

CALIFORNIA HORSE RACING BOARD
1010 HURLEY WAY, SUITE 300
SACRAMENTO, CA 95825
(916) 263-6000
FAX (916) 263-6042



SPECIAL MEETING BY TELECONFERENCE

A special meeting by teleconference of the California Horse Racing Board will be held on, Friday, September 10, 2010 commencing at 10:30 a.m., at the teleconference locations identified in this notice. The teleconference locations, each of which will be accessible to the public, are as follows:

Chairman Brackpool, Commissioner Israel, Commissioner Rosenberg - Hollywood Park Race Track, (Sunset Room) 1050 South Prairie Ave., Inglewood; Commissioner Harris-Harris Farms Offices 23300 West Oakland Ave., Coalinga; Commissioner Choper - Golden Gate Fields, (Executive Conference Room), 1100 Eastshore Hwy, Albany, Commissioner Derek - Santa Barbara Community Phone Book, 5266 Hollister Ave., Santa Barbara.

The audio portion only of the California Horse Racing Board regular meeting will be available online through a link at the CHRB website (www.chrb.ca.gov) under "Webcasts."

AGENDA

The agenda for the special meeting will consist of the following matter:

Action Items:

1. Discussion and action by the Board on the Application for License to Conduct a Horse Racing Meeting of the Oak Tree Racing Association (T) at Hollywood Park, commencing September 29, 2010 through October 31, 2010, inclusive.

Additional information regarding this meeting may be obtained from Jacqueline Wagner at the CHRB Administrative Office, 1010 Hurley Way, Suite 300, Sacramento, CA 95825; telephone (916) 263-6000; fax (916) 263-6042. A copy of this notice can be located on the CHRB website at www.chrb.ca.gov. *Information for requesting disability related accommodation for persons with a disability who requires aids or services in order to participate in this public meeting, should contact Jacqueline Wagner.

CALIFORNIA HORSE RACING BOARD

Keith Brackpool, Chairman
David Israel, Vice Chairman
Jesse H. Choper, Member
Bo Derek, Member
John C. Harris, Member
Jerry Moss, Member
Richard Rosenberg, Member
Kirk E. Breed, Executive Director

STAFF ANALYSIS
September 10, 2010

Issue: APPLICATION FOR LICENSE TO CONDUCT A HORSE RACING MEETING OF THE OAK TREE RACING ASSOCIATION AT HOLLYWOOD PARK SEPTEMBER 29, 2010 THROUGH OCTOBER 31, 2010.

Oak Tree Racing Association (OTRA) filed its application to conduct a thoroughbred horse racing meeting at Hollywood Park:

- September 29 through October 31, 2010, or 22 days, 9 less than 2009. The association proposes to race 189 races, or 8.59 per day. In 2009 they raced 8.16 races per day with an average of 7.82 runners per race. The (actual) average daily purse for the 2009 meet was \$359,798. The (estimated) average daily purse for this meet is \$345,798.

The Oak Tree Racing Association (OTRA) previously leased Santa Anita Race Track from Los Angeles Turf Club Inc (LATC). On March 5, 2009, Magna Entertainment Corporation (MEC) filed for bankruptcy. The MEC bankruptcy filing impacted the LATC which was a MEC subsidiary. On Monday, April 26, 2010, a Delaware bankruptcy judge approved a plan that allowed Magna Entertainment Corp. (MEC) to transfer the vast majority of its racing assets to its parent company and largest creditor, MI Developments. Subsequently, MID terminated the OTRA lease with LATC. At the June 22, 2010, Regular Board meeting Frank Stronach, chairman of MI Developments agreed to allow Oak Tree Racing Association to run its 2010 race meet at Santa Anita. At the August 19, 2010, Regular Board meeting the Board rejected the Oak Tree Racing Association license application. During the meeting California Thoroughbred Trainers and Thoroughbred Owners of California voiced their concerns regarding the safety of the Santa Anita track. Consequently, Oak Tree Racing Association is proposing to run its race meet at the Hollywood Park race track.

- Oak Tree Racing Association was allocated 26 race days for 2010. The proposed race dates differ from the allocated dates with the proposal to offer simulcast wagering with no live racing on September 29, October 13, 20 and 27th. The change would reduce their race days to 22.

September - 2010						
Sun	Mon	Tue	Wed	Thu	Fri	Sat
			1	2	3	4
5	6	7	8	9	10	11
12	13	14	15	16	17	18
19	20	21	22	23	24	25
26	27	28	29	30		

October - 2010						
Sun	Mon	Tue	Wed	Thu	Fri	Sat
						2
	4	5	6			9
	11	12	13	14	15	16
	18	19	20	21	22	23
	25	26	27	28	29	30

- Racing 4 or 5 days per week, Thursday through Sunday, with 8 races weekdays, 9 opening day, weekends and Monday, October 11. 10 Saturday, October 30, California Cup Day.
- Racing concurrently with the Fresno District Fair and Pacific Racing Association (PRA).
- First post 1:00 p.m. daily.
 - 7:05 p.m. post Thursday, September 30th and Fridays, October 8, 22 and 29.
- Request Jennifer Paige to be appointed horse identifier pursuant to CHRB Rule 1525.
- Wagering program will use CHRB and ARCI rules.

- Early wagering 8:30 a.m.
- The Advance Deposit Wagering (ADW) providers are Twin Spires, Youbet, TVG, Xpressbet and Oak Tree Bets (Operated by XpressBet)

Pursuant to Business and Profession Code section 19604, specific provisions must be met before an ADW provider can accept wagers.

Summary of B&P code 19604

To accept wagers on races conducted in California from a resident of California.

- The ADW provider must be licensed by the Board.
- A written agreement allowing those wagers exists with the racing association or fair conducting the races on which the wagers are made.
- The agreement shall have been approved in writing by the horsemen's organization responsible for negotiating purse agreements for the breed on which the wagers are made.

To accept wagers on races conducted outside of California from a resident of California.

- The ADW provider must be licensed by the Board.
- There is a hub agreement between the ADW provider and one or both of (i) one or more racing associations or fairs that together conduct no fewer than five weeks of live racing on the breed on which wagering is conducted during the calendar year during which the wager is placed, and (ii) the horsemen's organization responsible for negotiating purse agreements for the breed on which wagering is conducted.

No documents have been received in compliance with Business and Professions code 19604:

- Simulcasting conducted with other out-of-state racing jurisdictions pursuant to Business and Professions Code Section 19602; and with authorized locations throughout California.
- Inspection of backstretch worker housing has been requested and will be completed before the beginning of the race meeting.
- Track safety inspection has been requested and will be completed prior to start of race meet.

