

CURRICULUM VITAE

JOHN J. TIPTON

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PROFESSIONAL CAREER:

11/79-Present	The Tipton Law Firm, P.C., Counselors at Law President
5/04-Present	PDS Gaming Corporation General Counsel
1/05-Present	Kleinbard, Bell and Brecker, Attorneys at Law Of Counsel
6/02-Present	University of Denver College of Law Adjunct Professor of Law
6/02-6/04	Baker and Hostetler, Attorneys at Law Of Counsel
1/00-05/04	Seven Circle Gaming Corporation and Seven Circle Resorts, Inc. President, CEO, General Counsel and Board Member
2/93-1/00	Seven Circle Gaming Corporation Senior Vice-President, General Counsel, CFO and Board Member
2/93-1/00	Seven Circle Resorts, Inc. Senior Vice-President, General Counsel, CFO and Board Member
9/92-2/93	Baker & Hostetler, Attorneys at Law Partner
1/88-9/92	Member of Colorado Governor Roy Romer's Cabinet Executive Director, Colorado Department of Revenue
9/90-2/91	Member of Colorado Governor Roy Romer's Cabinet Executive Director, Colorado Department of Administration

1/78-1/90	Calkins, Kramer, Grimshaw, Haring, Attorneys at Law Partner
6/74-12/77	Calkins, Kramer, Grimshaw, Haring, Attorneys at Law Law Clerk and Associate
9/72-12/74	University of Denver College of Law Law Student
7/68-6/72	United States Air Force Chinese Linguist, Vietnam Era Veteran, Honorable Discharge

THE TIPTON LAW FIRM, P.C., COUNSELORS AT LAW

Throughout his legal career, Mr. Tipton has maintained a legal practice in the firm of The Tipton Law Firm, P.C. During his tenure with Calkins, Kramer, Grimshaw and Haring, The Tipton Law Firm, P.C. was the legal entity that served as the partner in the firm. Mr. Tipton now spends approximately twenty hours per week representing clients in the casino gaming and administrative law areas through this firm. Mr. Tipton is presently working with the Ministry of Justice in Mongolia to assist the country in writing certain gaming legislation and integrating the legislation with currently existing laws and regulations.

PDS GAMING CORPORATION

Mr. Tipton serves as general counsel to PDS Gaming Corporation on a part time basis. He is responsible for their gaming legal and regulatory work. He has been assisting the company in changing from a public company to a private company. He is now assisting the company with regard to all of the regulatory issues in approximately thirty jurisdictions regarding the “going-private” transaction. In addition, he is actively involved in a number of multi-million dollar financing transactions for clients of PDS in the United States and throughout the world.

KLEINBARD BELL AND BRECKER, ATTORNEYS AT LAW

At Kleinbard Bell and Brecker, Mr. Tipton focuses his practice on gaming law and international and domestic business representation. Because of his extensive experience in gaming regulatory, legal and operational issues, he is leading the firm's emerging gaming practice. Mr. Tipton's background in the international arena includes over twenty years of work in the Pacific Rim. While a member of the cabinet of the Governor of Colorado, from January of 1988 to September of 1992, Mr. Tipton helped coordinate the State of Colorado's international business development efforts. He has provided legal and business representation to individuals and companies in a variety of countries including Switzerland, The United Kingdom, Japan, Korea, China, Mongolia, Holland, various Caribbean countries, Canada and Israel. Mr. Tipton has represented clients from the United States doing business in foreign countries as well as clients from foreign countries doing business in the United States. This work has included foreign clients establishing offices in the United States and all of the business aspects involved therewith, creating financing arrangements for foreign and domestic businesses, and negotiating joint ventures and other agreements on behalf of United States clients wishing to do business in foreign countries. He has also served as a consultant to law firms throughout the United States and Canada on law firm management issues. In addition, in 1991 after the State of Colorado passed a constitutional amendment authorizing casino gambling, Mr. Tipton was instrumental in the drafting of the limited gaming

legislation in Colorado and was responsible for its implementation. He created and oversaw the Colorado Division of Gaming and the licensing, taxation and regulatory functions of gaming. He was also the chief negotiator for the State of Colorado on the Indian gaming compacts with the two federally recognized Indian tribes located in Colorado. He has been involved in the casino gaming and hospitality industry for the past sixteen years and has served as CEO, President and General Counsel to several international gaming companies.

BAKER AND HOSTETLER, ATTORNEYS AT LAW – Of Counsel

Mr. Tipton returned to Baker and Hostetler as Of Counsel. He focused his practice on gaming law and international and domestic business representation. He also assisted clients in business, legal and operational issues related to corporate structure, finance and governance issues.

UNIVERSITY OF DENVER COLLEGE OF LAW

Mr. Tipton currently serves as an adjunct professor of law for the University of Denver College of Law. He is responsible for teaching casino gaming law and public policy in relation to casino gaming at the law school. In addition, he is coordinating internships for law students interested in the working in the gaming industry. Mr. Tipton is also preparing the groundwork for the creation of the Gaming Law Institute at the University of Denver College of Law.

