**	**Gaming Days/Yr**	**Gaming Visits**	**Win Per Visit**		**MMRC Projected Gaming Demand**	**% of Rev**
Avid Enthusiasts	1.0%	10,373	150	1,555,916	$150	$	233,387,325	20.5%
Highly Frequent	1.0%	10,373	90	933,549	$150	$	140,032,395	12.3%
Very Frequent	2.0%	20,746	65	1,348,460	$135	$	182,042,114	16.0%
Frequent	6.0%	62,237	40	2,489,465	$125	$	311,183,100	27.3%
Somewhat Frequent	7.0%	72,609	18	1,306,969	$115	$	150,301,437	13.2%
Occasional	20.0%	207,455	3.5	726,094	$100	$	72,609,390	6.4%
Intermittent	16.0%	165,964	2	331,929	$75	$	24,894,648	2.2%
Observational	47.0%	487,520	1	487,520	$50	$	24,376,010	2.1%
Total	100.0%	1,037,277		9,179,901		$	1,138,826,418	100.0%

Exhibit #5 – 61-90 Minute Drive Time from Proposed Site

Projected Gaming Demand Analysis Local Market 61-90 Minute Drive-Time							
2012 Adult Population	7,392,919	Gaming Propensity - 15.0%			Gaming Population - 1,108,938		
Gaming Frequency	**% of Total**	**Gamers**	**Gaming Days/Yr**	**Gaming Visits**	**Win Per Visit**	**MMRC Projected Gaming Demand**	**% of Rev**
Avid Enthusiasts	1.0%	11,089	150	1,663,407	$150	$ 249,511,016	20.5%
Highly Frequent	1.0%	11,089	90	998,044	$150	$ 149,706,610	12.3%
Very Frequent	2.0%	22,179	65	1,441,619	$135	$ 194,618,593	16.0%
Frequent	6.0%	66,536	40	2,661,451	$125	$ 332,681,355	27.3%
Somewhat Frequent	7.0%	77,626	18	1,397,262	$115	$ 160,685,094	13.2%
Occasional	20.0%	221,788	3.5	776,256	$100	$ 77,625,650	6.4%
Intermittent	16.0%	177,430	2	354,860	$75	$ 26,614,508	2.2%
Observational	47.0%	521,201	1	521,201	$50	$ 26,060,039	2.1%
Total	100.0%	1,108,938		9,814,100		$ 1,217,502,866	100.0%

Exhibit #6 – 91-120 Minute Drive Time from Proposed Site

Projected Gaming Demand Analysis Local Market 91-120 Minute Drive-Time							
2012 Adult Population 4,821,245		Gaming Propensity - 10.0%			Gaming Population - 482,125		
Gaming Frequency	**% of Total**	**Gamers**	**Gaming Days/Yr**	**Gaming Visits**	**Win Per Visit**	**MMRC Projected Gaming Demand**	**% of Rev**
Avid Enthusiasts	1.0%	4,821	150	723,187	$150	$ 108,478,013	20.5%
Highly Frequent	1.0%	4,821	90	433,912	$150	$ 65,086,808	12.3%
Very Frequent	2.0%	9,642	65	626,762	$135	$ 84,612,850	16.0%
Frequent	6.0%	28,927	40	1,157,099	$125	$ 144,637,350	27.3%
Somewhat Frequent	7.0%	33,749	18	607,477	$115	$ 69,859,840	13.2%
Occasional	20.0%	96,425	3.5	337,487	$100	$ 33,748,715	6.4%
Intermittent	16.0%	77,140	2	154,280	$75	$ 11,570,988	2.2%
Observational	47.0%	226,599	1	226,599	$50	$ 11,329,926	2.1%
Total	100.0%	482,125		4,266,802		$ 529,324,489	100.0%

Exhibit #7 - 0-120 Minute Drive Time from Proposed Site

Projected Gaming Demand Analysis

Local Market 0-120 Minute Drive-Time

2012 Adult Population 17,820,738 Gaming Propensity - 18.0% Gaming Population - 3,207,733

Gaming Frequency	% of Total	Gamers	Gaming Days/Yr	Gaming Visits	Win Per Visit	MMRC Projected Gaming Demand	% of Rev
Avid Enthusiasts	1.0%	32,077	150	4,811,599	$150	$ 721,739,889	20.5%
Highly Frequent	1.0%	32,077	90	2,886,960	$150	$ 433,043,933	12.3%
Very Frequent	2.0%	64,155	65	4,170,053	$135	$ 562,957,113	16.0%
Frequent	6.0%	192,464	40	7,698,559	$125	$ 962,319,852	27.3%
Somewhat Frequent	7.0%	224,541	18	4,041,743	$115	$ 464,800,489	13.2%
Occasional	20.0%	641,547	3.5	2,245,413	$100	$ 224,541,299	6.4%
Intermittent	16.0%	513,237	2	1,026,475	$75	$ 76,985,588	2.2%
Observational	47.0%	1,507,634	1	1,507,634	$50	$ 75,381,722	2.1%
Total	100.0%	3,207,733		28,388,436		$ 3,521,769,885	100.0%

One thing to consider is that competitive facilities are available within this 120-minute drive time Market Area. A new set of criteria was utilized to factor the impact of these facilities on the Proposed site. The boundaries used to establish this revised Market Area are based on the mid-point between each of the competitive facilities and the Proposed site, regardless of the actual drive time.

As previously mentioned, this revised Market Area is based strictly on distance with no consideration given to gaming options, hotel rooms and destination resort amenities. Within the 120-mile drive time Market Area there are only three properties that offer full service casino hotel features. All are over a 60-minute drive time from the Proposed site. In addition, the two closest competitive properties, Empire City and Resorts World, do not offer a full casino experience with "live" gaming tables. This feature has proved to be instrumental in attracting a more diverse and affluent customer base in other jurisdictions.

An example of how these boundaries were established is a data point was established 60-minutes from the proposed site towards the Foxwoods Resort, which represents the mid-point between the two sites, (2-hour drive time). In the case of the Empire City Casino, Yonkers, New York a data point was established 25-minutes from the proposed site, (50 - minute drive time).

Exhibit #8 depicts the Natural or Exclusive Slot Machine Player Market Area for each of the seven competing casinos within a 120-minute drive time of the Proposed Site.

Exhibit #9 depicts this Natural or Exclusive Slot Machine Player Market Area for the Proposed Site.

Exhibit #8 - Slot Machine Players Natural Market Area for 7 Casinos within 2 Hour Drive Time Zone

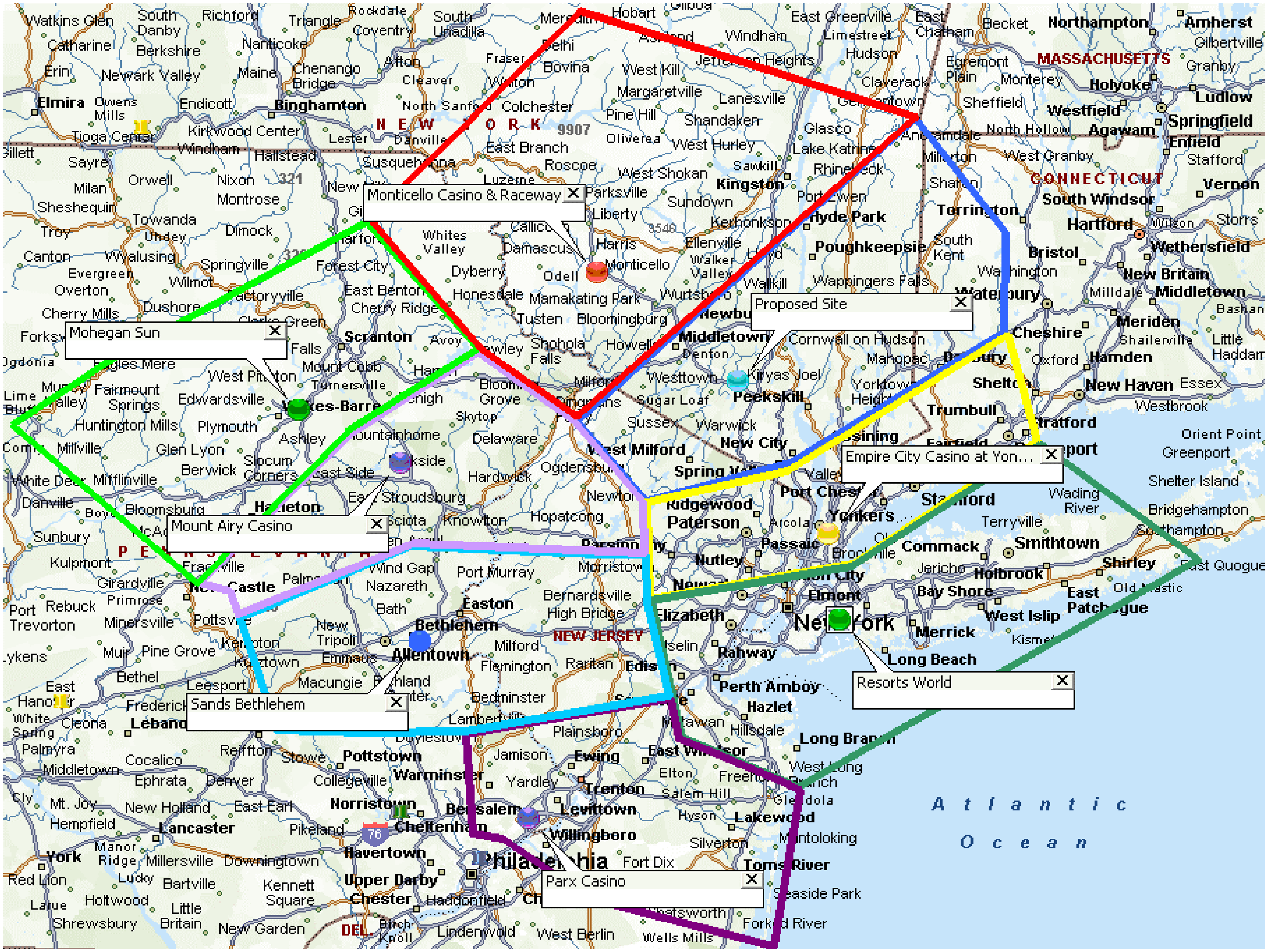


Table #8 depicts the adult population within the Natural Market Area of the Proposed Site and the seven competing facilities.

Table #8

Orange County, New York

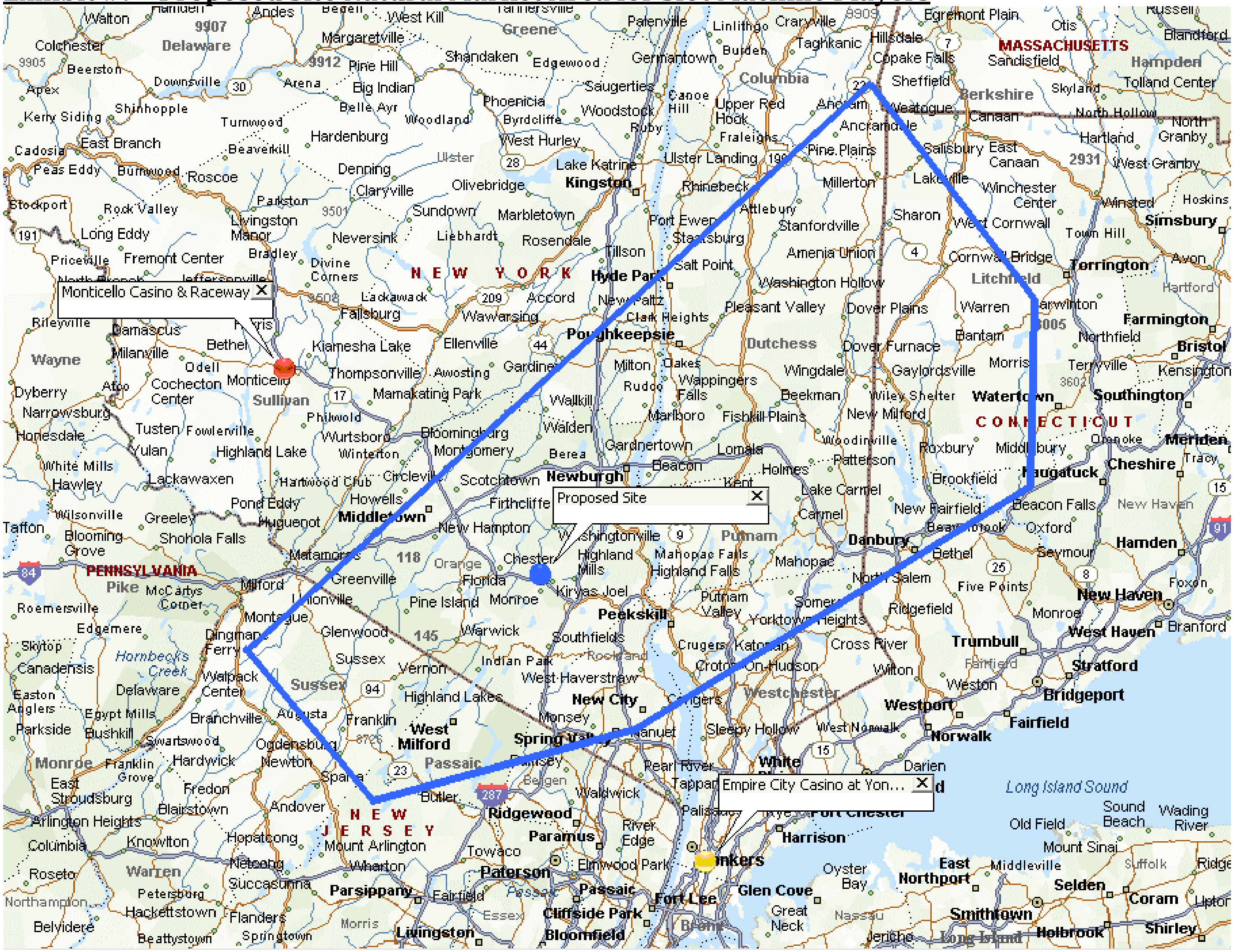
Adult Population in Natural Market Area	
Location	**Est. Population**
Resorts World Casino	8,464,824
Empire City	3,852,484
Parx Casino	1,737,774
Sand Bethlehem Casino	1,069,284
Mohegan Sun Casino	487,987
Mount Airy Casino	356,638
Monticello Casino	279,219
Proposed Site	**1,015,766**

This Natural or Exclusive Market Area is based strictly on the relative proximity of the Proposed site to its competition. This does not represent the total Market Area for the proposed site. When determining the actual demand for gaming within a given market (propensity, frequency and win per visit), various factors are taken into consideration and will influence the overall Market Area, including:

- The tax rate of both State and county
- The accessibility of the facility by the various markets
- The quality of the potential gaming facility
- The non-gaming amenities to be offered
- The types of games that will be offered
- The alternative non-gaming entertainment options available in the community
- The potential marketing strategies that the operator expects to employ

This concept will present itself when discussing revenue projections for table games at the Proposed Site. Based on current regulations within the Market Area, the Proposed Site will have a period of time in which they will have an exclusivity on offering "live" table games such as Blackjack, Baccarat, 3-Card Poker and Caribbean Stud. This will have an impact on the potential gaming demand beyond the proximity assumption.