ITEMS STILL NEEDED:

1. Pertinent contract and/or agreements required pursuant to Business and Professions Code section 19604 that allows Oak Tree Racing Associations designated ADW providers to accept wagers on races conducted in California for the applied license term.

RECOMMENDATION:

Staff recommends the Board approve the application contingent upon receiving the outstanding items.

Application is hereby made to the California Horse Racing Board (CHRB) for a license to conduct a horse racing meeting in accordance with the California Business and Professions (B&P) Code, Chapter 4, Division 8, Horse Racing Law, and the California Code of Regulations, Title 4, Division 4, CHRB Rules and Regulations.

1. APPLICANT ASSOCIATION

A. Name, mailing address, telephone and fax numbers of association:

Oak Tree Racing Association
285 W. Huntington Drive
Arcadia CA 91007

Telephone: 626/574-6345 or 574-7223
Fax Phone: 626/447-2940

B. Breed of horse: TB QH H

C. Racetrack name: Hollywood Park

D. Attach a certified check payable to the Treasurer of the State of California in the amount of \$10,000 as deposit for license fees pursuant to B&P Code Section 19490.

NOTICE TO APPLICANT: Application must be filed not later than 90 days before the scheduled start date for the proposed meeting pursuant to CHRB Rule 1433.

2. DATES OF MEETING

A. Inclusive dates for the entire meeting: September 29 through October 31, 2010

B. Actual dates racing will be held: September 30
October 1, 2, 3, 6, 7, 8, 9, 10, 11, 14, 15, 16, 17,
21, 22, 23, 24, 28, 29, 30, 31

C. Total number of days or nights of racing: 22 Days

D. Days or nights of the week races will be held:
 Wed - Sun Tues - Sat Other (specify)

Racing on Monday, October 11 (Columbus Day), simulcast wagering only on September 29, October 13, 20 & October 27.

Number of days or nights of racing per week: 4 or 5 Days as noted above

CHRB CERTIFICATION	
Application received: 9/2/10	Hearing date: 9/10/10
Deposit received: 10,000	Approved date:
Reviewed: <i>[Signature]</i>	License number:

3. RACING PROGRAM

- A. Total number of races: Estimate 189 (Includes Cal. Cup)
- B. Number of races for each day or night: 8 races weekdays
9 races Opening Day, Weekends and Monday, October 11; (*) with the option to program 10 races on such days.
10 races Saturday, October 30, 2010 (Cal. Cup Day)
- C. Total number of stakes races: 24 including California Cup Day
- D. Attach a listing of all stakes races and indicate the date to be run and the added money or guaranteed purse for each. Note the races that are designated for California-bred horses.

See stakes schedule attached.

- E. Will provisions be made for owners and trainers to use their own registered colors?

Yes No If no, what racing colors are to be used:

- F. List all post times for the daily racing program:

	<u>Everyday except Thurs. & Friday Nights</u>	<u>Fridays (Except 10/1 and 10/15)</u>	<u>Thursday 9/30</u>
Race 1	1:00 p.m.	7:05 p.m.	7:05 p.m.
Race 2	1:30 p.m.	7:35 p.m.	7:35 p.m.
Race 3	2:00 p.m.	8:05 p.m.	8:05 p.m.
Race 4	2:30 p.m.	8:35 p.m.	8:35 p.m.
Race 5	3:00 p.m.	9:05 p.m.	9:05 p.m.
Race 6	3:30 p.m.	9:35 p.m.	9:35 p.m.
Race 7	4:00 p.m.	10:05 p.m.	10:05 p.m.
Race 8	4:30 p.m.	10:35 p.m.	10:32 p.m.
Race 9	5:00 p.m. (When applicable)		10:59 p.m.
Race 10	5:30 p.m. (When Applicable)		

NOTICE TO APPLICANT: Every licensee conducting a horse racing meeting shall each racing day provide for the running of at least one race limited to California-bred horses, to be known as the "California-bred race" pursuant to CHRB Rule 1813. For thoroughbred and quarter horse meetings, the total amount distributed for California-bred stakes races from the purse account, including overnight stakes, shall not be less than 10% of the total amount distributed for all stakes races pursuant to B&P Code Section 19568(b).

2010 OAK TREE STAKES SCHEDULE

Senator Ken Maddy Handicap (Grade III)
\$100,000 guaranteed
Fillies & Mares, Three-Year-Olds and Upward
To be run Thursday, September 30, 2010
Nominations close Thursday, September 23, 2010
Six Furlongs (Turf)

Norfolk Stakes (Grade I)
\$250,000 guaranteed (Includes \$50,000 from the Breeders' Cup)
Two-Year-Olds
To be run Saturday, October 2, 2010
Nominations close Thursday, September 23, 2010
One Mile & One-Sixteenth

Goodwood Stakes (Grade I)
\$250,000 guaranteed (Includes \$25,000 from the Breeders' Cup)
Three-Year-Olds & Upward
To be run Saturday, October 2, 2010
Nominations close Thursday, September 23, 2010
One Mile & One-Eighth

Yellow Ribbon Stakes (Grade I)
\$250,000 guaranteed
Fillies & Mares, Three-Years-Old & Upward
To be run Saturday, October 2, 2010
Nominations close Thursday, September 23, 2010
One Mile & One-Quarter (Turf)

Lady's Secret Stakes (Grade I)
\$250,000 guaranteed (Includes \$25,000 from the Breeders' Cup)
Fillies & Mares, Three-Years-Old & Upward
To be run Saturday, October 2, 2010
Nominations close Thursday, September 23, 2010
One Mile & One-Sixteenth

Oak Leaf Stakes (Grade I)
\$250,000 guaranteed (Includes \$50,000 from the Breeders' Cup)
Fillies, Two-Years-Old
To be run Sunday, October 3, 2010
Nominations close Thursday, September 23, 2010
One Mile & One-Sixteenth

Clement L. Hirsch Turf Championship (Grade I)
\$250,000 guaranteed
Three-Year-Olds & Upward
To be run Sunday, October 3, 2010
Nominations close Thursday, September 23, 2010
One Mile & One-Quarter (Turf)

Louis R. Rowan Stakes
\$55,000 added
Fillies & Mares, Three-Years-Old & Upward
To be run Sunday, October 3, 2010
Nominations close Thursday, September 23, 2010
Six and One-Half Furlongs