SEVEN CIRCLE GAMING CORPORATION

Mr. Tipton served as a member of the board of directors, president, chief executive officer and general counsel for Seven Circle Gaming Corporation. Seven Circle Gaming Corporation is the parent company for all North American operations for Swiss Leisure Group AG of Zurich, Switzerland. Seven Circle Gaming Corporation's primary business was to develop, finance and manage hotel, resort and casino gaming operations throughout the United States and North America. Mr. Tipton was responsible for the activities of this Company as well as monitoring the activities of its subsidiary companies. Mr. Tipton also worked with the Swiss parent corporation regarding its international operations primarily in the areas of development, legal and regulatory matters. He was responsible for all of the company's relationships with the investment banking community and other financial institutions. In addition, he served as the company's primary representative in dealing with national, state and local governmental entities regarding gaming legislation and regulation. As a member of the board of directors he was responsible for helping to determine the strategic and tactical goals of the company and insuring the implementation of those goals. Mr. Tipton has been found suitable as a gaming licensee by the gaming regulatory authorities in Colorado, Nevada, North Dakota, and by the Standing Rock Sioux Indian Tribe and the National Indian Gaming Commission. He held licenses for gaming in all of these jurisdictions.

SEVEN CIRCLE RESORTS, INC.

Mr. Tipton served as a member of the board of directors, president, and general counsel for Seven Circle Resorts, Inc. Seven Circle Resorts, Inc. was a wholly owned subsidiary of a Seven Circle Gaming Corporation. Its primary business was to develop, finance and manage Indian gaming operations throughout the United States. Mr. Tipton was responsible for all of the legal and financial operations of the company. In addition, he served as the company's primary representative in dealing with governmental entities on a tribal, local, state and national basis with regard to Indian gaming legislation and regulation. As a member of the board of directors he was also responsible for helping determine the strategic and tactical goals of the

company and insuring the implementation of those goals.

BAKER AND HOSTETLER, ATTORNEYS AT LAW - Partner

Mr. Tipton focused his practice on gaming law and international and domestic business representation. He has extensive experience in gaming regulatory, legal and operational issues.

EXECUTIVE DIRECTOR, COLORADO DEPARTMENT OF REVENUE

As a member of Colorado Governor Roy Romer's Cabinet, Mr. Tipton served as Executive Director of the Colorado Department of Revenue. When he assumed the responsibilities of the Department, he became responsible for the management of nine divisions, 1,500 people, an annual budget in excess of ninety million dollars, and the collection of over five billion dollars annually in revenue. He instituted a participatory management program dedicated to productivity, service and innovation based upon private sector principals of sound management. The program was designed to increase efficiency, effectiveness and program success with the goal (successfully achieved) of saving two and one-half percent of the Department's annual budget per year to be reinvested in new and better services. He also reduced the staffing at the Department of Revenue by approximately ten percent. The Executive Branch, the Legislature and the Governor's Commission on Productivity have recognized Mr. Tipton's efforts as a model for government management. He also served on a wide variety of Commissions and task forces on behalf of the Governor and helped coordinate the State of Colorado's international business development efforts. In addition, in 1991 after the State of Colorado passed a constitutional amendment authorizing casino gambling, Mr. Tipton was instrumental in the drafting of the limited gaming legislation in Colorado and was responsible for its implementation. He created and oversaw the Colorado Division of Gaming and the licensing, taxation and regulatory functions of gaming. He was also the chief negotiator for the State of Colorado on the Indian gaming compacts with the two federally recognized Indian tribes located in Colorado.

CALKINS, KRAMER, GRIMSHAW & HARRING, ATTORNEYS AT LAW - Managing Partner

The firm was an organization of approximately twenty attorneys when Mr. Tipton was elected Managing Partner. By the end of his fourth term, it had grown to an organization of seventy attorneys and over one hundred fifty employees. During this time, Mr. Tipton not only was responsible for the on-going operation of the firm, but also was instrumental in developing long-term strategic and financial plans; providing a business approach to the practice of law; substantially increasing the gross revenues of the firm; and developing a nationally recognized approach to client development, financial management and law firm management. Articles in various publications including The American Lawyer, American Bar Association Journal, Denver Business, Of Counsel and Arizona Bar Briefs have profiled his management and client development expertise. In addition, Mr. Tipton was, and continues to be, a frequent speaker at numerous local and national and international seminars on international business transactions, law firm management, business planning and casino gaming.