Exhibit #9 - Proposed Site Natural Market Area for Slot Machine Players



Projected Gaming Demand Analysis - Slot Players								
Natural Market Area - Proposed Site								
Est. 2012 Adult Population	1,015,766	Gaming Propensity -	20.0%		Gaming Population -	203,153		
Gaming Frequency	**% of Total**	**Gamers**	**Gaming Days/Yr**	**Gaming Visits**	**Win Per Visit**	**MMRC Projected Gaming Demand**		**% of Rev**
Avid Enthusiasts	1.0%	2,032	150	304,730	$150	$	45,709,470	20.5%
Highly Frequent	1.0%	2,032	90	182,838	$150	$	27,425,682	12.3%
Very Frequent	2.0%	4,063	65	264,099	$135	$	35,653,387	16.0%
Frequent	6.0%	12,189	40	487,568	$125	$	60,945,960	27.3%
Somewhat Frequent	7.0%	14,221	18	255,973	$115	$	29,436,899	13.2%
Occasional	20.0%	40,631	3.5	142,207	$100	$	14,220,724	6.4%
Intermittent	16.0%	32,505	2	65,009	$75	$	4,875,677	2.2%
Observational	47.0%	95,482	1	95,482	$50	$	4,774,100	2.1%
Total	100.0%	203,153		1,797,906		$	223,041,898	100.0%

Projected Gaming Demand Analysis - Slot Players

Natural Market Area - Resorts World

Est. 2012 Adult Population 8,464,824 | Gaming Propensity - 20.0% | Gaming Population - 1,692,965

Gaming Frequency	% of Total	Gamers	Gaming Days/Yr	Gaming Visits	Win Per Visit	MMRC Projected Gaming Demand	% of Rev
Avid Enthusiasts	1.0%	16,930	150	2,539,447	$150	$ 380,917,080	20.5%
Highly Frequent	1.0%	16,930	90	1,523,668	$150	$ 228,550,248	12.3%
Very Frequent	2.0%	33,859	65	2,200,854	$135	$ 297,115,322	16.0%
Frequent	6.0%	101,578	40	4,063,116	$125	$ 507,889,440	27.3%
Somewhat Frequent	7.0%	118,508	18	2,133,136	$115	$ 245,310,600	13.2%
Occasional	20.0%	338,593	3.5	1,185,075	$100	$ 118,507,536	6.4%
Intermittent	16.0%	270,874	2	541,749	$75	$ 40,631,155	2.2%
Observational	47.0%	795,693	1	795,693	$50	$ 39,784,673	2.1%
Total	100.0%	1,692,965		14,982,738		$ 1,858,706,054	100.0%

Projected Gaming Demand Analysis - Slot Players

Natural Market Area - Empire City

Est. 2012 Adult Population 3,852,484 | Gaming Propensity - 20.0% | Gaming Population - 770,497

Gaming Frequency	% of Total	Gamers	Gaming Days/Yr	Gaming Visits	Win Per Visit	MMRC Projected Gaming Demand	% of Rev
Avid Enthusiasts	1.0%	7,705	150	1,155,745	$150	$ 173,361,780	20.5%
Highly Frequent	1.0%	7,705	90	693,447	$150	$ 104,017,068	12.3%
Very Frequent	2.0%	15,410	65	1,001,646	$135	$ 135,222,188	16.0%
Frequent	6.0%	46,230	40	1,849,192	$125	$ 231,149,040	27.3%
Somewhat Frequent	7.0%	53,935	18	970,826	$115	$ 111,644,986	13.2%
Occasional	20.0%	154,099	3.5	539,348	$100	$ 53,934,776	6.4%
Intermittent	16.0%	123,279	2	246,559	$75	$ 18,491,923	2.2%
Observational	47.0%	362,133	1	362,133	$50	$ 18,106,675	2.1%
Total	100.0%	770,497		6,818,897		$ 845,928,437	100.0%

Projected Gaming Demand Analysis - Slot Players

Natural Market Area - Parx

Est. 2012 Adult Population 1,737,774 | Gaming Propensity - 20.0% | Gaming Population - 347,555

Gaming Frequency	% of Total	Gamers	Gaming Days/Yr	Gaming Visits	Win Per Visit	MMRC Projected Gaming Demand	% of Rev
Avid Enthusiasts	1.0%	3,476	150	521,332	$150	$ 78,199,830	20.5%
Highly Frequent	1.0%	3,476	90	312,799	$150	$ 46,919,898	12.3%
Very Frequent	2.0%	6,951	65	451,821	$135	$ 60,995,867	16.0%
Frequent	6.0%	20,853	40	834,132	$125	$ 104,266,440	27.3%
Somewhat Frequent	7.0%	24,329	18	437,919	$115	$ 50,360,691	13.2%
Occasional	20.0%	69,511	3.5	243,288	$100	$ 24,328,836	6.4%
Intermittent	16.0%	55,609	2	111,218	$75	$ 8,341,315	2.2%
Observational	47.0%	163,351	1	163,351	$50	$ 8,167,538	2.1%
Total	100.0%	347,555		3,075,860		$ 381,580,415	100.0%

Projected Gaming Demand Analysis - Slot Players

Natural Market Area - Sands Bethlehem

Est. 2012 Adult Population 1,069,284 Gaming Propensity - 20.0% Gaming Population - 213,857

Gaming Frequency	% of Total	Gamers	Gaming Days/Yr	Gaming Visits	Win Per Visit	MMRC Projected Gaming Demand	% of Rev
Avid Enthusiasts	1.0%	2,139	150	320,785	$150	$ 48,117,780	20.5%
Highly Frequent	1.0%	2,139	90	192,471	$150	$ 28,870,668	12.3%
Very Frequent	2.0%	4,277	65	278,014	$135	$ 37,531,868	16.0%
Frequent	6.0%	12,831	40	513,256	$125	$ 64,157,040	27.3%
Somewhat Frequent	7.0%	14,970	18	269,460	$115	$ 30,987,850	13.2%
Occasional	20.0%	42,771	3.5	149,700	$100	$ 14,969,976	6.4%
Intermittent	16.0%	34,217	2	68,434	$75	$ 5,132,563	2.2%
Observational	47.0%	100,513	1	100,513	$50	$ 5,025,635	2.1%
Total	100.0%	213,857		1,892,633		$ 234,793,381	100.0%

Projected Gaming Demand Analysis - Slot Players

Natural Market Area - Mohegan Sun

Est. 2012 Adult Population 487,987 Gaming Propensity - 20.0% Gaming Population - 97,597

Gaming Frequency	% of Total	Gamers	Gaming Days/Yr	Gaming Visits	Win Per Visit	MMRC Projected Gaming Demand	% of Rev
Avid Enthusiasts	1.0%	976	150	146,396	$150	$ 21,959,415	20.5%
Highly Frequent	1.0%	976	90	87,838	$150	$ 13,175,649	12.3%
Very Frequent	2.0%	1,952	65	126,877	$135	$ 17,128,344	16.0%
Frequent	6.0%	5,856	40	234,234	$125	$ 29,279,220	27.3%
Somewhat Frequent	7.0%	6,832	18	122,973	$115	$ 14,141,863	13.2%
Occasional	20.0%	19,519	3.5	68,318	$100	$ 6,831,818	6.4%
Intermittent	16.0%	15,616	2	31,231	$75	$ 2,342,338	2.2%
Observational	47.0%	45,871	1	45,871	$50	$ 2,293,539	2.1%
Total	100.0%	97,597		863,737		$ 107,152,185	100.0%

Projected Gaming Demand Analysis - Slot Players

Natural Market Area - Mount Airy

Est. 2012 Adult Population 356,638 Gaming Propensity - 20.0% Gaming Population - 71,328

Gaming Frequency	% of Total	Gamers	Gaming Days/Yr	Gaming Visits	Win Per Visit	MMRC Projected Gaming Demand	% of Rev
Avid Enthusiasts	1.0%	713	150	106,991	$150	$ 16,048,710	20.5%
Highly Frequent	1.0%	713	90	64,195	$150	$ 9,629,226	12.3%
Very Frequent	2.0%	1,427	65	92,726	$135	$ 12,517,994	16.0%
Frequent	6.0%	4,280	40	171,186	$125	$ 21,398,280	27.3%
Somewhat Frequent	7.0%	4,993	18	89,873	$115	$ 10,335,369	13.2%
Occasional	20.0%	14,266	3.5	49,929	$100	$ 4,992,932	6.4%
Intermittent	16.0%	11,412	2	22,825	$75	$ 1,711,862	2.2%
Observational	47.0%	33,524	1	33,524	$50	$ 1,676,199	2.1%
Total	100.0%	71,328		631,249		$ 78,310,572	100.0%

Projected Gaming Demand Analysis - Slot Players
Natural Market Area - Monticello

Est. 2012 Adult Population 279,219 | Gaming Propensity - 20.0% | Gaming Population - 55,844

Gaming Frequency	% of Total	Gamers	Gaming Days/Yr	Gaming Visits	Win Per Visit	MMRC Projected Gaming Demand	% of Rev
Avid Enthusiasts	1.0%	558	150	83,766	$150	$ 12,564,855	20.5%
Highly Frequent	1.0%	558	90	50,259	$150	$ 7,538,913	12.3%
Very Frequent	2.0%	1,117	65	72,597	$135	$ 9,800,587	16.0%
Frequent	6.0%	3,351	40	134,025	$125	$ 16,753,140	27.3%
Somewhat Frequent	7.0%	3,909	18	70,363	$115	$ 8,091,767	13.2%
Occasional	20.0%	11,169	3.5	39,091	$100	$ 3,909,066	6.4%
Intermittent	16.0%	8,935	2	17,870	$75	$ 1,340,251	2.2%
Observational	47.0%	26,247	1	26,247	$50	$ 1,312,329	2.1%
Total	100.0%	55,844		494,218		$ 61,310,908	100.0%

Projected Gaming Demand Analysis - Slot Players
Natural Market Area - Connecticut Casinos

Est. 2012 Adult Population 1,883,972 | Gaming Propensity - 20.0% | Gaming Population - 376,794

Gaming Frequency	% of Total	Gamers	Gaming Days/Yr	Gaming Visits	Win Per Visit	MMRC Projected Gaming Demand	% of Rev
Avid Enthusiasts	1.0%	3,768	150	565,192	$150	$ 84,778,740	20.5%
Highly Frequent	1.0%	3,768	90	339,115	$150	$ 50,867,244	12.3%
Very Frequent	2.0%	7,536	65	489,833	$135	$ 66,127,417	16.0%
Frequent	6.0%	22,608	40	904,307	$125	$ 113,038,320	27.3%
Somewhat Frequent	7.0%	26,376	18	474,761	$115	$ 54,597,509	13.2%
Occasional	20.0%	75,359	3.5	263,756	$100	$ 26,375,608	6.4%
Intermittent	16.0%	60,287	2	120,574	$75	$ 9,043,066	2.2%
Observational	47.0%	177,093	1	177,093	$50	$ 8,854,668	2.1%
Total	100.0%	376,794		3,334,630		$ 413,682,572	100.0%

Projected Gaming Demand Analysis - Slot Players
Natural Market Area - Atlantic City

Est. 2012 Adult Population 395,724 | Gaming Propensity - 20.0% | Gaming Population - 79,145

Gaming Frequency	% of Total	Gamers	Gaming Days/Yr	Gaming Visits	Win Per Visit	MMRC Projected Gaming Demand	% of Rev
Avid Enthusiasts	1.0%	791	150	118,717	$150	$ 17,807,580	20.5%
Highly Frequent	1.0%	791	90	71,230	$150	$ 10,684,548	12.3%
Very Frequent	2.0%	1,583	65	102,888	$135	$ 13,889,912	16.0%
Frequent	6.0%	4,749	40	189,948	$125	$ 23,743,440	27.3%
Somewhat Frequent	7.0%	5,540	18	99,722	$115	$ 11,468,082	13.2%
Occasional	20.0%	15,829	3.5	55,401	$100	$ 5,540,136	6.4%
Intermittent	16.0%	12,663	2	25,326	$75	$ 1,899,475	2.2%
Observational	47.0%	37,198	1	37,198	$50	$ 1,859,903	2.1%
Total	100.0%	79,145		700,431		$ 86,893,076	100.0%

New York State WPUPD Comparison

The following four charts utilize these actual numbers to project the estimated Annual Net Machine Revenues for the Proposed casino. The estimates were prepared based on the assumptions:

- **Chart #1** The average WPUPD based on all New York Commercial Casinos
- **Chart #2** The average WPUPD with the lowest WPUPD removed
- **Chart #3** The average WPUPD with the highest WPUPD removed
- **Chart #4** The average WPUPD with the highest and lowest removed

- A ten percent (10.0%) premium was projected that will account for the unique amenities, gaming options and destination resort features of the Proposed development. The combination of these features will place the Proposed development in the top tier of performers.

Chart #1 – All New York Commercial VLT Properties and Casinos

New York Commercial VLT Properties and Casinos			
Fiscal Year Apr '13 - Mar '14			
Casino	Devices	WPDPD	Annual Net Win
Resorts World	5,003	$434	$792,578,989
Empire City Casino @ Yonkers Raceway	5,374	$279	$547,223,127
Finger Lakes Gaming and Racetrack	1,358	$264	$130,849,471
Saratoga Casino & Raceway	1,784	$244	$158,926,792
Hamburg Gaming	941	$212	$72,820,734
Tioga Downs	801	$199	$58,151,725
Batavia Downs Gaming	705	$183	$47,080,080
Vernon Downs Casino & Hotel	767	$155	$43,370,912
Monticello Casino & Raceway	1,113	$151	$61,317,976
Total	17,845	$294	$1,912,319,806
Potential Casino	3,200	$294	$343,392,000
*10% WPUPD Increase	3,200	$323	$377,731,200

Chart #2 – High – Monticello Casino Removed

New York Commercial VLT Properties and Casinos			
Fiscal Year Apr '13 - Mar '14			
(Lowest WPDPD Removed)			
Casino	**Devices**	**WPDPD**	**Annual Net Win**
Resorts World	5,003	$434	$792,578,989
Empire City Casino @ Yonkers Raceway	5,374	$279	$547,223,127
Finger Lakes Gaming and Racetrack	1,358	$264	$130,849,471
Saratoga Casino & Raceway	1,784	$244	$158,926,792
Hamburg Gaming	941	$212	$72,820,734
Tioga Downs	801	$199	$58,151,725
Batavia Downs Gaming	705	$183	$47,080,080
Vernon Downs Casino & Hotel	767	$155	$43,370,912
Total	**16,733**	**$303**	**$1,851,001,830**
Potential Casino	**3,200**	**$303**	**$353,904,000**
***10% WPUPD Increase**	**3,200**	**$333**	**$389,294,400**

Chart #3 –Low – Resorts World Casino Removed

New York Commercial VLT Properties and Casinos			
Fiscal Year Apr '13 - Mar '14			
(Highest WPDPD Removed)			
Casino	**Devices**	**WPDPD**	**Annual Net Win**
Empire City Casino @ Yonkers Raceway	5,374	$279	$547,223,127
Finger Lakes Gaming and Racetrack	1,358	$264	$130,849,471
Saratoga Casino & Raceway	1,784	$244	$158,926,792
Hamburg Gaming	941	$212	$72,820,734
Tioga Downs	801	$199	$58,151,725
Batavia Downs Gaming	705	$183	$47,080,080
Vernon Downs Casino & Hotel	767	$155	$43,370,912
Monticello Casino & Raceway	1,113	$151	$61,317,976
Total	**12,842**	**$239**	**$1,119,740,817**
Potential Casino	**3,200**	**$239**	**$279,152,000**
***10% WPUPD Increase**	**3,200**	**$263**	**$307,067,200**

Chart #4 – Medium – Both Resorts World and Monticello Removed

New York Commercial VLT Properties and Casinos			
Fiscal Year Apr '13 - Mar '14			
(Highest and Lowest WPDPD Removed)			
Casino	Devices	WPDPD	Annual Net Win
Empire City Casino @ Yonkers Raceway	5,374	$279	$547,223,127
Finger Lakes Gaming and Racetrack	1,358	$264	$130,849,471
Saratoga Casino & Raceway	1,784	$244	$158,926,792
Hamburg Gaming	941	$212	$72,820,734
Tioga Downs	801	$199	$58,151,725
Batavia Downs Gaming	705	$183	$47,080,080
Vernon Downs Casino & Hotel	767	$155	$43,370,912
Total	**11,729**	**$247**	**$1,058,422,841**
Potential Casino	**3,200**	**$247**	**$288,496,000**
***10% WPUPD Increase**	**3,200**	**$272**	**$317,345,600**