Oak Tree Mile (Grade II)
\$150,000 guaranteed
Three-Year-Olds & Upward
To be run Saturday, October 9, 2010
Nominations close Thursday, September 30, 2010
One Mile (Turf)

Ancient Title Stakes (Grade I)
\$250,000 guaranteed (Includes \$25,000 from the Breeders' Cup)
Three-Year-Olds & Upward
To be run Saturday, October 9, 2010
Nominations close Thursday, September 30, 2010
Six Furlongs

Swingtime Stakes
\$55,000 added
Fillies & Mares, Three-Years-Old & Upward (NW \$60,000 AAMOO 2010)
To be run Sunday, October 10, 2010
Nominations close Thursday, September 30, 2010
One Mile (Turf)

Morvich Handicap (Grade III)
\$100,000 guaranteed
Three-Year-Olds & Upward
To be run Monday, October 11, 2010
Nominations close Thursday, September 30, 2010
Six Furlongs (Turf)

Oak Tree Derby (Grade II)

\$150,000 guaranteed

Three-Year-Olds

To be run Saturday, October 16, 2010

Nominations close Thursday, October 7, 2010

One Mile & One-Eighth (Turf)

Harold C. Ramser, Sr. Handicap (Grade III)

\$100,000 guaranteed

Fillies, Three-Years-Old

To be run Sunday, October 17, 2010

Nominations close Thursday, October 7, 2010

One Mile (Turf)

Jack Goodman Stakes

\$55,000 added

Two-Year-Olds

To be run Saturday, October 23, 2010

Nominations close Thursday, October 14, 2010

Six Furlongs

Anoakia Stakes

\$55,000 added

Fillies, Two-Years-Old

To be run Sunday, October 24, 2010

Nominations close Thursday, October 14, 2010

Six Furlongs

Cal Cup Classic Presented by Citi National Bank

\$150,000 guaranteed

Three-Year-Olds & Upward, California Bred or California Sired

To be run Saturday, October 30, 2010

Early Bird Nominations closed Thursday, August 12, 2010 with

Regular Nominations close Saturday, October 16, 2010

One Mile & One-Eighth

John C. Mabee Cal Cup Mile

\$100,000 guaranteed

Three-Year-Olds & Upward, California Bred or California Sired

To be run Saturday, October 30, 2010

Early Bird Nominations closed Thursday, August 12, 2010 with

Regular Nominations close Saturday, October 16, 2010

One Mile (Turf)

CTT/TOC Cal Cup Matron**\$100,000 guaranteed****Fillies & Mares, Three-Years-Old & Upward, California Bred or California Sired****To be run Saturday, October 30, 2010****Early Bird Nominations closed Thursday, August 12, 2010 with****Regular Nominations close Saturday, October 16, 2010****One Mile & One-Sixteenth****Donald Valpredo Cal Cup Sprint****\$100,000 guaranteed****Three-Year-Olds & Upward, California Bred or California Sired****To be run Saturday, October 30, 2010****Early Bird Nominations closed Thursday, August 12, 2010 with****Regular Nominations close Saturday, October 16, 2010****Six Furlongs****John Deere Cal Cup Distaff****\$100,000 guaranteed****Fillies & Mares, Three-Years-Old & Upward, California Bred or California Sired****To be run Saturday, October 30, 2010****Early Bird Nominations closed Thursday, August 12, 2010 with****Regular Nominations close Saturday, October 16, 2010****Six Furlongs (Turf)****Bob Benoit Cal Juvenile****\$75,000 guaranteed****Two-year-olds (Colts & Geldings), California Bred or California Sired****To be run Saturday, October 30, 2010****Early Bird Nominations closed Thursday, August 12, 2010 with****Regular Nominations close Saturday, October 16, 2010****Seven Furlongs****Robert H. Walter Cal Juvenile (Fillies)****\$75,000 guaranteed****Fillies, Two-years-old, California Bred or California Sired****To be run Saturday, October 30, 2010****Early Bird Nominations closed Thursday, August 12, 2010 with****Regular Nominations close Saturday, October 16, 2010****Seven Furlongs**

Las Palmas Handicap (Grade II)
\$150,000 guaranteed
Fillies & Mares, Three-Years-Old & Upward
To be run Sunday, October 31, 2010
Nominations close Thursday, October 21, 2010
One Mile (Turf)

4. RACING ASSOCIATION

- A. Association is a: Corporation (complete subsection C)
 LLC (complete subsection D)
 Other (specify, and complete subsection E)

B. Complete the applicable subsection and attached Addendum, Background Information and Ownership. Addendum A on file with the Board.

C. CORPORATION

1. Registered name of the corporation: Oak Tree Racing Association
2. State where incorporated: California
3. Registry or file number for the corporation: D5468-730
4. Names of all officers and directors, titles, and the number of shares of the corporation held by each:

Dr. Jack K. Robbins	President and Director
Sherwood C. Chillingworth	Executive Vice President, Director
Thomas R. Capehart	Vice-President-Secretary, Director
Dr. Rick M. Arthur	Vice-President-Assistant Secretary, Director
John H. Barr	Vice-President, Director
Richard Mandella	Vice-President, Director
Warren B. Williamson	Vice-President, Director
Robert W. Zamarripa	Vice-President, Director

Note: There are no shares of stock, but there are eight membership certificates issued; One to each Director. Oak Tree Racing Association is a not-for-profit and Non-dividend paying corporation.

5. Names (true names) of all persons, other than the officers and directors listed above, that hold 5% or more of the outstanding shares in the corporation and the number of shares held by each:
None. Each Director owns one membership.
6. Number of outstanding shares in the corporation: Eight
7. Are the shares listed for public trading? Yes No
If yes, on what exchange and how is the stock listed:
8. Name of the custodian of the list of shareholders and/or the transfer agent for the share holdings of the corporation: Thomas R. Capehart, Vice President-Secretary
9. If more than 50% of the shares are held by a parent corporation or are paired with any other corporation or entity, give the name of the parent and/or paired corporation or entity: N/A
10. Attach the most recent audited annual financial statement for the licensee, including balance sheet and profit and loss statement, and a copy of a report made during the preceding 12 months to shareholders in the corporation and/or the Securities and Exchange Commission and/or the California Corporations Commission. The licensee may submit the

audited consolidated annual financial statements of its parent owner if the parent owner is a publicly traded company and guarantees the obligations of the licensee.

Financial statements for May 31, 2009 – May 31, 2010, are presently being prepared by our independent auditors, Vicenti, Lloyd & Stutzman. It is anticipated that these statements will be completed by late August and will be promptly forwarded to the Board. Latest available statements for May 31, 2008 – May 31, 2009 are on file with CHRB.