PARTNER IN CHARGE OF INDIVIDUAL TAX AND BUSINESS SECTION - (1978-1987)

Mr. Tipton's practice included representation of clients regarding the following:

- National and international business, financial

- and tax planning
- Business management
- Structuring financing transactions
- All facets of general corporate practice
- Corporate counseling and personal taxation
- Probate administration and litigation
- Estate planning and administration
- Employee compensation and benefits
- Family partnerships
- Estate and gift taxation
- Non-profit corporations
- Representation before legislative and administrative bodies

PARTNER IN CHARGE OF INTERNATIONAL PRACTICE - (1984-1988)

Mr. Tipton has a broad background in Far East cultures. He lived for several years in Japan and Korea and travels extensively in the Far East and other parts of the world. He has provided legal and business advice to individuals and companies from many countries. His understanding of the culture and language of the Chinese and Japanese facilitates his abilities in the Pacific Rim.

COMMUNITY AND PROFESSIONAL INVOLVEMENT:

- Member of International Association of Gaming Attorneys (1990-present)
- Member of the Board of Directors of Angel Flight West and representative of Angel Flight West to the Board of Directors of Angel Flight America;
- Member of the Board of Directors and Chairman of Angel Flight West Foundation;
- Recipient of numerous awards and recognition for quality management in both the private and public sector;
- Recipient of the 1998 Humanitarian Award from the Council on Compulsive Gambling of Pennsylvania;
- Recipient of the 2004 Golden Halo Award for charitable work for Angel Flight West and the Angel Flight West Foundation in their services to the medically needy;
- Recipient of the 2001 Golden Halo Award for charitable work for Angel Flight West services to the medically needy;
- Former Executive Committee Member and member of the board of directors of the Summerlin Children's Forum in Las Vegas, Nevada;
- Former faculty member and planning committee member for the Institute of

Continuing Legal Education, University of Michigan School of Law;

- Former Faculty member for the Pre-Retirement Planning Institute, Inc., Denver, Colorado;
- Appointed by Governor Romer as chairman of the State of Colorado participation the Colorado Combined Campaign for United Way (1990-1992);
- Division Vice-Chairman of the American Bar Association, Law Practice Management Division, Section on Economics of Law Practice (1987- 1989); (Member 1986-Present);
- Chairman, Marketing of Legal Services Group, American Bar Association, Law Practice Management Division, Section on Economics of Law Practice (1986-1989); (Member 1986- Present);
- Co-Chairman of the National Marketing Conference Committee, American Bar Association, Law Practice Management Division, Section on Economics of Law Practice (1986-1989); (Member 1986-Present);
- Member and former officer of the Denver Estate Planning Council;
- Advisory Board Member for the University of Denver Center for Gifted Children, Bureau of Educational Services, University of Denver (1983-1995);
- Scholarship Committee member for the Bureau of Educational Services, University of Denver (1983-1993);
- Former Member of State of Colorado/Yamagata, Japan Friendship Committee;
- Former Co-Chairman of the Japanese Trade Arena, Special Interest Committee, International Trade Association of Colorado;
- Former Member of National Association of Tax Administrators;
- Former Member of Western Association of Tax Administrators;
- Former Member of Executive Committee Multi-State Tax Commission;
- Former Member of Tax Executives Council;
- Co-Chairman of Colorado Governor's Jobs for Colorado's Future Partnership (1989-1991);
- Member of Colorado Governor's International Business Task Force (1988-1992);
- Member of Colorado Governor's New Airport Advisory Group (1988-1991);

- Member of Colorado Governor's Prison Financing Group (1988-1990);
- Member of Colorado Governor's Revenue Estimating Advisory Committee (1988-1992);
- Member of Colorado Governor's Education Advisory Group (1988-1992);
- Member of Colorado Governor's Commission on Information Management (1988-1992);
- Member of Colorado Governor's Commission on Privatization (1989-1992);
- State Chairman for the government sector of the Colorado Combined Campaign (formerly Mile High United Way) (1989);
- Member of Colorado Governor's Complete Count Census Committee (1990);
- Chairman of Colorado Governor's Teachers' Tenure Committee (1990);
- Member of Colorado Advisory Committee on Intergovernmental Relations (1988-1992);
- Co-Chairman of Colorado Governor's Math-Science- Technology Commission (1990-1992);
- Member of Colorado Governor's Education Policy Team (1989-1992);
- Member of State's Coordinating Committee on Debt Management (1991);
- Member of Colorado Governor's Total Quality Management Steering Committee (1990-1992);

BAR ASSOCIATIONS AND COURTS:

- Admitted to Colorado Bar, 1975
- Admitted to Pennsylvania Bar, 2004
- Admitted to practice before the United States District Court, Colorado; Tenth Circuit Court of Appeals; United States Tax Court; United States Supreme Court
- Member of the American Bar Association; Colorado Bar Association; Denver Bar Association (Taxation Section; Economics of Law Practice Section; Real Property, Probate and Trust Law Section)

EDUCATION:

--- LL.M. in Taxation, 1978, University of Denver

--- Juris Doctor, 1974, University of Denver

Honors: Order of St. Ives
 American Jurisprudence Award,
 Civil Procedure

--- Defense Language Institute, Certificate of Native Speaker - Chinese Language, 1969

--- Bachelor of Science, 1968, Cum Laude, Colorado State University