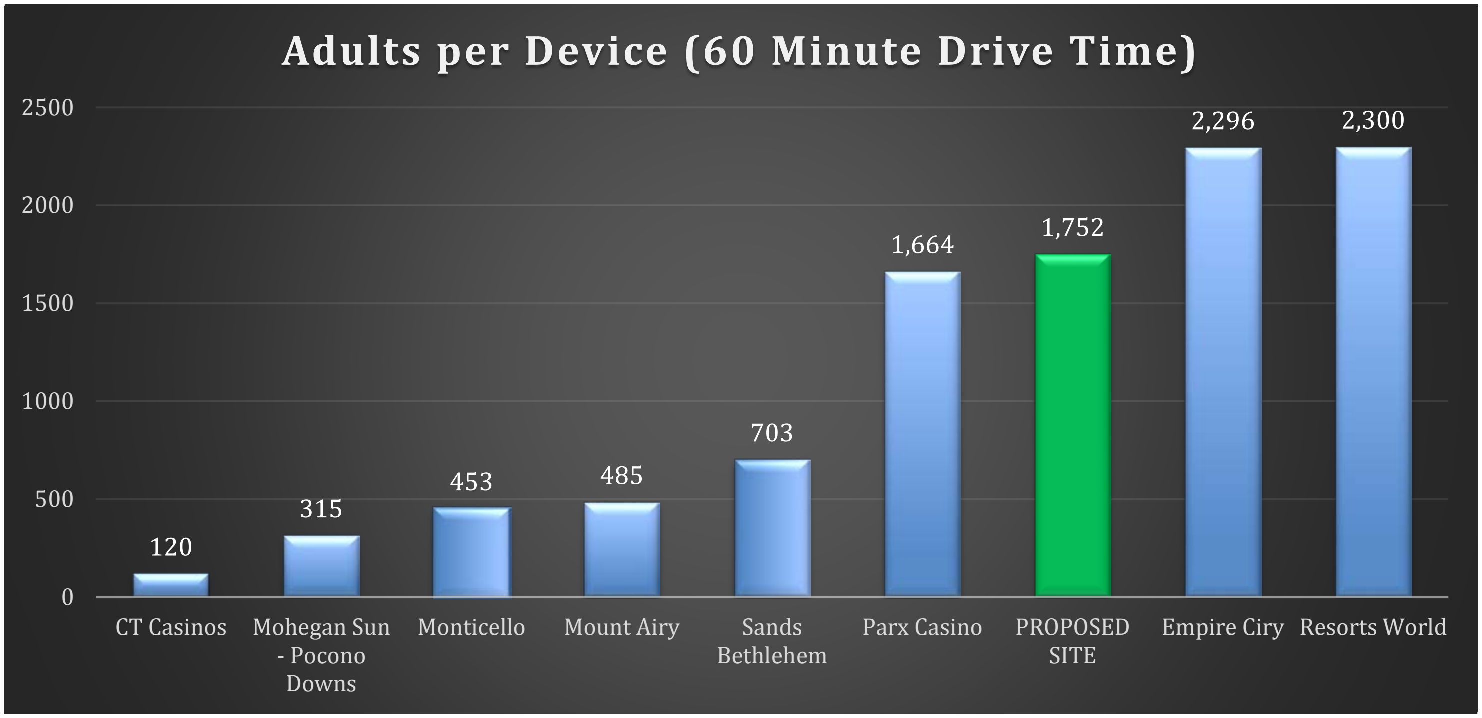
Table #9 shows the seven competing casinos as well as Connecticut casinos, the number of total devices, the number of the adult population and the number of adults per position within a 60-minute drive time from each casino compared to the Proposed Site.

Table #9

Casino	Est. 2012 Adult Population	Devices	Adults per Device
Resorts World	11,508,279	5,003	**2,300**
Empire City Casino @ Yonkers Raceway	12,340,662	5,374	**2,296**
Parx Casino	5,592,399	3,361	**1,664**
Sands Bethlehem	2,116,170	3,012	**703**
Mount Airy	912,304	1,880	**485**
Monticello Casino & Raceway	502,352	1,110	**453**
Mohegan Sun at Pocono Downs	734,249	2,332	**315**
Mohegan Sun CT & Foxwoods Combined	1,360,489	11,343	**120**
Proposed Site	5,606,574	3,200	**1,752**

1. The adult population was assumed to be any one over the age of 21 year's old living within a 60-minute drive time from the casino.
2. For consistency of comparison, only machine gaming positions (including electronic table games) were used. No table game data was used for this comparison.

Exhibit #10



Market Area WPUPD Comparison

The chart below depicts the past five years of Net Win, Devices, Win/Per/Unit/Per/Day (WPUPD) and % of Win Change for all nine casinos within the Market Area. The total Market Area results are also included.

The same methodology and assumptions were used for the following four charts, which include <u>only the seven (7) competitive casinos</u> within our 120-minute Drive time Market Area.

Chart #1 – Total Casinos in 2-Hour Drive Time Market Area

Market Area Commercial VLT Properties and Casinos			
Fiscal Year Apr '13 - Mar '14			
Casinos within 2 hour Drive Time of Potential Location			
Casino	**Devices**	**WPDPD**	**Annual Net Win**
Resorts World	5,003	$434	$792,578,989
Parx Casino	3,361	$293	$359,442,145
Empire City Casino @ Yonkers Raceway	5,374	$279	$547,223,127
Mohegan Sun at Pocono Downs	2,332	$258	$219,604,440
Sands Bethlehem	3,012	$256	$281,441,280
Mount Airy	1,880	$205	$140,671,000
Monticello Casino & Raceway	1,113	$151	$61,317,976
Total	**22,075**	**$298**	**$2,402,278,957**
Potential Casino	**3,200**	**$298**	**$348,064,000**
***10% WPUPD Increase**	**3,200**	**$328**	**$382,870,400**

Chart #2 - High – Monticello Casino Removed

Market Area Commercial VLT Properties and Casinos			
Fiscal Year Apr '13 - Mar '14			
Casinos within 2 hour Drive Time of Potential Location (Removing Lowest)			
Casino	**Devices**	**WPDPD**	**Annual Net Win**
Resorts World	5,003	$434	$792,578,989
Empire City Casino @ Yonkers Raceway	5,374	$279	$547,223,127
Parx Casino	3,361	$293	$359,442,145
Mohegan Sun at Pocono Downs	2,332	$258	$219,604,440
Mount Airy	1,880	$205	$140,671,000
Sands Bethlehem	3,012	$256	$281,441,280
Total	**20,962**	**$306**	**$2,340,960,981**
Potential Casino	**3,200**	**$306**	**$357,408,000**
***10% WPUPD Increase**	**3,200**	**$337**	**$393,148,800**

Chart #3 – Low – Resorts World Removed

Market Area Commercial VLT Properties and Casinos			
Fiscal Year Apr '13 - Mar '14			
Casinos within 2 hour Drive Time of Potential Location (Removing Highest)			
Casino	**Devices**	**WPDPD**	**Annual Net Win**
Empire City Casino @ Yonkers Raceway	5,374	$279	$547,223,127
Monticello Casino & Raceway	1,113	$151	$61,317,976
Parx Casino	3,361	$293	$359,442,145
Mohegan Sun at Pocono Downs	2,332	$258	$219,604,440
Mount Airy	1,880	$205	$140,671,000
Sands Bethlehem	3,012	$256	$281,441,280
Total	**17,071**	**$258**	**$1,609,699,968**
Potential Casino	**3,200**	**$258**	**$301,344,000**
***10% WPUPD Increase**	**3,200**	**$284**	**$331,478,400**

Chart #4 – Medium – Both Resorts World and Monticello Removed

Market Area Commercial VLT Properties and Casinos			
Fiscal Year Apr '13 - Mar '14			
Casinos within 2 hour Drive Time of Potential Location (Removing Highest & Lowest)			
Casino	**Devices**	**WPDPD**	**Annual Net Win**
Empire City Casino @ Yonkers Raceway	5,374	$279	$547,223,127
Parx Casino	3,361	$293	$359,442,145
Mohegan Sun at Pocono Downs	2,332	$258	$219,604,440
Mount Airy	1,880	$205	$140,671,000
Sands Bethlehem	3,012	$256	$281,441,280
Total	**15,959**	**$266**	**$1,548,381,992**
Potential Casino	**3,200**	**$266**	**$310,688,000**
***10% WPUPD Increase**	**3,200**	**$293**	**$341,756,800**

The Table below depicts the past five years of:

- Devices
- Win/Per/Unit/Per/Day (WPUPD)
- Net Win
- % Win Change for all nine casinos within the New York State market & Two hour drive time market area

The total New York and Market Area results are also included.

Table #10

Finger Lakes Gaming and Racetrack

Fiscal Year Apr-Mar	09/10	10/11	11/12	12/13	13/14
Devices	1,199	1,199	1,193	1,195	1,356
WPUPD	$255	$270	$287	$297	$264
Net Win	$111,532,421	$118,062,550	$125,168,272	$129,678,591	$130,849,471
% Win Change from Previous Year		6%	6%	4%	1%

Saratoga Casino & Raceway

Fiscal Year Apr-Mar	09/10	10/11	11/12	12/13	13/14
Devices	1,770	1,785	1,779	1,781	1,782
WPUPD	$212	$216	$240	$244	$244
Net Win	$136,675,983	$140,550,100	$155,631,034	$158,697,772	$158,926,792
% Win Change from Previous Year		3%	11%	2%	0%

Hamburg Gaming

Fiscal Year Apr-Mar	09/10	10/11	11/12	12/13	13/14
Devices	959	936	939	940	940
WPUPD	$159	$190	$221	$238	$212
Net Win	$55,667,748	$64,893,553	$75,893,655	$81,646,803	$72,820,734
% Win Change from Previous Year		17%	17%	8%	-11%

Tioga Downs Casino

Fiscal Year Apr-Mar	09/10	10/11	11/12	12/13	13/14
Devices	773	788	803	802	802
WPUPD	$178	$187	$203	$208	$199
Net Win	$50,154,426	$53,670,402	$59,569,894	$61,022,883	$58,151,725
% Win Change from Previous Year		7%	11%	2%	-5%

Batavia Downs Gaming

Fiscal Year Apr-Mar	09/10	10/11	11/12	12/13	13/14
Devices	605	606	610	640	703
WPUPD	$167	$172	$186	$193	$183
Net Win	$36,895,594	$38,078,262	$41,462,526	$45,090,686	$47,080,080
% Win Change from Previous Year		3%	9%	9%	4%

Vernon Downs Casino & Hotel					
Fiscal Year Apr-Mar	09/10	10/11	11/12	12/13	13/14
Devices	761	761	765	767	767
WPUPD	$138	$148	$155	$156	$155
Net Win	$38,220,567	$41,183,775	$43,273,100	$43,611,767	$43,370,912
% Win Change from Previous Year		8%	5%	1%	-1%

Monticello Casino & Raceway					
Fiscal Year Apr-Mar	09/10	10/11	11/12	12/13	13/14
Devices	1,277	1,099	1,110	1,110	1,110
WPUPD	$116	$145	$155	$157	$151
Net Win	$53,908,242	$58,093,521	$62,675,993	$63,695,004	$61,317,976
% Win Change from Previous Year		8%	8%	2%	-4%

Resorts World*					
Fiscal Year Apr-Mar	09/10	10/11	11/12	12/13	13/14
Devices			3,957	4,955	5,004
WPUPD			$416	$385	$434
Net Win			$253,297,732	$696,555,056	$792,578,989
% Win Change from Previous Year				175%	14%
***Opened 10/28/11**					

Empire City Casino at Yonkers Raceway					
Fiscal Year Apr-Mar	09/10	10/11	11/12	12/13	13/14
Devices	5,314	5,307	5,302	5,011	5,376
WPUPD	$286	$307	$315	$298	$279
Net Win	$554,193,176	$595,030,078	$609,751,950	$545,370,374	$547,223,127
% Win Change from Previous Year		7%	2%	-11%	0%

NY State Gaming**					
Fiscal Year Apr-Mar	09/10	10/11	11/12	12/13	13/14
Devices	12,657	12,476	14,296	17,201	17,794
WPUPD	$225	$244	$273	$291	$294
Net Win	$1,037,248,157	$1,109,562,241	$1,426,784,157	$1,825,368,936	$1,912,319,807
% Win Change from Previous Year		7%	29%	28%	5%

**Total represents the average number of units over a 12-month period

Mohegan Sun at Pocono Downs

Fiscal Year Jul-Jun	09/10	10/11	11/12	12/13	13/14**
Devices	2,391	2,382	2,331	2,332	2,332
WPUPD	$255	$259	$281	$264	$258
Net Win	$222,542,325	$225,182,370	$239,079,015	$224,711,520	$219,604,440
% Win Change from Previous Year		1%	6%	-6%	-2%
Fiscal Year Apr-Mar					

Parx Casino

Fiscal Year Jul-Jun	09/10	10/11	11/12	12/13	13/14**
Devices	3,102	3,431	3,522	3,376	3,361
WPUPD	$337	$304	$302	$305	$293
Net Win	$381,561,510	$380,703,760	$388,230,060	$375,833,200	$359,442,145
% Win Change from Previous Year		0%	2%	-3%	-4%
Fiscal Year Apr-Mar					

Mount Airy Casino

Fiscal Year Jul-Jun	09/10	10/11	11/12	12/13	13/14**
Devices	2,442	2,395	2,164	2,030	1,880
WPUPD	$163	$167	$188	$198	$205
Net Win	$145,286,790	$145,987,225	$148,493,680	$146,708,100	$140,671,000
% Win Change from Previous Year		0%	2%	-1%	-4%
Fiscal Year Apr-Mar					

Sands Bethlehem

Fiscal Year Jul-Jun	09/10	10/11	11/12	12/13	13/14**
Devices	3,059	3,025	3,016	3,018	3,012
WPUPD	$215	$239	$260	$264	$256
Net Win	$240,055,025	$263,885,875	$286,218,400	$290,814,480	$281,441,280
% Win Change from Previous Year		10%	8%	2%	-3%
Fiscal Year Apr-Mar					