D. LLC N/A

E. OTHER N/A

1. Name(s) of partners/sole proprietor:
2. If a partnership, attach partnership agreement.

F. Management and Staff

1. Name and title of the managing officer and/or general manager of the association and the name and title of all department managers and staff, other than those listed in 10B, who will be listed in the official program:

Dr. Jack K. Robbins	President and Director
Sherwood C. Chillingworth	Executive Vice President & Managing Officer, Director
Thomas R. Capehart	Vice-President-Secretary, Director
Dr. Rick M. Arthur	Vice-President-Assistant Secretary, Director
John H. Barr	Vice-President, Director
Richard Mandella	Vice President, Director
Warren B. Williamson	Vice-President, Director
Robert W. Zamarripa	Vice-President, Director
F. Jack Liebau	President, Hollywood Park Racing Association
Eual G. Wyatt, Jr.	Vice President & General Manager, Hollywood Park R. A.
Charlene Kiley	Vice President, Hollywood Park Racing Association
Dyan Grealish,	Vice President Marketing & Sales, Hollywood Park R. A.
Barbara Helm	Vice President, Finance, Hollywood Park Racing Association
Martin Panza	Vice President-Racing, Hollywood Park Racing Association
Bernie Thurman	Vice President, Hollywood Park Racing Association
Don Barney	Director of Security & Safety
Cleon Bounds	Property Manager
Jay Cohen	Hornblower
Marcus Crunk	Director of Marketing and Sales
Bernie Eastridge	Turf Course Superintendent
Diane Hudak	Horsemen's Liaison
Russell Hudak	Timer, Morning Line Maker
David Kessinger	Assistant Plant Superintendent
Bob Mieszerski	Director of Media Relations
Dennis Moore	Track Superintendent
Robert Poole	Director of Pari-Mutuels
Roger Roman	Director of Broadcasting
Vic Stauffer	Track Announcer
Mark Tomes	Plant Superintendent
Bob Vella	Quick Official
Kay Webb	Simulcast Coordinator

Cole Younger
Kerlan-Jobe Orthopedic

Operations Manager
Jockeys' Physician

2. Name and title of the person(s) authorized to receive notices on behalf of the association and the mailing address of such person(s) if other than the mailing address of the association:
Sherwood C. Chillingworth, Executive Vice President & Managing Officer,
Oak Tree Racing Association

5. PURSE PROGRAM - Current Meeting 21 days, Excludes Cal Cup

A. Purse distribution:

All races other than stakes:

1. Current meet estimate: \$4,093,690
Prior meet actual: \$6,232,344

Average Daily Purse (5A1 ÷ number of days):

- Current meet estimate: \$ 195,000
Prior meet estimate: \$ 222,583

2. Overnight stakes:
Current meet estimate: \$ 220,000
Prior meet actual: \$ 260,000

Average Daily Purse (5A2 ÷ number of days):

- Current meet estimate: \$ 10,500
Prior meet estimate: \$ 9,285

3. Non-overnight stakes:
Current meet estimate: \$ 1,950,000
Prior meet actual: \$ 2,105,000

Average Daily Purse (5A3 ÷ number of days):

- Current meet estimate: \$ 93,000
Prior meet estimate: \$ 75,178

B. Stakes races:

1. Purse distribution for all stakes races:
Current meet estimate: \$2,170,000
Prior meet actual: \$2,365,000

Average Daily Purse (5B1 ÷ number of days):

- Current meet estimate: \$ 103,333
Prior meet estimate: \$ 84,464

2. Percentage of the purse distribution for all stakes races that will be distributed for California-bred stakes races:
Current meet estimate: 32%
Prior meet actual: 42%

C. Funds to be generated for all California-bred incentive awards:

Current meet estimate: \$ 805,867
 Prior meet actual: \$1,210,000

D. Payment to each recognized horsemen's organization contracting with the association and the name(s) of the organization(s):

Recognized Horsemen's Organization

Current meet estimate:		Prior meet actual:	
NTRA	\$ 26,340	NTRA	\$ 37,000
TOC	\$ 60,896	TOC	\$ 92,000
CTT (*)	\$ 91,344	CTT (*)	\$ 138,000
TOTAL	\$ 178,580	TOTAL	\$ 267,000
*Pension Fund	\$60,896	*Pension Fund	\$91,900
*Administration	\$30,448	*Administration	\$46,010

E. Amount from all sources to be distributed in the form of purses or other benefits to horsemen (5A+5C+5D):

Current meet estimate: \$ 7,248,137
 Prior meet actual: \$10,074,344

Average Daily Purse (5E ÷ number of days):

Current meet estimate: \$ 345,149
 Prior meet estimate: \$ 359,798

F. Purse funds to be generated from on-track handle and intrastate off-track handle:

Current meet estimate: \$ 4,538,596
 Prior meet actual: \$ 7,124,000

Average Daily Purse (5F ÷ number of days):

Current meet estimate: \$ 216,123
 Prior meet estimate: \$ 254,428

G. Purse funds to be generated from interstate handle:

Current meet estimate: \$ 1,903,674
 Prior meet actual: \$ 2,549,900

Average Daily Purse (5G ÷ number of days):

Current meet estimate: \$ 90,651
 Prior meet estimate: \$ 91,067

H. Bank and account number for the Paymaster of Purses' purse account:

CitiBank, 787 W. 5th Street 29th Floor, Los Angeles, CA 90071, paid through
 Paymaster of Purses Account # On file

I. Name, address and telephone number of the pari-mutuel audit firm engaged for the meeting:

Bowen, McBeth Co., 10722 Arrow Route, Suite 110, Rancho Cucamonga, CA 91730
 Telephone: (909) 944-6465

NOTICE TO APPLICANT: All funds generated and retained from on-track pari-mutuel handle which are obligated by law for distribution in the form of purses, breeders' awards or other benefits to horsemen, **shall not** be deemed as income to the association; **shall not** be transferred to a parent corporation outside the State of California; and **shall**, within 3 calendar days following receipt, be deposited in a segregated and separate liability account in a depository approved by the CHRB and shall be at the disposition of the Paymaster of Purses, who shall pay or distribute such funds to the persons entitled thereto. All funds generated from off-track simulcast wagering, interstate wagering, and out-of-state wagering which are obligated by law for distribution in the form of purses and breeders' awards, shall also be deposited within 3 calendar days following receipt, into such liability account. In the event the association is obligated to the payment of purses prior to those obligated amounts being retained from pari-mutuel wagering for such purpose, or as a result of overpayment of earned purses at the conclusion of the meeting, the association shall transfer from its own funds such amounts as are necessary for the Paymaster of Purses to distribute to the horse owners statutorily or contractually entitled thereto. The association is entitled to recover such transferred funds from the Paymaster of Purses' account; and if insufficient funds remain in the account at the conclusion of the meeting, the association is entitled to carry forward the deficit to its next succeeding meeting as provided by B&P Code Section 19615(c) or (d). In the event of **underpayment** of purses which results in a balance remaining in the Paymaster of Purses'

account at the conclusion of the meeting after distribution of amounts due to horsemen and breeders and horsemen's organizations, the association may carry forward the surplus amount to its next succeeding meeting; provided, however, that the amount so retained does not exceed an amount equivalent to the average daily distribution of purses and breeders' awards during the meeting.

All amounts in excess shall be distributed retroactively and proportionally in the form of purses and breeders' awards to the horse owners and breeders having earned purses or awards during the conduct of the meeting.

6. STABLE ACCOMMODATIONS

- A. Number of usable stalls available for racehorses at the track where the meeting is held: 1,950
- B. Minimum number of stalls believed necessary for the meeting: 1,853
- C. Total number of usable stalls to be made available off-site at approved auxiliary stabling areas or approved training centers: 1,300
- D. Name and location of each off-site auxiliary stabling area and the number of stalls to be maintained at each site:

Fairplex	800
San Luis Rey	500
- E. Attach each contract or agreement between the association and the person(s) furnishing off-site stabling accommodations for eligible racehorses that cannot be provided stabling on-site.

SCOTWINC agreement on file with CHRB

Complete subsections F through H if the association will request reimbursement for off-site stabling as provided by B&P Code Sections 19607, 19607.1, 19607.2, and 19607.3; otherwise, skip to Section 7.

- F. Total number of usable stalls made available on-site for the 1986 meeting: 1,950
- G. Estimated cost to provide off-site stalls for this meeting. Show cost per day per stall:
\$243,000 (\$5.00/day/stall; excluding vaning costs)
- H. Estimated cost to provide vaning from off-site stalls for this meeting. Show fees to be paid for vaning per-horse:

\$78,000	Estimated vaning cost.	
\$200	Fairplex	R/T
\$320	San Luis Rey	R/T
\$180	Los Alamitos	R/T

7. PARI-MUTUEL WAGERING PROGRAM

- A. Pursuant to B&P Code Section 19599, and with the approval of the CHRB, associations may elect to offer wagering programs using CHRB Pari-mutuel Rules, the Association of Racing Commissioners International (RCI) Uniform Rules of Racing, Chapter 9, Pari-mutuel Wagering, or a combination of both. Please complete the following schedule for the types of wagering other than WPS and the minimum wager amount for each:

Use DD for daily double, E for exacta (special quinella), PK3 for pick three, PK4 for select four, PNP for pick (n) pool, PPN for place pick (n), Q for quinella, SF for superfecta, TRI for trifecta, and US for unlimited sweepstakes (pick 9).

Oak Tree Racing Association reserves the right to amend the following:

	TYPE OF WAGERS	APPLICABLE RULES
Race #1 *	\$2DD	CHRB 1957
	\$1E	CHRB 1959
	\$1PPN	CHRB 1976.8
	\$1PK3	CHRB 1977
	\$2Q	CHRB 1958
	\$1 PNP (Pick 4)	CHRB 1976.9
Race #2 *	\$2DD	CHRB 1957
	\$1E	CHRB 1959
	\$1PK3	CHRB 1977
	\$2Q	CHRB 1958
Race #3 *	\$2DD	CHRB 1957
	\$1E	CHRB 1959
	\$1PK3	CHRB 1977
	\$2Q	CHRB 1958
	\$2 PNP (Pick 6 when 8 races)	CHRB 1976.9
Race #4 *	\$2DD	CHRB 1957
	\$1E	CHRB 1959
	\$1PK3	CHRB 1977
	\$2Q	CHRB 1958
	\$2 PNP (Pick 6 when 9 races)	CHRB 1976.9
Race #5 *	\$2DD	CHRB 1957
	\$1E	CHRB 1959
	\$1PK3	CHRB 1977
	\$2Q	CHRB 1958
	\$2PNP (Pick 6 when 10 races)	CHRB 1976.9
	\$1PNP (Pick 4 when 8 races)	CHRB 1976.9
Race #6 *	\$2DD	CHRB 1957
	\$1E	CHRB 1959
	\$1PK3	CHRB 1977
	\$2Q	CHRB 1958
	\$1PNP (Pick 4 when 9 races)	CHRB 1976.9
Race #7 *	\$2DD	CHRB 1957
	\$1E	CHRB 1959

	\$1PK3 (when 9 or more races)	CHRB 1977
	\$2Q	CHRB 1958
	\$1PNP (Pick 4 when 10 races)	CHRB 1976.9
Race #8 *	\$2 DD (when 9 or more races)	CHRB 1957
	\$1E	CHRB 1959
	\$1PK3 (when 10 races)	CHRB 1977
	\$2Q	CHRB 1958
Race #9 *	\$1E	CHRB 1959
	\$2Q	CHRB 1958
	\$2 DD (when 10 races)	CHRB 1957
Race #10*	\$1E	CHRB 1959
	\$2Q	CHRB 1958

* \$1Trifecta in any race when we can comply with CHRB Rule 1979. 10 cent Superfecta in any race when we can comply with CHRB Rule 1979.1. The Pick 6 [P(n)P] will be offered on the last 6 races of the card. In accordance with CHRB Rule 1976.9 we designate that seventy percent (70%) of the net Pick 6 pool be retained for the jackpot and that no cap be set on the jackpot. A Pick 4 (PnP) will be offered on the first 4 and last 4 races of the card. In accordance with CHRB Rule 1976.9 we designate that major share of the Pick 4 pool be designated as 0%. Additionally, we will offer our patrons the option of an alternate selection pick in the place Pick All and Pick 6 and Pick 4. We will also offer a 50 cent Super High Five on the last race of the card in accordance with the ARCI Pick(n) Position(x) pools rule.

NOTE: Applicant reserves the right to offer or substitute additional wagers approved prior to or during its meeting.