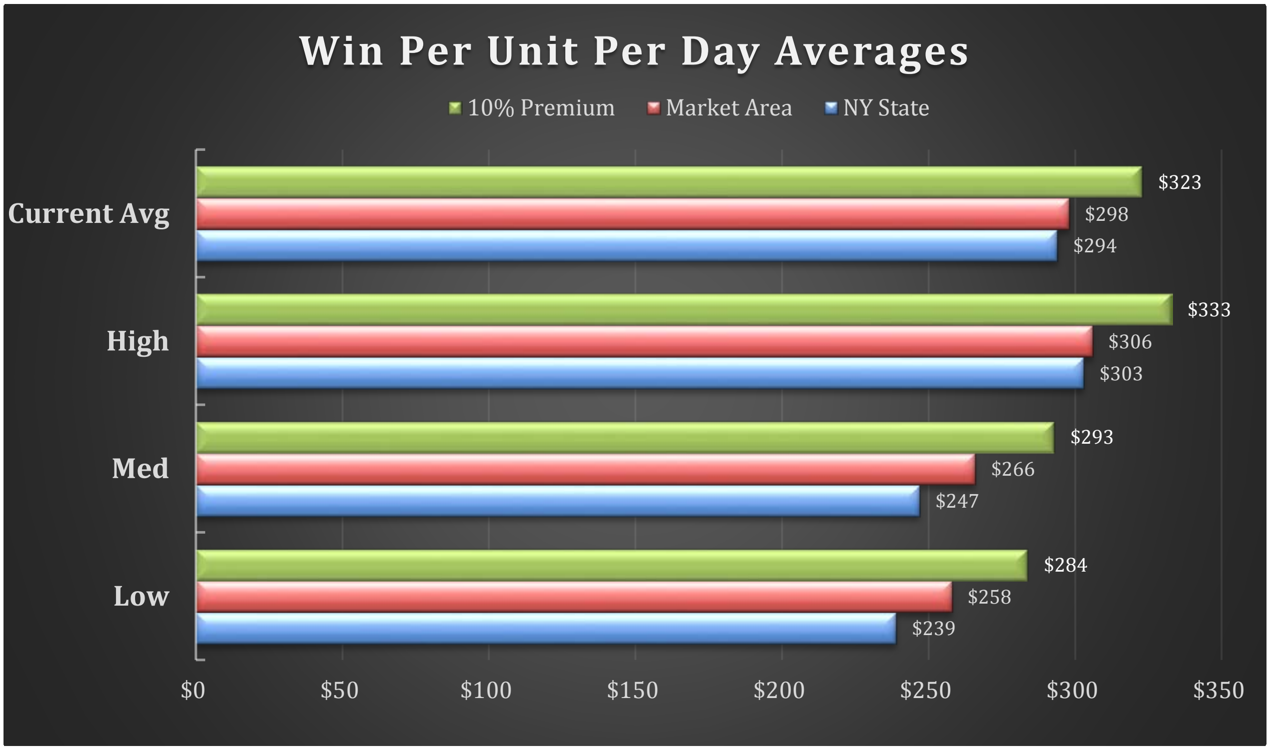
Total Market Area (2 Hour Drive Time)**

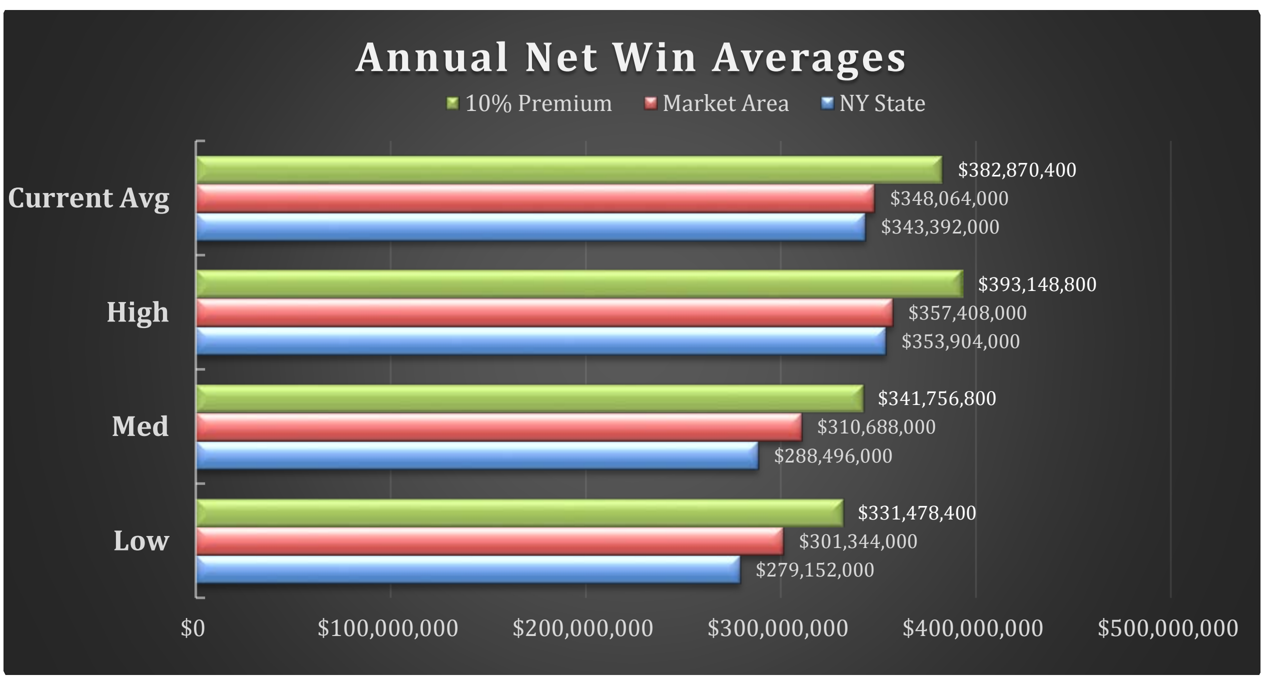
Fiscal Year	09/10	10/11	11/12	12/13	13/14
Devices	17,585	17,639	21,402	21,832	22,075
WPUPD	$249	$259	$254	$294	$298
Net Win	$1,597,547,068	$1,668,882,829	$1,987,746,830	$2,343,687,734	$2,402,278,957
% Win Change from Previous Year		4%	19%	18%	2%

**Total represents the average number of units over a 12-month period

The following analysis utilizes comparative data for known markets in order to estimate potential gaming revenues for the Proposed Site. Utilizing average Win per Unit per Day for electronic machines is a typical method of projection potential revenues in a highly competitive market.

Exhibit #11 - Proposed Casino – Total New York and Market Area Summary





Projected Slot Revenues Based on WPUPD

Based on this Comparative Analysis, the Proposed Site is projected to generate revenues from machine games of:

- High $357 million
- Medium $310 million
- Low $301 million

A primary factor for the relatively small deviation in the projections is a result of the consistency in Win per Unit per Day amongst the seven competing casinos. This consistency in the WPUPD will create greater reliability and validity in the projections.

Premium Resort Increase

A ten percent (10.0%) premium on the Win per Unit (WPU) was projected that will account for the unique amenities, gaming options and destination resort features of the Proposed development. The combination of these features will place the Proposed development in the top tier of performers.

Based on this Comparative Analysis, the Proposed Site is projected to generate revenues from machine games of:

- High $393 million
- Medium $342 million
- Low $331 million

Slot Machine Gaming Demand - Met vs. Unmet Demand

Table #11

Natural Market Area

Met vs. Unmet Demand - Slots Only

Casino	Projected Demand	Annual Net Win	Unmet Demand	% Met
Resorts World	$1,858,706,054	$792,578,989	$1,066,127,065	**42.6%**
Empire City Casino @ Yonkers Raceway	$845,928,437	$547,223,127	$298,705,310	**64.7%**
Parx Casino	$381,580,415	$359,442,145	$22,138,270	**94.2%**
Monticello Casino & Raceway	$61,310,908	$61,317,976	-$7,068	**100.0%**
Sands Bethlehem	$234,793,381	$281,441,280	-$46,647,899	**119.9%**
Mount Airy	$78,310,572	$140,671,000	-$62,360,428	**179.6%**
Mohegan Sun at Pocono Downs	$107,152,185	$219,604,440	-$112,452,255	**204.9%**
Proposed Site	**$223,041,898**	**$341,756,800**	**-$118,714,902**	**153.2%**
Total Market Area	$3,790,823,850	$2,744,035,757	$1,046,788,093	**72.4%**
CT Casinos (Mohegan Sun & Foxwoods)	$413,682,572	$1,171,551,838	-$757,869,266	**283.2%**
Atlantic City Casinos	$86,893,076	$2,071,930,214	-$1,985,037,138	**2384.5%**

Table Game Revenues:

The Proposed Site will have a total of 190 “live” gaming tables and 80 poker tables.

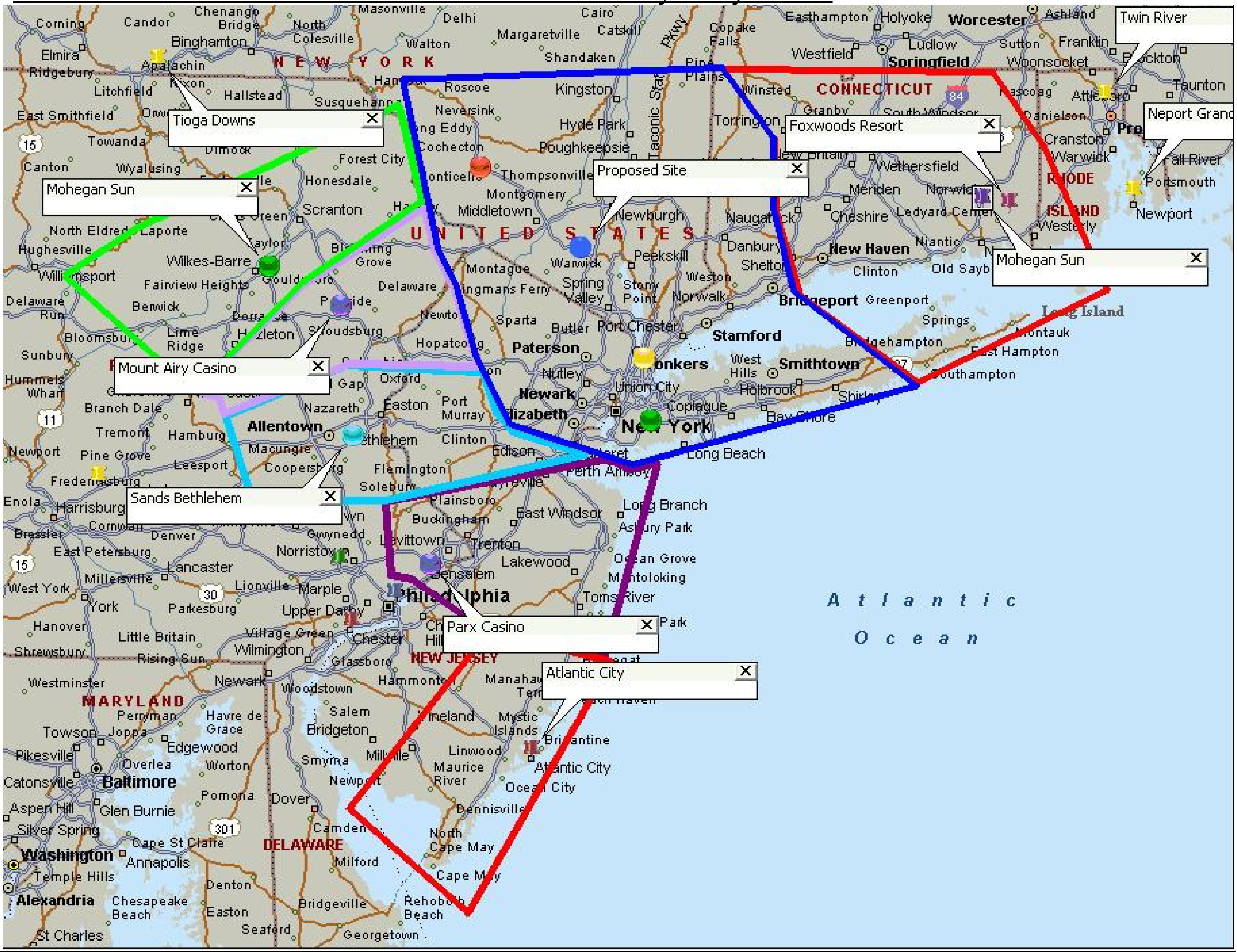
This feature represents a unique amenity and differentiates the Proposed Site from the competition. As mentioned earlier when discussing Market Demand one of the key variables influencing customer patronage was the types of games offered.

Currently, the three closest competitors and those located nearest the densest population base are restricted from offering “live” gaming tables. These are Monticello Casino, Resorts World Casino and Empire City Casino. Resorts World and Empire City are located in the highly populated area of Yonkers and New York City.

The following Natural Market Area Projected Gaming Demand for “live” table games reflects the proposed sites exclusivity within this Market Area. Relying on the same criteria for the establishment of the (blue) borders as was used for slots (mid-points) the following Projected “Live” Table Game Demand was estimated.

Based on previously conducted research of gaming revenue mix, casinos typically experience a 60% / 40% ratio between slots to table game revenues. This ratio combined with a 30% over-all gaming propensity resulted in a 20% gaming propensity for slot gamers within the Natural Market Area and a 10% gaming propensity for table game players within their Natural Market Area.

Exhibit #12 - Natural Market Area for Table Game Players by Casino



Projected Gaming Demand Analysis - Table Game Players							
Natural Market Area - Proposed Site							
Est. 2012 Adult Population 13,124,536		Gaming Propensity - 10.0%			Gaming Population - 1,312,454		
Gaming Frequency	**% of Total**	**Gamers**	**Gaming Days/Yr**	**Gaming Visits**	**Win Per Visit**	**MMRC Projected Gaming Demand**	**% of Rev**
Avid Enthusiasts	1.0%	13,125	150	1,968,680	$150	$ 295,302,060	20.5%
Highly Frequent	1.0%	13,125	90	1,181,208	$150	$ 177,181,236	12.3%
Very Frequent	2.0%	26,249	65	1,706,190	$135	$ 230,335,607	16.0%
Frequent	6.0%	78,747	40	3,149,889	$125	$ 393,736,080	27.3%
Somewhat Frequent	7.0%	91,872	18	1,653,692	$115	$ 190,174,527	13.2%
Occasional	20.0%	262,491	3.5	918,718	$100	$ 91,871,752	6.4%
Intermittent	16.0%	209,993	2	419,985	$75	$ 31,498,886	2.2%
Observational	47.0%	616,853	1	616,853	$50	$ 30,842,660	2.1%
Total	100.0%	1,312,454		11,615,214		$ 1,440,942,807	100.0%

Projected Gaming Demand Analysis - Table Game Players
Natural Market Area - Parx

Est. 2012 Adult Population 2,198,309 Gaming Propensity - 10.0% Gaming Population - 219,831

Gaming Frequency	% of Total	Gamers	Gaming Days/Yr	Gaming Visits	Win Per Visit	MMRC Projected Gaming Demand	% of Rev
Avid Enthusiasts	1.0%	2,198	150	329,746	$150	$ 49,461,953	20.5%
Highly Frequent	1.0%	2,198	90	197,848	$150	$ 29,677,172	12.3%
Very Frequent	2.0%	4,397	65	285,780	$135	$ 38,580,323	16.0%
Frequent	6.0%	13,190	40	527,594	$125	$ 65,949,270	27.3%
Somewhat Frequent	7.0%	15,388	18	276,987	$115	$ 31,853,497	13.2%
Occasional	20.0%	43,966	3.5	153,882	$100	$ 15,388,163	6.4%
Intermittent	16.0%	35,173	2	70,346	$75	$ 5,275,942	2.2%
Observational	47.0%	103,321	1	103,321	$50	$ 5,166,026	2.1%
Total	100.0%	219,831		1,945,503		$ 241,352,345	100.0%

Projected Gaming Demand Analysis - Table Game Players
Natural Market Area - Sands Bethlehem

Est. 2012 Adult Population 1,218,823 Gaming Propensity - 10.0% Gaming Population - 121,882

Gaming Frequency	% of Total	Gamers	Gaming Days/Yr	Gaming Visits	Win Per Visit	MMRC Projected Gaming Demand	% of Rev
Avid Enthusiasts	1.0%	1,219	150	182,823	$150	$ 27,423,518	20.5%
Highly Frequent	1.0%	1,219	90	109,694	$150	$ 16,454,111	12.3%
Very Frequent	2.0%	2,438	65	158,447	$135	$ 21,390,344	16.0%
Frequent	6.0%	7,313	40	292,518	$125	$ 36,564,690	27.3%
Somewhat Frequent	7.0%	8,532	18	153,572	$115	$ 17,660,745	13.2%
Occasional	20.0%	24,376	3.5	85,318	$100	$ 8,531,761	6.4%
Intermittent	16.0%	19,501	2	39,002	$75	$ 2,925,175	2.2%
Observational	47.0%	57,285	1	57,285	$50	$ 2,864,234	2.1%
Total	100.0%	121,882		1,078,658		$ 133,814,577	100.0%

Projected Gaming Demand Analysis - Table Game Players
Natural Market Area - Mohegan Sun at Pocono Downs