- B. Maximum carryover pool to be allowed to accumulate before its distribution OR the date(s) designated for distribution of the carryover pool: Sunday, October 31, 2010
- C. List any options requested with regard to exotic wagering: N/A
- D. Will "advance" or "early bird" wagering be offered? Yes No
If yes, when will such wagering begin: 8:30 AM on the day of and advance day wagering
- E. Type(s) of pari-mutuel or totalizator equipment to be used by the association and the simulcast organization, name of the person(s) supplying equipment, and expiration date of the service contract:
Scientific Games Racing Expires: September 2012

8. ADVANCE DEPOSIT WAGERING (ADW)

- A. Identify the ADW provider(s) to be used by the association for this race meeting:

Providers include: Twin Spires
 YouBet
 TVG
 Xpress Bet
 Oak Tree Bets (operated by Xpress Bet)
 (Television provider will be TVG)

9. SIMULCAST WAGERING PROGRAM

- A. Simulcast organization engaged by the association to conduct simulcast wagering:
Southern California Off-Track Wagering, Inc.
- B. Attach the agreement between the associations and simulcast organization permitting the organization to use the association's live audiovisual signal for wagering purposes and providing access to its totalizator for the purpose of combining on-track and off-track pari-mutuel pools.
Agreement on file with CHRB.

C. California simulcast facilities the association proposes to offer its live audiovisual signal:

- | | |
|---|--|
| Alameda County Fair | Monterey County Fair – 7 th DAA |
| Antelope Valley Fair | National Orange Show |
| Barona Casino | Redwood Acres Fair – 9 th DAA |
| Bay Meadows | San Bernardino County Fair – 28 th DAA |
| Cal. Expo | San Joaquin Fair – 2 nd DAA |
| Desert Expo | Santa Barbara County Fair – 37 th DAA |
| Earl Warren Showground's – 19 th DAA | Santa Clara County Fair |
| ExpoCentre | Shasta District Fair – 27 th DAA |
| Fairplex | Solano County Fair |
| Fantasy Springs Casino | Sonoma County Fair |
| Fresno District Fair – 21 st DAA | Stanislaus County Fair, Turlock Satellite |
| Fresno Club One Wagering Facility | Sycuan Casino |
| Golden Gate | Ventura County Fair – 31 st DAA |
| Hollywood Park | Viejas Casino & Turf Club |
| Kern County Fair – 15 th DAA | Surfside Race Place at Del Mar |
| Lake Perris Sports Pavilion | 24 th District Agricultural Association |
| Los Alamitos | |

- D. Out-of-state wagering systems the association proposes to offer its live audiovisual signal:
See (E) Common Pool Sites and Separate Pool/Flat Fee Sites.

E. Out-of-state wagering systems that will combine their pari-mutuel pools with those of the association:

EXPORT SIMULCAST SITE REQUEST – Subject to Change

Amwest Entertainment	North Dakota	Connecticut OTB	Connecticut
Arapahoe Park	Colorado	Corpus Christi Greyhound Race Track, Texas	
Arima Race & Sports Book	Trinidad	Crystal Palace Casino	Bahamas
Arlington International Racecourse	Illinois	Dairyland Greyhound Park	Wisconsin
Atlantic City Casino Assn.	New Jersey	Delaware Park	Delaware
Atlantic City Race Course	New Jersey	Dover Downs	Delaware
Atokad Downs	Nebraska	Downs at Albuquerque	New Mexico
Balmoral Park/Maywood	Illinois	Ellis Park	Kentucky
Bettor Racing OTB (Royal River)	South Dakota	Emerald Downs	Washington
Beulah Park	Ohio	Evangeline Downs	Louisiana
Birmingham Race Course	Alabama	Fair Meadows at Tulsa	Oklahoma
Blue Ribbon Downs	Oklahoma	Fairgrounds Race Course	Louisiana
Bluffs Run Greyhound Park & Casino, Iowa		Fairmount Park	Illinois
Boyd Gaming, dba Delta Downs	Louisiana	Finger Lakes Race Track	New York
Buffalo Trotting Association	New York	Fonner Park	Nebraska
Calder Race Course	Florida	Freehold Raceway	New Jersey
Canterbury Park	Minnesota	Geneva Lakes Kennel Club	Wisconsin
Capital District OTB	New York	Gillespie County Fair Race Meet	Texas
Catskill OTB	New York	Hawthorne National LLC	Illinois
Charles Town Races	West Virginia	Hazel Park	Michigan
Choctaw Racing Services, LLC,	Oklahoma	Hinsdale Greyhound Park	New Hampshire
Churchill Downs	Kentucky	Hoosier Park	Indiana
Churchill Downs Sports Spectrum,	Kentucky	Horsemen's Park	Nebraska
Coeur d' Alene Casino	Idaho	Indiana Downs	Indiana
Colonial Downs	Virginia	Jackson Harness Raceway	Michigan
Columbus Races	Nebraska	Keeneland Association	Kentucky

Las Vegas Dissemination Co.	Nevada	Remington Park	Oklahoma
Lebanon Raceway	Ohio	Retama Park	Texas
Les Bois Park	Idaho	River Downs	Ohio
Lewiston Raceways, Inc.	Maine	Rockingham Park	New Hampshire
Lien Games, Inc.	North Dakota	Rosecroft Raceway	Maryland
Lincoln Park	Rhode Island	Ruidoso Downs	New Mexico
Lone Star Race Park Ltd.	Texas	Saginaw Harness Raceway	Michigan
Louisiana Downs	Louisiana	Sam Houston Race Park, LTD	Texas
LVDC / Elite Turf Club	Nevada	Saratoga Raceway	New York
LVDC / Tribal Locations	Nevada	Scarborough Downs	Maine
Manor Downs	Texas	Scioto Downs	Ohio
Maryland Jockey Club	Maryland	Southland Greyhound Park	Arkansas
Midway Slots & Simulcast	Delaware	Sports Creek Raceway	Michigan
Monmouth Park	New Jersey	State Fair Park	Nebraska
Montana Simulcast Partners	Montana	Stevenson & Associates, Inc. (Common),	Florida
Monticello Raceway	New York	Suffolk Downs	Massachusetts
Mount Pleasant Meadows	Michigan	Suffolk OTB	New York
Mountaineer Park	West Virginia	Sunland Park	New Mexico
Nassau/Suffolk OTB	New York	Sunray Park	New Mexico
Nevada Pari-Mutuel Association	Nevada	The Green Track	Alabama
New Jersey Sports & Exposition Authority, NJ		The Greyhound Park at Post Falls,	Idaho
New York City Off-Track Betting	New York	The Meadows	Pennsylvania
New York Racing Association	New York	The Texas Hub at Gulf Greyhound,	Texas
Newport Jai-Alai	Rhode Island	Thistledown Racing	Ohio
Northfield Park	Ohio	Tri-State Racetrack & Gaming Center, WV	
Northville Racing Corp.	Michigan	Turf Paradise	Arizona
Oaklawn Park	Arkansas	Turfway Park	Kentucky
Ocean Downs	Maryland	Western Regional OTB	New York
Penn National Race Course	Pennsylvania	Wheeling Downs	West Virginia
Philadelphia Park	Pennsylvania	Wichita Greyhound Park	Kansas
Pinnacle Racecourse	Michigan	Wonderland Greyhound Park	Massachusetts
Plainridge Race Course	Massachusetts	Woodlands	Kansas
Portland Meadows	Oregon	Wyoming OTB	Wyoming
Prairie Meadows	Iowa	Yonkers Raceway	New York
Raceway Park	Ohio	Zia Park	New Mexico
Racing & Gaming Services, Inc.,	British WI		

Canada Pools:

Assiniboia Down., CAN
 Charlottetown, CAN
 Clinton Raceway, CAN
 Connaught Park-Aylmer, CAN
 Dresden, CAN
 Elmira Raceway, CAN
 Evergreen Park Grande Prairie, Can
 EX Park IVR, CAN
 Flamboro Downs, CAN
 Fort Erie Racetrack, CAN
 Fraser Downs, CAN
 Fredericton Raceway, CAN
 Georgian Downs, CAN
 Grand River, CAN
 Hanover Raceway, CAN
 Hastings Park, CAN
 Hiawatha, CAN
 Hippodrome De Aylmer, CAN
 Hippodrome de Montreal, CAN
 Hippodrome de Quebec, CAN

Separate Pools

Caliente: Mexico, Central & South America,
 Presidente Remon, Panama

Hippodrome De Trois-Rivieres, CAN
 Inverness Raceway, CAN
 Kawartha Downs, CAN
 Marquis Downs, CAN
 Mohawk Racetrack, CAN
 Northlands Park, CAN
 Picov Downs, CAN
 Quinte Raceway, CAN
 Rideau Carleton Raceway, CAN
 Rocky Mountain Turf Club, CAN
 St. John's, CAN
 Stampede Park, CAN
 Sudbury Downs, CAN
 Summerside-PEI, CAN
 TBC Teletheatres, CAN
 Truro Raceway, CAN
 Western Fair Raceway, CAN
 Windsor Raceway, CAN
 Woodbine, CAN
 Woodstock-Ontario, CAN

F. For THOROUGHBRED racing associations, list the host track from which the association proposes to import out-of-state and/or out-of-country thoroughbred races. Include the dates imported races will be held, and whether or not a full card will be accepted. If the full card will not be imported, state "selected feature and/or stakes races":

THOROUGHBRED SIMULCAST RACES TO BE IMPORTED

Name of Host Track	Race Dates	Full Card or Selected Feature and/or Stakes Races
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*Subject to Change-Some signals will be full card but for the most part will be partial card, with the exception of Canadian Imports which do not count against the 32-race/day-import average.

Track	Dates	Races
Aqueduct - AQU:	Sept.-Nov.	Selected Feature and/or Stakes Races
Belmont - BEL:	Sept.-Nov.	Selected Feature and/or Stakes Races
Calder Race Course - CRC:	Sept.-Nov.	Selected Feature and/or Stakes Races
Churchill Downs - CD:	Sept.-Nov.	Selected Feature and/or Stakes Races
Fairground - FG:	Sept.-Nov.	Selected Feature and/or Stakes Races
Fort Erie - Canada:	Sept.-Nov.	Full Card
Hastings - HST:	Sept.-Nov.	Full Card
Hawthorne - HAW:	Sept.-Nov.	Selected Feature and/or Stakes Races
Keeneland - KEE:	Sept.-Nov.	Selected Feature and/or Stakes Races
Laurel Park - LRL:	Sept.-Nov.	Selected Feature and/or Stakes Races
Lone Star Park - LS:	Sept.-Nov.	Selected Feature and/or Stakes Races
Louisiana Downs - LAD:	Sept.-Nov.	Selected Feature and/or Stakes Races
Northlands Park - NP:	Sept.-Nov.	Full Card
Philadelphia Park - PHA:	Sept.-Nov.	Selected Feature and/or Stakes Races
Portland Meadows - PM:	Sept.-Nov.	Selected Feature and/or Stakes Races
Remington Park - RP:	Sept.-Nov.	Selected Feature and/or Stakes Races
River Downs - RD:	Sept.-Nov.	Selected Feature and/or Stakes Races
Stampede Park - STP:	Sept.-Nov.	Full Card
Thistledown - TDN:	Sept.-Nov.	Selected Feature and/or Stakes Races
Turf Paradise - TUP:	Sept.-Nov.	Selected Feature and/or Stakes Races
Turfway Park - TP:	Sept.-Nov.	Selected Feature and/or Stakes Races
Woodbine - WO:	Sept.-Nov.	Full Card

THOROUGHBRED SIMULCAST RACES TO BE IMPORTED

Name of Host Track	Race Dates	Full Card or Selected Feature and/or Stakes Races
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G. For QUARTER HORSE racing associations, list the host track from which the association proposes to import out-of-state and/or out-of-country quarter horse races. Include the dates imported races will be held, and whether or not a full card will be accepted. If the full card will not be imported, state "selected feature and/or stakes races": N/A

QUARTER HORSE SIMULCAST RACES TO BE IMPORTED

Name of Host Track	Race Dates	Full Card or Selected Feature and/or Stakes Races
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H. For STANDARD BRED racing associations, list the host tracks from which the association proposes to import out-of-state and/or out-of-country harness races. Include the dates imported races will be held, and whether or not a full card will be accepted. If the full card will not be imported, state "selected feature and/or stakes races": N/A

HARNESS SIMULCAST RACES TO BE IMPORTED

Name of Host Track	Race Dates	Full Card or Selected Feature and/or Stakes Races
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I. For ALL racing associations, list imported simulcast races the association plans to receive which use breeds other than the breed of the majority of horses racing at its live horse racing meeting. Include the name of the host track, the dates imported races will be held, and how many races will be imported: N/A

OTHER BREED SIMULCAST RACES TO BE IMPORTED

- | Name of Host Track | Breed of Horse | Race Dates | Number of Races to be Imported |
|--|----------------|------------|--------------------------------|
| J. For ALL racing associations, if any out-of-state or out-of-country races will commence outside of the time constraints set forth in B&P Code Section 19596.2 and 19596.3, attach a copy showing the agreement by the appropriate racing association(s). N/A | | | |

NOTICE TO APPLICANT: B&P Code Section 19596.2(a) stipulates that on days when live thoroughbred or fair racing is being conducted in the state, the number of thoroughbred races which may be imported by an association or fair during the calendar period the association or fair is conducting its racing meeting cannot exceed a combined daily total of 23 imported thoroughbred races statewide. The limitation of 23 imported thoroughbred races per day statewide does not apply to those races specified in B&P Code Section 19596.2(a)(1), (2), (3) and (4).