Est. 2012 Adult Population 501,637 Gaming Propensity - 10.0% Gaming Population - 50,164

Gaming Frequency	% of Total	Gamers	Gaming Days/Yr	Gaming Visits	Win Per Visit	MMRC Projected Gaming Demand	% of Rev
Avid Enthusiasts	1.0%	502	150	75,246	$150	$ 11,286,833	20.5%
Highly Frequent	1.0%	502	90	45,147	$150	$ 6,772,100	12.3%
Very Frequent	2.0%	1,003	65	65,213	$135	$ 8,803,729	16.0%
Frequent	6.0%	3,010	40	120,393	$125	$ 15,049,110	27.3%
Somewhat Frequent	7.0%	3,511	18	63,206	$115	$ 7,268,720	13.2%
Occasional	20.0%	10,033	3.5	35,115	$100	$ 3,511,459	6.4%
Intermittent	16.0%	8,026	2	16,052	$75	$ 1,203,929	2.2%
Observational	47.0%	23,577	1	23,577	$50	$ 1,178,847	2.1%
Total	100.0%	50,164		443,949		$ 55,074,726	100.0%

Projected Gaming Demand Analysis - Table Game Players

Natural Market Area - Mount Airy

Est. 2012 Adult Population	239,901	Gaming Propensity -	10.0%	Gaming Population -	23,990

Gaming Frequency	% of Total	Gamers	Gaming Days/Yr	Gaming Visits	Win Per Visit	MMRC Projected Gaming Demand	% of Rev
Avid Enthusiasts	1.0%	240	150	35,985	$150	$ 5,397,773	20.5%
Highly Frequent	1.0%	240	90	21,591	$150	$ 3,238,664	12.3%
Very Frequent	2.0%	480	65	31,187	$135	$ 4,210,263	16.0%
Frequent	6.0%	1,439	40	57,576	$125	$ 7,197,030	27.3%
Somewhat Frequent	7.0%	1,679	18	30,228	$115	$ 3,476,165	13.2%
Occasional	20.0%	4,798	3.5	16,793	$100	$ 1,679,307	6.4%
Intermittent	16.0%	3,838	2	7,677	$75	$ 575,762	2.2%
Observational	47.0%	11,275	1	11,275	$50	$ 563,767	2.1%
Total	100.0%	23,990		212,312		$ 26,338,731	100.0%

Projected Gaming Demand Analysis - Table Game Players

Natural Market Area - Connecticut Casinos (Mohegan Sun & Foxwoods)

Est. 2012 Adult Population	1,934,161	Gaming Propensity -	10.0%	Gaming Population -	193,416

Gaming Frequency	% of Total	Gamers	Gaming Days/Yr	Gaming Visits	Win Per Visit	MMRC Projected Gaming Demand	% of Rev
Avid Enthusiasts	1.0%	1,934	150	290,124	$150	$ 43,518,623	20.5%
Highly Frequent	1.0%	1,934	90	174,074	$150	$ 26,111,174	12.3%
Very Frequent	2.0%	3,868	65	251,441	$135	$ 33,944,526	16.0%
Frequent	6.0%	11,605	40	464,199	$125	$ 58,024,830	27.3%
Somewhat Frequent	7.0%	13,539	18	243,704	$115	$ 28,025,993	13.2%
Occasional	20.0%	38,683	3.5	135,391	$100	$ 13,539,127	6.4%
Intermittent	16.0%	30,947	2	61,893	$75	$ 4,641,986	2.2%
Observational	47.0%	90,906	1	90,906	$50	$ 4,545,278	2.1%
Total	100.0%	193,416		1,711,732		$ 212,351,536	100.0%

Projected Gaming Demand Analysis - Table Game Players

Natural Market Area - Atlantic City

Est. 2012 Adult Population	395,724	Gaming Propensity -	10.0%	Gaming Population -	39,572

Gaming Frequency	% of Total	Gamers	Gaming Days/Yr	Gaming Visits	Win Per Visit	MMRC Projected Gaming Demand	% of Rev
Avid Enthusiasts	1.0%	396	150	59,359	$150	$ 8,903,790	20.5%
Highly Frequent	1.0%	396	90	35,615	$150	$ 5,342,274	12.3%
Very Frequent	2.0%	791	65	51,444	$135	$ 6,944,956	16.0%
Frequent	6.0%	2,374	40	94,974	$125	$ 11,871,720	27.3%
Somewhat Frequent	7.0%	2,770	18	49,861	$115	$ 5,734,041	13.2%
Occasional	20.0%	7,914	3.5	27,701	$100	$ 2,770,068	6.4%
Intermittent	16.0%	6,332	2	12,663	$75	$ 949,738	2.2%
Observational	47.0%	18,599	1	18,599	$50	$ 929,951	2.1%
Total	100.0%	39,572		350,216		$ 43,446,538	100.0%

Based on previously conducted research of gaming revenue mix, casinos typically experience a 60% / 40% ratio between slots to table game revenues. This ratio combined with a 30% over-all gaming propensity resulted in a 20% gaming propensity for slot gamers within the Natural Market Area and a 10% gaming propensity for table game players within their Natural Market Area.

This gaming propensity could be conservative when considering the demographics of this underserved "live" table gaming market. Data and research indicates a higher propensity to gamble amongst the Asian population. The Table below depicts the significant Asian population within less than an hour drive to the Proposed Site.

Any Comparative Analysis must recognize that this exclusive feature and the close proximity to a population segment with a high propensity to gamble will create a distinct advantage resulting in higher generated revenues.

Table #12

Orange County, New York

Asian Population - New York City Boroughs							
	Total	**% of Total Asian Population**	**Chinese**	**Korean**	**Filipino**	**Vietnamese**	**Other**
<u>Boroughs</u>							
Bronx	49,609	**4.8%**	6,742	2,840	5,576	315	34,136
Brooklyn	262,276	**25.3%**	172,071	6,904	7,930	3,944	71,427
Manhattan	179,552	**17.3%**	94,877	19,683	10,399	2,194	52,399
Queens	511,787	**49.3%**	199,469	64,107	38,163	3,566	206,482
Staten Island	35,164	**3.4%**	13,304	3,207	5,224	468	12,961
Total	1,038,388	**100.0%**	486,463	96,741	67,292	10,487	377,405
			46.8%	**9.3%**	**6.5%**	**1.0%**	
Source: Population of Selected Asian Races Sub-Groups - New York Open Data							
New York City	9.8	% Asian	270% higher than the National Avg.				
New York State	5.5	% Asian					
USA	3.6	% Asian					

The following tables depict the historic Win per Table per Day for both banked and non-banked games, (poker) in a variety of surrounding jurisdictions and properties.

Table #13
Atlantic City Table Game Revenues – Fiscal Years 2012 & 2013

Jan-Dec 2012	Avg. # of		# of		# of		Annual
Atlantic City, NJ	**Total Tables**	**W/T/D**	**Banked tables**	**W/T/D***	**Non-Banked**	**W/T/D**	**Table Win**
AC Club	58	$779	58	$779	0	$0	$16,498,019
Bally's	138	$1,948	112	$1,948	26	$1,948	$98,112,689
Borgata	261	$2,052	183	$2,685	78	$567	$195,457,441
Caesars	177	$1,998	145	$2,419	32	$91	$129,102,488
Golden Nugget	91	$999	71	$1,274	20	$23	$33,171,681
Harrah's	179	$1,551	139	$1,862	40	$473	$101,357,509
Resorts	70	$1,240	70	$1,240	0	$0	$31,691,937
Revel	148	$778	111	$1,038	37	$0	$42,051,867
Showboat	114	$1,072	90	$1,280	24	$291	$44,603,297
Tropicana	143	$1,142	116	$1,358	27	$217	$59,622,147
Trump Plaza	64	$4,388	64	$4,388	0	$0	$102,505,605
Trump Taj Mahal	187	$1,298	133	$1,735	54	$221	$88,589,664
Total	**1,630**	**$1,585**	**1,292**	**$1,889**	**338**	**$420**	**$942,764,344**

Jan-Dec 2013	Avg. # of		# of		# of		Annual
Atlantic City, NJ	**Total Tables**	**W/T/D**	**Banked tables**	**W/T/D***	**Non-Banked**	**W/T/D**	**Table Win**
AC Club	48	$967	48	$967	0	$0	$16,944,403
Bally's	139	$1,597	113	$1,905	26	$259	$81,034,095
Borgata	263	$2,068	183	$2,725	80	$567	$198,562,125
Caesars	177	$1,966	145	$2,380	32	$91	$127,025,395
Golden Nugget	86	$932	76	$1,052	10	$23	$29,266,019
Harrah's	178	$1,332	138	$1,580	40	$473	$86,515,519
Resorts	74	$561	74	$561	0	$0	$15,147,229
Revel	110	$1,452	110	$1,452	0	$0	$58,316,675
Showboat	113	$1,000	89	$1,192	24	$291	$41,261,236
Tropicana	135	$957	108	$1,142	27	$217	$47,163,837
Trump Plaza	64	$531	64	$531	0	$0	$12,412,023
Trump Taj Mahal	180	$1,119	132	$1,445	48	$221	$73,490,148
Total	**1,567**	**$1,376**	**1,280**	**$1,609**	**287**	**$340**	**$787,138,704**

Pennsylvania Table Game Revenues – Fiscal Years 2012 & 2013

July 2011-June 2012	Avg. # of		# of		# of		Annual
Pennsylvania	**Total Tables**	**W/T/D**	**Banked Tables**	**W/T/D**	**Non-Banked Tables**	**W/T/D**	**Table Win**
Mohegan Sun	84	$1,406	66	$1,625	18	$602	**$43,111,764**
Parx	163	$1,900	113	$2,325	50	$939	**$113,038,736**
Harrah's Philadelphia	121	$1,807	86	$2,226	35	$777	**$79,804,044**
Presque Isle	53	$1,113	44	$1,248	9	$449	**$21,525,250**
The Meadows	80	$1,222	60	$1,473	20	$468	**$35,683,635**
Mount Airy	71	$1,587	60	$1,754	11	$676	**$41,128,585**
Penn National	69	$1,543	53	$1,773	16	$781	**$38,859,037**
Sands Bethlehem	152	$2,304	122	$2,625	30	$997	**$127,821,722**
The Rivers	115	$1,642	85	$1,979	30	$685	**$68,910,947**
Sugarhouse	54	$4,120	54	$4,120	0	$0	**$81,208,409**
Valley Forge	50	$390	50	$390	0	$0	**$7,119,049**
Total	**1,012**	**$1,781.94**	**793**	**$2,061.22**	**219**	**$2,222**	**$658,211,178**

July 2012-June 2013	Avg. # of		# of		# of		Annual
Pennsylvania	**Total Tables**	**W/T/D**	**Banked Tables**	**W/T/D**	**Non-Banked Tables**	**W/T/D**	**Table Win**
Mohegan Sun	84	$1,400	66	$1,614	18	$617	**$42,923,506**
Parx	147	$2,001	102	$2,432	45	$1,023	**$107,357,896**
Harrah's Philadelphia	117	$1,849	82	$2,293	35	$808	**$78,962,465**
Presque Isle	46	$891	37	$1,009	9	$404	**$14,956,139**
The Meadows	80	$1,232	60	$1,507	20	$409	**$35,983,833**
Mount Airy	72	$1,493	62	$1,637	10	$597	**$39,224,667**
Penn National	69	$1,498	53	$1,727	16	$740	**$37,737,330**
Sands Bethlehem	183	$2,476	147	$2,871	36	$862	**$165,378,077**
The Rivers	114	$1,665	84	$2,040	30	$615	**$69,280,996**
Sugarhouse	56	$4,140	56	$4,140	0	$0	**$84,613,035**
Valley Forge	50	$1,731	50	$1,731	0	$0	**$31,583,280**
Total	**1,018**	**$1,905.43**	**799**	**$2,221.81**	**219**	**$2,222**	**$708,001,225**

Maryland Table Game Revenues – From Inception (March 2013) through April 2014

Mar- Dec 2013	Avg. # of		# of		# of		Annual
Maryland	**Total Tables**	**W/T/D**	**Banked Tables**	**W/T/D***	**Non-Banked Tables**	**W/T/D**	**Table Win**
Hollywood Perryville	22	$1,879	12	$2,583	10	$868	**$12,651,977**
Maryland Live!	174	$3,195	122	$4,385	52	$1,472	**$152,877,823**
Rocky Gap	13	$1,454	10	$1,745	3	$407	**$5,784,885**
Total	**209**	**$3,028**	**144**	**$4,051**	**65**	**$1,330**	**$171,314,685**

Jan-Apr 2014	Avg. # of		# of		# of		Annual
Maryland	**Total Tables**	**W/T/D**	**Banked Tables**	**W/T/D***	**Non-Banked Tables**	**W/T/D**	**Table Win**
Hollywood Perryville	22	$1,637	12	$2,605	10	$476	**$13,145,928**
Maryland Live!	177	$3,894	125	$4,927	52	$1,506	**$251,589,464**
Rocky Gap	16	$1,031	14	$1,121	2	$407	**$6,022,865**
Total	**227**	**$3,450**	**163**	**$4,390**	**64**	**$1,311**	**$270,758,257**

The tables illustrate the fact that a facility located within close proximity to a dense population, comprised of segments with a high propensity to gamble and have limited or no competition for "live" gaming tables will significantly outperform the market.

Based on this comparative analysis of W/T/D and the Proposed sites similarities with Sugarhouse and Maryland Live! in terms of competitive advantages, both in location and exclusivity of "live" gaming tables, the following Table Revenues were estimated.

Table #14

Orange County

Table Games - Revenues				
	# of		W/T/D	
	Tables	Low	Medium	High
		$3,000	$4,000	$4,800
Banked Table Games	190	$570,000	$760,000	$912,000
Annual Total		$208,050,000	$277,400,000	$332,880,000
		$800	$1,000	$1,300
Non-Banked Table Games	80	$64,000	$80,000	$104,000
Annual Total		$23,360,000	$29,200,000	$37,960,000
Total Table Games Revenues		**$231,410,000**	**$306,600,000**	**$370,840,000**

Table Games Gaming Demand - Met vs. Unmet Demand

Table #15

Natural Market Area

Met vs. Unmet Demand - Tables Only				
Casino	**Projected Demand**	**Annual Net Win**	**Unmet Demand**	**% Met**
Parx Casino	$241,352,345	$107,357,896	$133,994,449	44.5%
Sands Bethlehem	$55,074,726	$42,923,506	$12,151,220	77.9%
Mount Airy	$133,814,577	$165,378,077	-$31,563,500	123.6%
Mohegan Sun at Pocono Downs	$26,338,731	$39,224,667	-$12,885,936	148.9%
Proposed Site	**$1,440,942,807**	**$306,600,000**	**$1,134,342,807**	**21.3%**
Total Market Area	$1,897,523,186	$661,484,146	$1,236,039,040	34.9%
CT Casinos (Mohegan Sun & Foxwoods)*	$212,351,536	$528,448,162	-$316,096,626	248.9%
Atlantic City Casinos	$43,446,538	$787,138,704	-$743,692,166	1811.7%

The following Table # 16 represents the total combined Met vs. Unmet Demand for slots (Table #11) and table games (Table #15).

The Unmet Demand is a method of identifying underserved market areas. Based on this analysis, Resorts World and Empire City Casinos currently represents an underserved gaming area with a 42.6% and 64.7% Met demand. These estimates suggest that the current level of gaming positions is not sufficient for the projected level of gaming demand. The Live! Hotel & Casino New York location is within a 60-minute drive time from this underserved Natural Market Area.

In contrast, casino properties located in Connecticut and Atlantic City are significantly exceeding their Projected Natural Market Area. In the case of Atlantic City Casinos, the percentage of Met Demand is 2,193.6%. These results suggest that both casinos are benefiting from a gaming demand beyond their Natural Market Area. In both of these cases, the demand would appear to be coming from the adjacent State of New York. This issue will be discussed in greater detail under the topic of repatriation.

Total Met Vs. Unmet Gaming Demand

Table #16

Natural Market Area

Met vs. Unmet Demand - Total Market				
Casino	**Projected Demand**	**Annual Net Win**	**Unmet Demand**	**% Met**
Resorts World	$1,858,706,054	$792,578,989	$1,066,127,065	42.6%
Empire City Casino @ Yonkers Raceway	$845,928,437	$547,223,127	$298,705,310	64.7%
Parx Casino	$622,932,760	$466,800,041	$156,132,719	74.9%
Monticello Casino & Raceway	$61,310,908	$61,317,976	-$7,068	100.0%
Sands Bethlehem	$289,868,107	$324,364,786	-$34,496,679	111.9%
Mount Airy	$212,125,149	$306,049,077	-$93,923,928	144.3%
Mohegan Sun at Pocono Downs	$133,490,916	$258,829,107	-$125,338,191	193.9%
Proposed Site	**$1,663,984,705**	**$648,356,800**	**$1,015,627,905**	**39.0%**
Total Market Area	$5,688,347,036	$3,405,519,903	$2,282,827,133	59.9%
CT Casinos (Mohegan Sun & Foxwoods)*	$626,034,108	$1,700,000,000	-$1,073,965,892	271.6%
Atlantic City Casinos	$130,339,614	$2,859,068,918	-$2,728,729,304	2193.6%

Tourist/Hotel Market:

A portion of those visitors to Orange County, New York that are staying in hotels within proximity of the proposed site can be expected to visit the casino. According to Orange County Tourism, there are currently 2,174 hotel rooms in Orange County.

Table #17

Orange County, New York

Local Hotel/Motel Market			
	City	Rooms	Miles
as of April 21, 2014			From Site
		Hotel	
Hampton Inn	Harriman	136	5.27
America's Best Value Inn	Central Valley	50	5.67
Arrow Park	Monroe	11	6.11
Holiday Inn Express	Chester	80	7.00
Glenmere Mansion Inn	Chester	18	9.88
	Closest	**295**	
Comfort Inn & Suites	Goshen	95	11.22
Days Inn	Newburgh	97	13.01
Courtyard By Marriot	Newburgh	78	13.46
Homewood Suites by Hilton	New Windsor	125	13.70
Howard Johnson Inn	Newburgh	74	14.08
Ramada Inn	Newburgh	153	14.08
New Continental Hotel	Greenwood Lake	20	14.15
Bear Mt Inn (Overlook)	Bear Mountain	48	14.46
Courtyard By Marriott	Middletown	134	14.47
Hampton Inn	Middletown	127	15.00
Holiday Inn	Middletown	102	15.04
Hilton Garden Inn	Newburgh	119	15.32
Microtel Inn & Suites	Middletown	80	15.50
Holiday Inn Express	Fort Montgomery	86	15.56
Comfort Inn	Newburgh	130	15.88
	Further	**1468**	
Howard Johnson Lodge	Middletown	117	16.65
Thayer Hotel	West Point	151	17.96
Catlin Garden Inn	Slate Hill	40	19.30
Days Inn	Port Jervis	103	28.82
	Furthest	**411**	
	Total	**2174**	

Included in this analysis were 505 motel rooms within Orange County bringing the total number of rooms used in this analysis to 2,679 rooms. Within the scope of the overall development, this may represent a relatively small component, though it does provide the local hotels a chance to promote the area and possibly increase the local occupancy rate.

Table #18

Orange County, New York

Local Hotel/Motel Market			
Motel	**City**	**Rooms**	**Miles**
as of April 21, 2014			**From Site**
Hudson Valley Hotel	Newburgh	120	14.10
Super 8 Motel	Newburgh	107	14.07
	Further	**227**	
Middletown Motel	Middletown	101	16.69
Super 8 Motel	Middletown	82	16.41
Super 8 Motel	Montgomery	95	18.08
	Furthest	**278**	
	Total Motel Rooms	**505**	

For purposes of this analysis, the occupancy rate has been estimated at 59% for all hotel rooms and 50% for motels with an average length of stay at 2.2 nights and 1.5 adults per room.

Table #19

Orange County, New York

Local Hotel Market - Estimated Demand		
	Hotels	**Motels**
Number of Properties	24.0	5.0
Room Inventory	2,174	505
Occupancy	59.0%	50.0%
Room Night Demand	468,171	92,163
Length of Stay	2.2	1.5
Number of Distinct Room Nights	212,805	61,442
Adults per Room	1.5	1.5
# of Adults Staying Overnight	**319,207**	**92,163**

The participation rates for those staying in these rooms will decline as they move further away from the proposed site. The overall capture rate for these rooms vary based on their proximity, from 5% for the furthest to 12% for those closest to the site. The average per daily win will also vary based on proximity with the total win being higher due to the frequency of visits. This results in estimated annual casino revenue of $4 .2 from the hotel/motel market.

Table #20

Orange County, New York

Local Hotel Market - Estimated Demand				
	Hotels			
	Closest 0-10 miles	**Further 11-15 miles**	**Furthest 15+ miles**	**Total**
% of Total	11.0%	63.3%	25.7%	100.0%
Number of Adults Staying Overnight	45,251	260,397	105,722	411,370
Capture Rate	12.0%	7.0%	5.0%	
Average Casino Visits	1.5	1.0	0.5	
Total Proposed Casino Visits	5,430	18,228	5,286	28,944
Estimated Win per Visit	$120	$150	$150	
Total Estimated Revenue	$651,610	$2,734,170	$792,916	$4,178,696

Highway Intercepts:

Based on the strategic location of the proposed site between three of New York State's major highways, Interstate 78, Interstate 84 and Route 86 (NY117), the impact of potential highway intercepts on the Proposed site must be considered.

The following table depicts the Average Annual Daily Traffic (ADDT) on the three major highways. The information was obtained from the New York State Department of Transportation, (NYDOT). The NYDOT does not separate the counts by passenger or commercial vehicle type. The estimate of 1 in 4, (25%), of vehicles were considered commercial.

For conservative estimates the capture rate used for the ADDT on the main highways leading to the Proposed site I86, (NY17) was .5%. For the major Interstate Highways, I84 and I87 a capture rate of .001 was utilized. The conservative rate of $60 of casino revenues per captured vehicle was also assumed. The annual casino revenues from highway intercepts is $8.3 million.

Unique Area Attraction:

A significant potential source of revenues for the Proposed site is represented in the Woodbury Common Premium Outlets. The Outlet is located 7 miles from the Proposed site off of Route 86 (NT17) and I87. The shopping complex is one of the largest in the country with a total of 850,000 square feet of retail space and a major expansion planned for 2016. The Outlet attracts an estimated 11.0 million visitors a year from surrounding county residents and visitors from throughout the Northeast Region.

The shopping experience has become a major attraction for foreign tourists visiting New York City, with a large percentage being Japanese and Chinese tourists. Tour buses and shuttles make daily trips from New York to the Outlet.

The combination of a gaming and shopping experience has proven to be successful in casino developments throughout the country. The first to market and promote this concept was The Forum Shops at Caesar’s Palace Casino, Las Vegas.

Recently, two casinos have been built directly adjacent to retail shopping malls, The Tulalip Casino in Washington State and the Cordish Group’s Maryland LIVE!. Maryland LIVE! is located next to the Arundel Mills Mall, which is owned and operated by the Simon Property Group.

Simon Property Group is also the owner and operator of the Woodbury Common Premium Outlets. The Proposed site will benefit from this established working relationship and cross marketing opportunities.

Both have shown a strong cross over effect between the casino and retail properties. The Tulalip and Maryland LIVE! location estimate a 20% to 30% crossover of customers to their properties.

This high percentage is driven by the immediate proximity of the casino and retail developments. Based on studies conducted by MMRC, Inc. at the Morongo Casino in California, a Native American casino with an Outlet Mall located ½ mile from the casino, the percentage of cross over drops to approximately 10%.

For the Proposed site and the Woodbury Premium Outlets, the distance between the two properties, (7 miles), is considered when assigning a conservative capture rate of 2% and an average casino revenue per visitor of $50. The estimated annual casino revenue is estimated at $7.2 million.

Table #21

Orange County, New York

Unique Area Attraction				
Woodbury Common Premium Outlet				
# of Adult Visitors	**% of Capture**	**# of Captured**	**Average Win**	**Annual Win**
8,030,000	2%	160,600	$45	**$7,227,000**

Repatriation & Cannibalization:

The Proposed site will repatriate a significant amount of gaming revenues currently being spent outside the State of New York. This recapture effect is beneficial to the local economy as it represents new revenues, creating a ripple effect throughout the region.

There are several methods for estimating the Recapture Effect. One method is to use data such as the 2013 survey completed by the Center for Policy Analysis, University of Massachusetts on the Estimated Patron Origins by State. Based on actual surveys conducted at the various Connecticut and Rhode Island facilities the percentages of residents originating from the State of New York were:

- Foxwoods Resort – 9.8%
- Mohegan Sun – 13.4%
- Twin Rivers – 0.2%
- Newport -0.6%
- Hollywood – 0.1%
- Oxford – 0.2%

The 2014, 1st quarter handle, which is the total amount bet on slots in the period, for Foxwoods Resorts and Mohegan Sun were $1.5 billion and $1.7 billion. Based on these figures, approximately, $147 million and $228 million were being wagered by residents from New York. Annually, this would equate to an estimated $1.5 billion dollars of wagering. These figures represent only the amount wagered on slot machines and do not include table games or ancillary expenditures on hotel rooms, food, beverage or entertainment.

The Live! Hotel & Casino New York is the closest casino to the New York City population base that offers the wide array of amenities and non-gaming options. In addition, Live! Hotel & Casino New York will feature “live” table games, something currently unavailable within an hour drive time from New York City. Currently, “live” table games are not offered at Empire City or Resorts World Casino. Both of these properties are restricted to VLT and Electronic Table Games, (EGTs).

Live! Hotel & Casino New York will repatriate a sizable portion of the revenues currently being spent outside the state directly from the New York City Asian population who, as a group, are attracted to “live” table games. It is difficult to determine the exact amount of the revenues being generated by this segment but estimates can be made based on supporting information.

For example, according to published reports by casino operators in Atlantic City, Asian gamblers contribute 15% to 20% of casino revenues and nearly 33% of their table games revenues.

In February 2014, for all Atlantic City Casinos:

- Total Gaming Revenues - $199 million per month
- Total Table Games Revenues - $60 million per month

Based on these estimates, an estimated $30 to $40 million of total revenues and $19.8 million of table games revenues come from Asian gamblers per month.

Within the same article, an estimated 70% of these totals come from Asian customers traveling from New York to Atlantic City to gamble. Annually, this amounts to a total of $252 million to $336 million in revenues leaving the State of New York.

The goal of attracting this large Asian population in New York City is not isolated to Atlantic City casinos. All of the properties located within the Market Area and outside of New York State borders have targeted this population.

Each have established Asian marketing departments, hired Asian speaking casino hosts, offered known Asian entertainment, opened Asian restaurants but by far the most important effort has been the use of busing programs.

The Sands Bethlehem Casino Resort in Pennsylvania attracts more than 8 million visitors a year. In Bethlehem, a city with an Asian population of 2.9 percent, on any given day an estimated 50% of all the players at 194 “live” table games were observed to be of Asian descent as reported By Matt Assad and Pamela Lehman of the Morning Call Newspaper.

The reporters estimated that more than 50 buses a day come from Asian neighborhoods in the New York City area such as Flushing, Chinatown and Brooklyn. In a follow-up report, Assad estimates 3,000 or more daily visitors are bused in from New York neighborhoods to Sands Bethlehem Casino.

Credit-Suisse gaming analyst Joel Simkins also estimates that Sands Bethlehem is operating roughly 50 buses a day from New York City.

Based on numerous prior research studies, we have observed the average level of play, for similar bus tour programs, of approximately $100 per customer. Taking a conservative estimate of a $60 win per customer for Sands Bethlehem Casino, an estimate of $66 million is derived from New York State residents.

As mentioned at the beginning of this section, surveys indicate New York State residents account for 9.8% of Foxwoods and 13.4% of Mohegan Sun casinos revenues. These percentages appear reasonable considering the estimated 100+ buses a day leaving New York headed to Connecticut casinos.

One method of verifying the existence of gaming leakage to other states is to estimate a casino's Natural Market Area based on its location to competitive casino properties. The key assumption being that distance is the most compelling factor influencing casino patronage. Once the Natural Market Area is established, actual casino revenues can be compared to Projected Gaming Demand in an effort to estimate Unmet Demand.

Referring back to Table #18 Total Met vs. Unmet Gaming Demand, Connecticut and Atlantic City casinos are significantly outperforming their Projected Gaming Demand. The assumption is that a significant portion of this excess demand is coming from residents of New York State. The following Exhibit #13 is an attempt to quantify the level of repatriation based on the opening of Live! Hotel & Casino New York.

Exhibit #13 Proposed Site Gaming Revenue Source (New York Resident, Out-of-State Resident, and Shift from Existing NY Racinos)

Current Gaming Revenues (per property)

	Sands, PA	Parx, PA	Pocono Downs, PA	Mt Airy, PA	Atlantic City	Foxwoods, CT	Mohegan, CT	Sub-Total	Yonkers	Aqueduct	Monticello	Current Southeast NY	Current Total Market	Total Proposed Site	Future Southeast NY	Net New to Southeast NY
Slots	$281.4	$359.4	$219.6	$140.7	$1,626.1	$522.7	$602.1	$3,752.1	$547.2	$792.6	$61.3	$1,401.1	$5,153.3	$342.0	$1,663.3	$262.2
Tables	$166.4	$102.6	$40.8	$38.3	$740.0	$232.7	$268.1	$1,588.9	$0.0	$0.0	$0.0	$0.0	$1,588.9	$277.4	$277.4	$277.4
Poker	$11.2	$16.5	$3.5	$1.7	$40.8	$12.8	$14.8	$101.4	$0.0	$0.0	$0.0	$0.0	$101.4	$29.2	$29.2	$29.2
Total	**$459**	**$479**	**$264**	**$181**	**$2,407**	**$768**	**$885**	**$5,442.4**	**$547.2**	**$792.6**	**$61.3**	**$1,401.1**	**$6,843.5**	**$648.6**	**$1,969.9**	**$568.8**

% of Gaming Revenue Currently from New York Residents

	Sands, PA	Parx, PA	Pocono Downs, PA	Mt Airy, PA	Atlantic City	Foxwoods, CT	Mohegan, CT	Sub-Total
Slots	20%	10%	5%	5%	20%	10%	10%	15%
Tables	30%	20%	20%	20%	30%	20%	20%	26%
Poker	30%	20%	20%	20%	30%	20%	20%	25%
Total	24%	12%	8%	8%	23%	13%	13%	18%

Cannibalized VLT Revenue from Existing NY Casinos

	Yonkers	Aqueduct	Monticello	Current Southeast NY
Slots	10%	2%	15%	6%
Tables	$54.7	$15.9	$9.2	$79.8

Slot Revenue	$16.0
Table Revenue	$63.8

Convert from Electronic Tables to Live Tables

$ of Gaming Revenue Currently from New York Residents

	Sands, PA	Parx, PA	Pocono Downs, PA	Mt Airy, PA	Atlantic City	Foxwoods, CT	Mohegan, CT	Sub-Total
Slots	$56.3	$35.9	$11.0	$7.0	$325.2	$52.3	$60.2	$548.0
Tables	$49.9	$20.5	$8.2	$7.7	$222.0	$46.5	$53.6	$408.4
Poker	$3.3	$3.2	$0.7	$0.3	$12.0	$2.5	$2.9	$25.0
Total	$109.5	$59.7	$19.8	$15.0	$559.3	$101.3	$116.7	$981.4

Proposed Casino Recapture of New York Resident Revenue Currently at Out-of-State Casinos

	%	$
Slots	45%	$234.4
Tables	38%	$113.9
Poker	58%	$14.5
Total	**37%**	**$362.8**

Out of State Residents within 2 Hour Drive Time

	Projected Gaming Demand: Slots	Tables	Poker	Total	Capture %: Slots	Tables	Poker	Total	Capture $s: Slots	Tables	Poker	Total
NJ	$1,037.4	$543.4	$65.9	$1,646.7	8%	20%	20%	11%	$77.6	$87.0	$13.2	$177.7
CT	$381.0	$199.6	$24.2	$604.7	3%	5%	5%	4%	$11.4	$10.0	$1.2	$22.6
PA	$260.3	$136.3	$16.5	$413.2	1%	2%	2%	1%	$2.6	$2.7	$0.3	$5.7
Total	**$1,678.7**	**$879.3**	**$106.6**	**$2,664.6**	**5%**	**11%**	**14%**	**8%**	**$91.6**	**$99.7**	**$14.7**	**$206.0**

Exhibit #13 (Con't) Proposed Site Gaming Revenue Source (New York Resident, Out-of-State Resident, and Shift from Existing NY Racinos)

Out-Of State Resident Gaming Revenue at Live! Hotel Casino NY

	Yr1	Yr2	Yr3	Yr4	Yr5
High - Scenario					
Slot	$94.7	$105.3	$107.4	$109.5	$111.7
Table	$107.7	$119.6	$122.0	$124.5	$126.9
Poker	$17.2	$19.1	$19.5	$19.9	$20.3
Total	$219.6	$244.0	$248.9	$253.9	$259.0
Average - Scenario					
Slot	$82.4	$91.6	$93.4	$95.3	$97.2
Table	$89.7	$99.7	$101.7	$103.7	$105.8
Poker	$13.2	$14.7	$15.0	$15.3	$15.6
Total	$185.4	$206.0	$210.1	$214.3	$218.6
Low - Scenario					
Slot	$79.8	$88.7	$90.4	$92.2	$94.1
Table	$67.3	$74.8	$76.3	$77.8	$79.3
Poker	$10.6	$11.8	$12.0	$12.2	$12.5
Total	$157.7	$175.2	$178.7	$182.3	$185.9

In-State Resident Gaming Revenue at Live! Hotel Casino NY

	Yr1	Yr2	Yr3	Yr4	Yr5
High - Scenario					
Slot	$242.5	$269.4	$274.8	$280.3	$285.9
Table	$123.0	$136.7	$139.4	$142.2	$145.0
Poker	$16.9	$18.8	$19.2	$19.6	$20.0
Total	$382.4	$424.9	$433.4	$442.1	$450.9
Average - Scenario					
Slot	$211.0	$234.4	$239.1	$243.9	$248.8
Table	$102.5	$113.9	$116.2	$118.5	$120.9
Poker	$13.0	$14.5	$14.8	$15.1	$15.4
Total	$326.5	$362.8	$370.1	$377.5	$385.0
Low - Scenario					
Slot	$204.2	$226.9	$231.4	$236.1	$240.8
Table	$76.9	$85.4	$87.1	$88.9	$90.6
Poker	$10.4	$11.6	$11.8	$12.1	$12.3
Total	$291.5	$323.9	$330.4	$337.0	$343.7

Gaming Revenue at Live! Hotel Casino NY that is Currently at NY Racinos

	Yr1	Yr2	Yr3	Yr4	Yr5
High - Scenario					
Slot	$16.5	$18.3	$18.7	$19.1	$19.5
Table	$68.9	$76.6	$78.1	$79.7	$81.3
Poker	$0.0	$0.0	$0.0	$0.0	$0.0
Total	$85.4	$94.9	$96.8	$98.7	$100.7
Average - Scenario					
Slot	$14.4	$16.0	$16.3	$16.6	$16.9
Table	$57.4	$63.8	$65.1	$66.4	$67.7
Poker	$0.0	$0.0	$0.0	$0.0	$0.0
Total	$71.8	$79.8	$81.4	$83.0	$84.7
Low - Scenario					
Slot	$13.9	$15.4	$15.7	$16.1	$16.4
Table	$43.1	$47.9	$48.8	$49.8	$50.8
Poker	$0.0	$0.0	$0.0	$0.0	$0.0
Total	$57.0	$63.3	$64.6	$65.9	$67.2

Live! Hotel Casino Non-Gaming Revenues

Out-Of State Resident Non-Gaming Revenue at Live! Hotel Casino NY

	Yr1	Yr2	Yr3	Yr4	Yr5
Hi	$36.0	$39.3	$40.1	$40.9	$41.7
Average	$30.4	$33.2	$33.8	$34.5	$35.2
Low	$25.9	$28.2	$28.8	$29.4	$29.9

In-State Resident Non-Gaming Revenue at Live! Hotel Casino NY

	Yr1	Yr2	Yr3	Yr4	Yr5
Hi	$62.8	$69.7	$71.1	$72.6	$74.0
Average	$53.6	$59.6	$60.7	$62.0	$63.2
Low	$47.8	$53.2	$54.2	$55.3	$56.4

There will be minimal Non-Gaming Revenue shifted from the current NY facilities due to the minimal non-gaming offerings at those existing facilities

The top section of the Exhibit #13 details the current gaming revenues for the seven competitive casinos located outside of the State of New York and within the 2-hour drive time market area of the proposed site. The three New York casinos are shown separately and referred to as Southeast NY, which includes Yonkers, Aqueduct and Monticello.

The second section, Percentage of Competitor's Revenue that will Shift to Proposed Site, is an attempt to estimate the effects to these casinos of the opening of the Proposed Site. These estimates were based on distance, the level of amenities and non-gaming options, and the quality of the facility and gaming options.

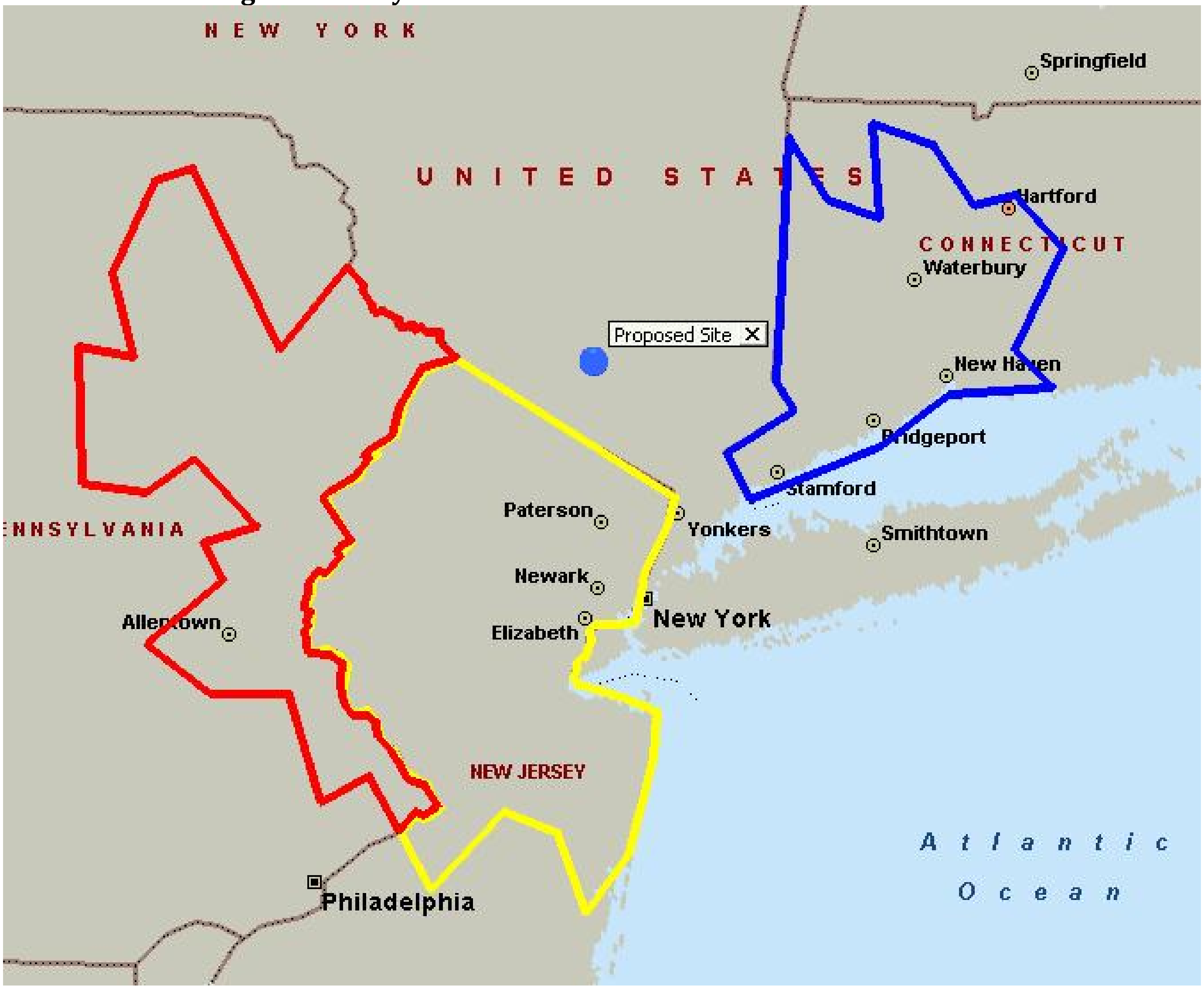
Based on these percentages of expected shift, the estimated repatriation revenues are **$436 million,** as shown in the third section.

This section also assumes a shift in revenues from the three Southeast New York casinos of **$79.8 million dollars**. This analysis does not take into consideration any unmet demand as estimated in Table #18. Both Yonkers and Aqueduct currently show an Unmet Gaming Demand far greater than the $70.6 million shift. A percentage of this Unmet Gaming Demand may be currently unable to access gaming position as a result of the limited supply but would now be able to participate.

The fourth section shows the combined total of the current Southeast NY and the projections for the Proposed Site. The total of the two represents a **$568.9 million growth in gaming revenues**. "Live" table and poker games represent a total of **$306.6 million or 53.4% of the growth**. This $306.6 million represents new revenues as a result of the introduction of "live" table and poker games into the Market area. Monticello, Empire City and Resorts World casino are currently prohibited from offering "live" table gaming.

Exhibit #14 is a visual representation of the Projected Gaming Demand outside of the State of New York but still within the 2-hour Market Area. This total is significant at $2.7 billion in Gaming Demand. As the exhibit shows, the Proposed site is strategically located to take advantage of the population in Pennsylvania and New Jersey. This issue will be addressed when discussing competitive sites.

Exhibit #14
Out of State Gaming Demand by State within 2-Hour Drive Time:



Projected Gaming Demand Analysis
2 Hour Drive Time - Non New York State Residents

Est. 2012 Adult Population 8,089,950 Gaming Propensity - 30.0% Gaming Population - 2,426,985

Gaming Frequency	% of Total	Gamers	Gaming Days/Yr	Gaming Visits	Win Per Visit	MMRC Projected Gaming Demand	% of Rev
Avid Enthusiasts	1.0%	24,270	150	3,640,478	$150	$ 546,071,625	20.5%
Highly Frequent	1.0%	24,270	90	2,184,287	$150	$ 327,642,975	12.3%
Very Frequent	2.0%	48,540	65	3,155,081	$135	$ 425,935,868	16.0%
Frequent	6.0%	145,619	40	5,824,764	$125	$ 728,095,500	27.3%
Somewhat Frequent	7.0%	169,889	18	3,058,001	$115	$ 351,670,127	13.2%
Occasional	20.0%	485,397	3.5	1,698,890	$100	$ 169,888,950	6.4%
Intermittent	16.0%	388,318	2	776,635	$75	$ 58,247,640	2.2%
Observational	47.0%	1,140,683	1	1,140,683	$50	$ 57,034,148	2.1%
Total	100.0%	2,426,985		21,478,817		$ 2,664,586,832	100.0%

Projected Gaming Demand Analysis

2 Hour Drive Time - New Jersey Residents Only (Yellow)

Est. 2012 Adult Population 4,999,579 | Gaming Propensity - 30.0% | Gaming Population - 1,499,874

Gaming Frequency	% of Total	Gamers	Gaming Days/Yr	Gaming Visits	Win Per Visit	MMRC Projected Gaming Demand	% of Rev
Avid Enthusiasts	1.0%	14,999	150	2,249,811	$150	$ 337,471,583	20.5%
Highly Frequent	1.0%	14,999	90	1,349,886	$150	$ 202,482,950	12.3%
Very Frequent	2.0%	29,997	65	1,949,836	$135	$ 263,227,834	16.0%
Frequent	6.0%	89,992	40	3,599,697	$125	$ 449,962,110	27.3%
Somewhat Frequent	7.0%	104,991	18	1,889,841	$115	$ 217,331,699	13.2%
Occasional	20.0%	299,975	3.5	1,049,912	$100	$ 104,991,159	6.4%
Intermittent	16.0%	239,980	2	479,960	$75	$ 35,996,969	2.2%
Observational	47.0%	704,941	1	704,941	$50	$ 35,247,032	2.1%
Total	100.0%	1,499,874		13,273,882		$ 1,646,711,335	100.0%

Projected Gaming Demand Analysis

2 Hour Drive Time - Connecticut Residents Only (Blue)

Est. 2012 Adult Population 1,835,976 | Gaming Propensity - 30.0% | Gaming Population - 550,793

Gaming Frequency	% of Total	Gamers	Gaming Days/Yr	Gaming Visits	Win Per Visit	MMRC Projected Gaming Demand	% of Rev
Avid Enthusiasts	1.0%	5,508	150	826,189	$150	$ 123,928,380	20.5%
Highly Frequent	1.0%	5,508	90	495,714	$150	$ 74,357,028	12.3%
Very Frequent	2.0%	11,016	65	716,031	$135	$ 96,664,136	16.0%
Frequent	6.0%	33,048	40	1,321,903	$125	$ 165,237,840	27.3%
Somewhat Frequent	7.0%	38,555	18	693,999	$115	$ 79,809,877	13.2%
Occasional	20.0%	110,159	3.5	385,555	$100	$ 38,555,496	6.4%
Intermittent	16.0%	88,127	2	176,254	$75	$ 13,219,027	2.2%
Observational	47.0%	258,873	1	258,873	$50	$ 12,943,631	2.1%
Total	100.0%	550,793		4,874,516		$ 604,715,415	100.0%

Projected Gaming Demand Analysis

2 Hour Drive Time - Pennsylvania Residents Only (Red)

Est. 2012 Adult Population 1,254,397 | Gaming Propensity - 30.0% | Gaming Population - 376,319

Gaming Frequency	% of Total	Gamers	Gaming Days/Yr	Gaming Visits	Win Per Visit	MMRC Projected Gaming Demand	% of Rev
Avid Enthusiasts	1.0%	3,763	150	564,479	$150	$ 84,671,798	20.5%
Highly Frequent	1.0%	3,763	90	338,687	$150	$ 50,803,079	12.3%
Very Frequent	2.0%	7,526	65	489,215	$135	$ 66,044,002	16.0%
Frequent	6.0%	22,579	40	903,166	$125	$ 112,895,730	27.3%
Somewhat Frequent	7.0%	26,342	18	474,162	$115	$ 54,528,638	13.2%
Occasional	20.0%	75,264	3.5	263,423	$100	$ 26,342,337	6.4%
Intermittent	16.0%	60,211	2	120,422	$75	$ 9,031,658	2.2%
Observational	47.0%	176,870	1	176,870	$50	$ 8,843,499	2.1%
Total	100.0%	376,319		3,330,424		$ 413,160,740	100.0%

As discussed, the Met vs. Unmet Demand analysis is a method of determining market saturation. Another method for determining market saturation is to observe actual gaming results when supply is increased. Basic economic theory suggests that in a market equilibrium, where supply is equal to demand, an increase in supply should cause a decrease in price. If not, it is assumed that there is more demand.

The following Table depicts six New York State gaming properties within the competitive market area of the proposed site, the number of devices and win per unit per day for each property. The Table shows that in the fiscal Year 2011-2012, Resorts World opened adding 3,957 devices into the market area. Resorts World currently has 5,004 devices in fiscal Year 2013-2014. In total, the number of devices has increased by 5,318 since fiscal Year 2010-2011, which represents a 43% increase.

Table #22

New York State - Win per Unit per Day / Number of Devices

Fiscal Year Apr-Mar		09/10	10/11	11/12	12/13	13/14
Resort World						
	Devices			3,957	4,955	5,004
	WPUPD			$416	$385	$434
Empire City						
	Devices	5,314	5,307	5,302	5,011	5,376
	WPUPD	$286	$307	$315	$298	$279
Monticello						
	Devices	1,277	1,099	1,110	1,110	1,110
	WPUPD	$116	$145	$155	$157	$151
Finger Lakes						
	Devices	1,199	1,199	1,193	1,195	1,356
	WPUPD	$255	$270	$287	$297	$264
Saratoga Raceway						
	Devices	1,770	1,785	1,779	1,781	1,782
	WPUPD	$212	$216	$240	$244	$244
Hamburg						
	Devices	959	936	939	940	940
	WPUPD	$159	$190	$221	$238	$212
Tioga						
	Devices	773	788	803	802	802
	WPUPD	$178	$187	$203	$208	$199
Batavia						
	Devices	605	606	610	640	703
	WPUPD	$167	$172	$186	$193	$183
Vernon Downs						
	Devices	761	761	765	767	767
	WPUPD	$138	$148	$155	$156	$155
Total NY State Market						
	Devices	12,657	12,476	14,298	17,199	17,794
	WPUPD	$225	$244	$273	$291	$294

Despite this significant increase in supply, four of the six properties win per unit per day have increased compared to fiscal year 2010-2011 and the remaining two a slightly lower.

The Empire City Casino, one of the properties that experienced a decrease in their average win per unit per day is located the closest to Resorts World.

Despite this decrease the total net win for the two properties for the fiscal Year 2013-2014 is $745 million greater than the total net win of Empire City Casino the year prior to the Resorts World opening.

This represents a 125% increase in net win for the two combined properties, suggesting that the New York City market is far from saturated.

In a saturated market the significant increase in the level of supply, in this case 40% should result in the decrease of demand and corresponding WPUPD average.

These results combined with the Met vs. Unmet Demand analysis indicates a sizable underserved gaming device market within the proposed site's Market Area. The addition of 3,200 devices within the 60-minute drive time market area of the Proposed site will have an affect on the performance of Empire City or Resorts World. The exact extent of the impact is difficult to estimate due to the multiple variables involved.

Competitive Factors:

Based on the Upstate New York Gaming Economic Development Act of 2013, up to four Upstate destination gaming resorts may be awarded within three Regions of the State, one of which includes the Hudson Valley/Catskills Region. In the event that a total of four developments are authorized, one of the three Regions will be awarded two licenses and face direct competition.

The Market/Revenue Study presented contemplates the authorization of a destination gaming resort at the Proposed site located in South Blooming Grove, Orange County, New York. The analysis and assumptions contained in this study reflect a Natural Market Area for the Proposed site and no other competitive site within the Orange County area. With a total of 19 applicants and 20 potential locations, a study that reflects the impact of each possible permutation on the South Blooming Grove site would be daunting.

The negative impacts on the South Blooming Grove site from specific combinations of authorized locations and the potential effects on its financial performance require some level of discussion. We have chosen to address the two most impactful permutations to the site:

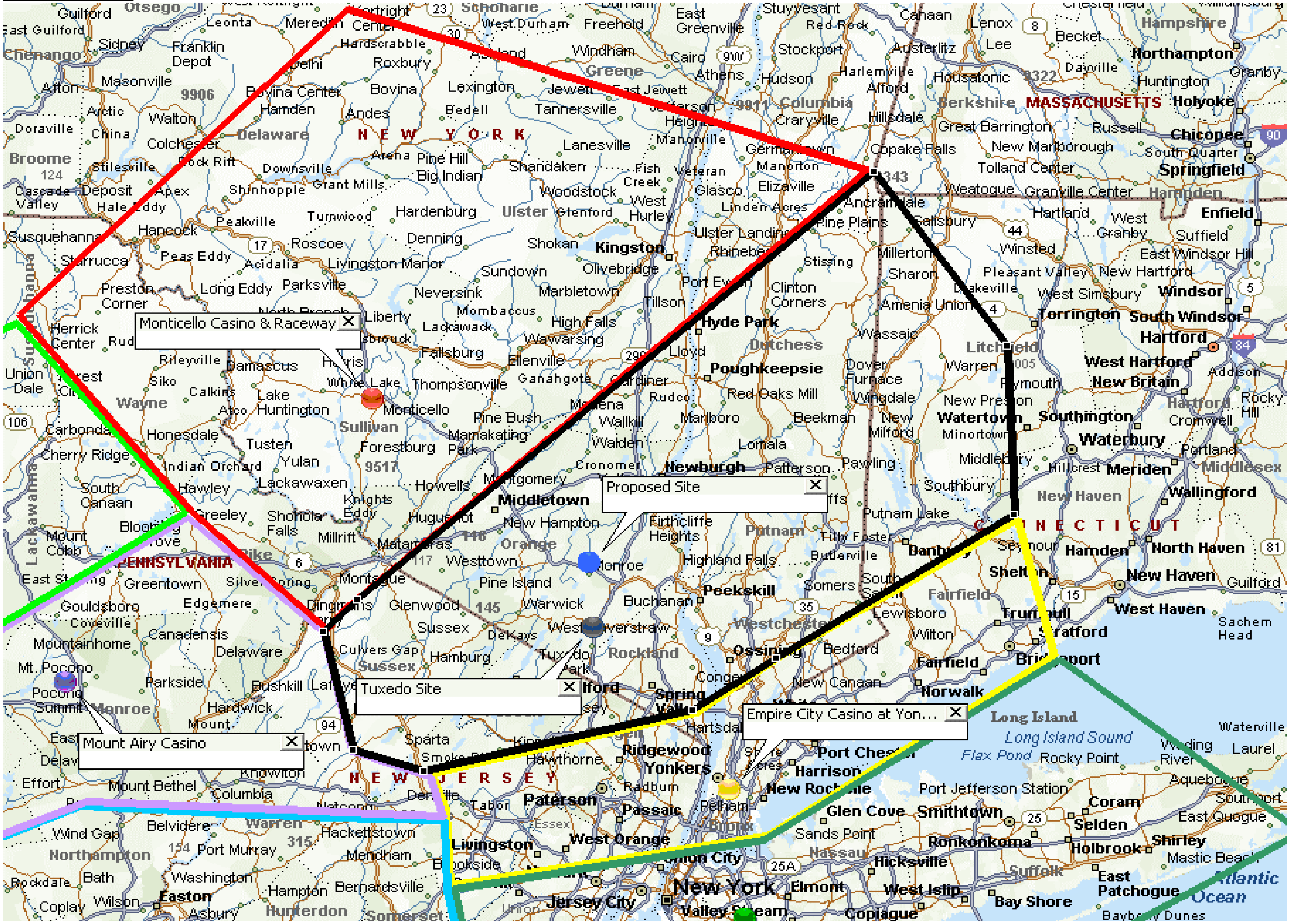
Scenario #1 - A second authorized destination gaming resort in Orange County in addition to the South Blooming Grove, Orange County site:

Casino gaming properties are market demand driven entities with performances linked to the proximity to densely populated areas with an adult population and the propensity to gamble. Destination gaming resorts like the South Blooming Grove site have the opportunity to expand its Natural Market Area with unique gaming options and amenities that appeal to the out of Region customer. Despite this advantage, the foundation of any casino must be generated from within this Natural Market Area. Las Vegas is an exception as a result of its critical mass, history and established convention/tourism business.

The Natural Market Area becomes more critical in a highly competitive market such as New York. Exhibit #15 depicts South Blooming Grove's Natural Market Area previously referred to in Exhibit #9 with the Natural Market Area for two alternative sites in Orange County, Woodbury and Tuxedo Park. These were selected because of the public knowledge of the two sites but are representative of any site located in Orange County in terms of the potential impact of two competing properties.

Exhibit #15 shows that two locations, in this case one in South Blooming Grove and one in Tuxedo Park, will be forced to share the same Market Area. According to the gaming industry's trade group, American Gaming Association, incidence of those who gambled in casinos at least once per year ranged a relatively constant 25% to 28% between 2008 and 2011. This rate has been consistent for decades. As casino supply increases and the rate of visitor demand remains steady, the result has been casino properties in a competitive environment receive a smaller slice of the casino revenue pie. Simply, more casinos do not always equal more gambling revenues.

Exhibit #15



Monticello Casino & Raceway
Proposed Site
Tuxedo Site
Mount Airy Casino
Empire City Casino at Yon...
N E W Y O R K
N E W J E R S E Y
PENNSYLVANIA
MASSACHUSETTS
C O N N E C T I C U T
Long Island Sound
Atlantic Ocean

Another aspect of this scenario is the encroachment of the second development farther into the Market Area of Empire City Casino. Based on the same criteria used to estimate Projected Gaming Demand earlier in the Study, the Empire City Casino will lose an estimated $86 million in Projected Gaming Demand as a result of this decision.

The key question is whether supply is sufficient or exceeds the unmet demand of the Market Area. If supply exceeds market demand, results such as Atlantic City will occur where increasing the number of casinos did not result in total revenue growth.

Beyond the financial impacts that will result from competing casino developments within close proximity, a variety of additional social economic impacts occur. Labor projections for destination casino resorts of this scope can approach up to 5,000 employees, each. Current Orange County labor supply is not sufficient to satisfy one location. Two locations will require a significant influx of employees from throughout the surrounding Regions, including New York City.

With this influx of new employees, demand for multi-unit housing will be an issue. With demand exceeding supply, rent costs will drastically increase until demand can be met. Impacts on County infrastructure will also increase in areas such as traffic, schools, fire, first response, waste management and numerous others.

Scenario #2 – One Destination Gaming Resort in Orange County and One Destination Gaming Resort in the Catskills:

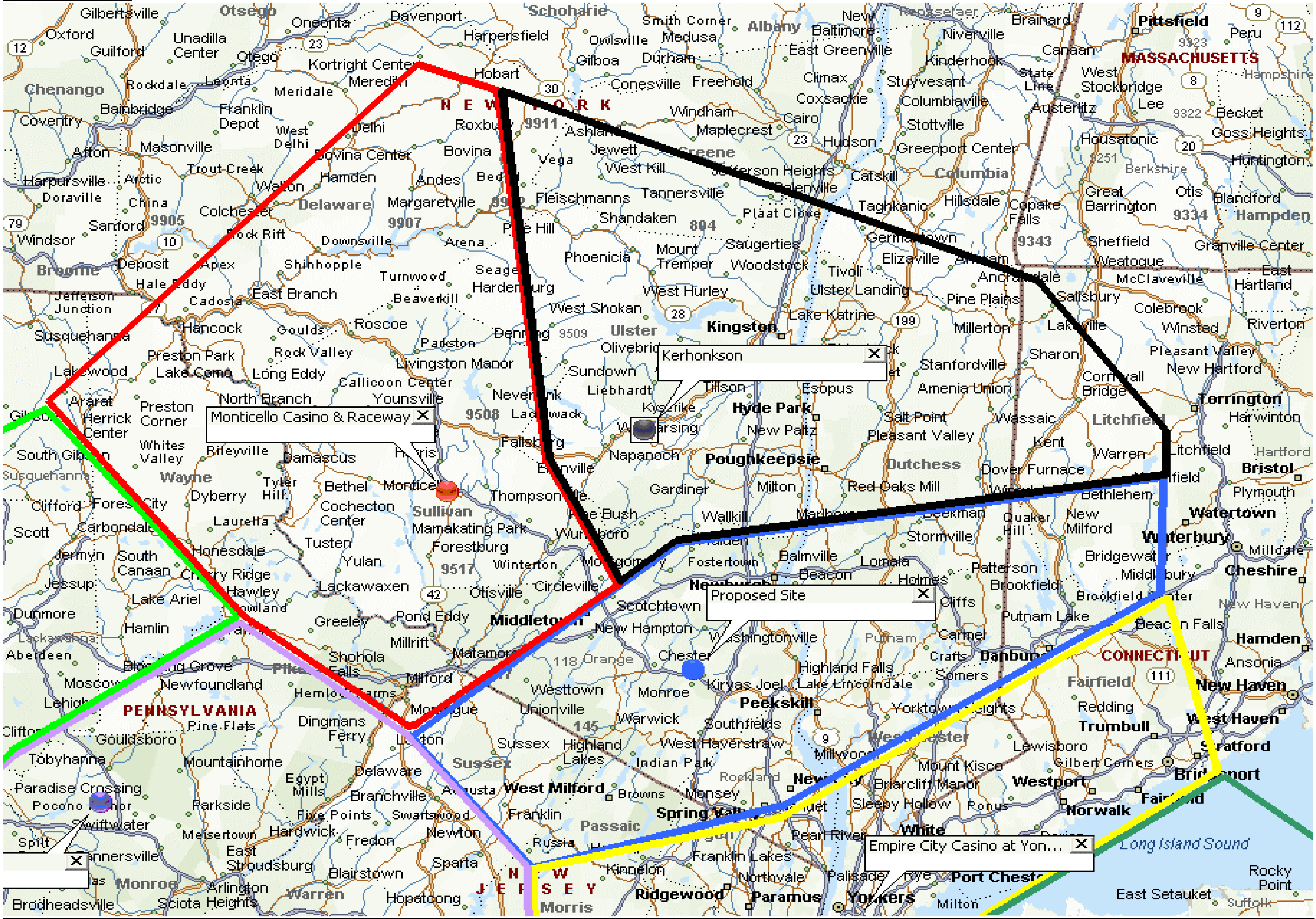
The same issues and concerns are present with Scenario #2 but with much different results. Exhibit #13 shows the adjusted Natural Market Area for the South Blooming Grove location and a Proposed site in the Catskills area. In Scenario #2 the following outcomes occur:

- The South Blooming Grove development is not forced to share the Natural Market Area will another development.
- Empire City Casino does not lose an estimated $86 million in Projected Gaming Demand within its Natural Market Area.
- The Catskill Proposed site's Projected Gaming Demand will be $133 million.
- The South Blooming Grove is estimated to loss $75 million of its Projected Gaming Demand within its Natural Market Area.
- The Monticello Casino & Raceway is estimated to lose $66 million of its Projected Gaming Demand within its Natural Market Area.
- The social economic impacts to the Orange County Region with two locations will be eliminated, acknowledging that some level of impact will be transferred to the Catskills Region.

Advantages of Scenario #2 over Scenario #1 are:

- Allocates the two licenses strategically within the Region in an attempt to maximize total potential revenues.
- Recognizing existing properties current Market Area in an effort to minimize cannibalization of population closest to New York City.
- Locates the two destination casino resort development licenses within the Region to maximize the potential for overnight and out of state visitors.
- The Catskills location is better equipped to keep the New York residents seeking destination casino resort options in State when casino developments open in Massachusetts, serves as an interceptor location.
- A single destination resort casino development in the Catskills area will have a difficult time maximizing the potential revenues due to ease of access and drive time distance to the denser population base.
- Better distribution of labor employment and allocation of resources throughout the Hudson Valley Region.

Exhibit #16


Monticello Casino & Raceway
Kerhonkson
Proposed Site
Empire City Casino at Yon...
NEW YORK
PENNSYLVANIA
NEW JERSEY
CONNECTICUT
MASSACHUSETTS
Long Island Sound