NOTICE TO APPLICANT: All interstate wagering to be conducted by an association is subject to the provisions of Title 15, United States Codes, which require specific written approval of the CHRB and of the racing commission having jurisdiction in the out-of-state venue. All international wagering to be conducted by an association is subject to the provision of B&P Code Sections 19596, 19596.1, 19596.2, 19596.3, 19601, 19602, and 19616.1, and will require specific written approval of the CHRB.

Every association shall pay over to the simulcast organization within 3 calendar days following the closing of wagering for any day or night racing program, or upon receipt of the proceeds, such amounts that are retained from off-track simulcast wagering, interstate and out-of-state wagering, and which are obligated by statute for guest commissions, simulcast operator's expenses and promotions, equine research, local government in-lieu taxes, and stabling and vanning deductions. Every association shall pay to its Paymaster of Purses' account within 3 calendar days following the closing of wagering for each day or night racing program, or upon receipt of the proceeds, such amounts that are retained or obligated from off-track simulcast wagering, interstate and out-of-state wagering for purses, breeders' awards or other benefits to horsemen. (See Notice to Applicant, Section 5.)

10. CHARITY RACING DAYS

- A. Name and address of the distributing agent (charity foundation) for the net proceeds from charity racing days held by the association:
Oak Tree Charitable Foundation, 285 W. Huntington Drive, Arcadia, CA 91007
- B. Names and addresses of the trustees or directors of the distributing agent:
- | | |
|---------------------------|--|
| Dr. Jack K. Robbins | President and Director |
| Sherwood C. Chillingworth | Executive Vice President, Director |
| Dr. Rick M. Arthur | Vice-President-Assistant Secretary, Director |
| John H. Barr | Vice-President, Director |
| Thomas R. Capehart | Vice-President-Secretary, Director |
| Richard Mandella | Vice President, Director |
| Warren B. Williamson | Vice-President, Director |
| Robert W. Zamarripa | Vice-President, Director |
- 285 W. Huntington Drive, Arcadia, CA 91007
- C. Dates the association will conduct races as charity racing days OR:
- D. Will the association pay the distributing agent an amount equal to the maximum required under B&P Code Section 19550(b)? Yes

NOTICE TO APPLICANT: Net proceeds from charity racing days shall be paid to the designated and approved distributing agent within 180 days following the conclusion of the association's race meeting in accordance with the provisions of B&P Code Section 19555. Thereafter, the distributing agent shall distribute not less than 90% of the aggregate proceeds from such charity racing days within 12 calendar months after the last day of the meeting during which the charity racing days were conducted and shall distribute the remaining funds as soon thereafter as is practicable. At least 20% of the distribution shall be made to charities associated with the horse racing industry in accordance with the provisions of B&P Code Section 19556(b).

11. RACING OFFICIALS, OFFICIALS, AND OFFICIATING EQUIPMENT

A. Racing officials nominated:

Association Veterinarian(s)	Dana Stead, D.V.M.
Clerk of Scales/Film Specialist	Ruben Hernandez
Clerk of the Course	Lisa Jones
Horse Identifier	Jennifer Paige
Horseshoe Inspector	Louis Damore
Paddock Judge/Patrol Judge	Ken Goldberg
Patrol Judge	Heather Correa
Placing Judges	Robert Moreno Kevin Colosi
Starter	Gary Brinson
Timer	Russell Hudak

B. Management officials in the racing department:

Director of Racing	N/A
Racing Secretary	Martin Panza
Assistant Racing Secretary	Richard Wheeler and Daniel Eidson
Paymaster of Purses	Susan Winters
Others (Asst. Clerk of Scales)	Charles McCaul

C. Name, address and telephone number of the reporter employed to record and prepare transcripts of hearings conducted by the stewards:

Ms. Barbara Weinstein
9582 Hamilton Avenue, Suite 265
Huntington Beach CA 92646, 714/964-7102

D. Photographic device to be used for photographing the finish of all races, name of the person supplying the service, and expiration date of the service contract:

Plusmic Corporation USA/Bill O'Brien Expires December 31, 2012.

E. Photo patrol video equipment to be used to record all races, name of the person supplying the service, and expiration date of the service contract. Specify the number and location of cameras for dirt and turf tracks. **Association provides its own service and equipment. Equipment utilized is described in Attachment**F. Type of electronic timing device to be used for the timing of all races, name of the person supplying the service, and expiration date of the service contract: **American Teletimer 12/31/10**

Section 11EVIDEO EQUIPMENTCAMERAS

Eight DXC-35 Sony Cameras
 Six DXC-637 Sony Cameras
 One BRC-H700 Sony remote control camera
 Pan (Wide) w/44X1 Fuji Lens
 Pan (Close up) w/55X1 Fuji Lens
 7/8 Dirt Tower w/45X1 Canon Lens
 7/8 Turf Tower w/22X1 Fuji Lens
 1/4 Tower w/26X1 Angenieux Lens
 3/16 Sony robo cam 16x1 Lens
 3/8 Dirt Tower w/45X1 Canon Lens
 3/8 Turf Tower w/33X1 Canon Lens
 One Autodome PTZ Day/Night Color Camera 23X 1 lens for Turf Chute Backside
 Winner's Circle w/18X1 Canon Lens
 Paddock view Camera w/18X1
 Ground Level Finish w/18X1 Canon Lens
 Gate Start Camera w/15X1 Fuji Lens
 Horse Tunnel Camera w/15X1 Canon Lens
 Studio Camera w/15X1 Canon Lens
 Paddock view Camera w/15X1

VIDEO TAPE RECORDING EQUIPMENT

12 - Channels Leitch 300 Video Servers
 2 - BVW - 75 Beta SP (slo-mo)
 4 - PVW - 2800 Beta Sp
 1- DPS Velocity video edit system

DISTRIBUTION/SWITCHING EQUIPMENT

Utah 132X132 A/V Router
 Ross Synergy 3 Production Switcher
 Ross "Squeeze & Tease" four Channel Digital Video Effects Unit

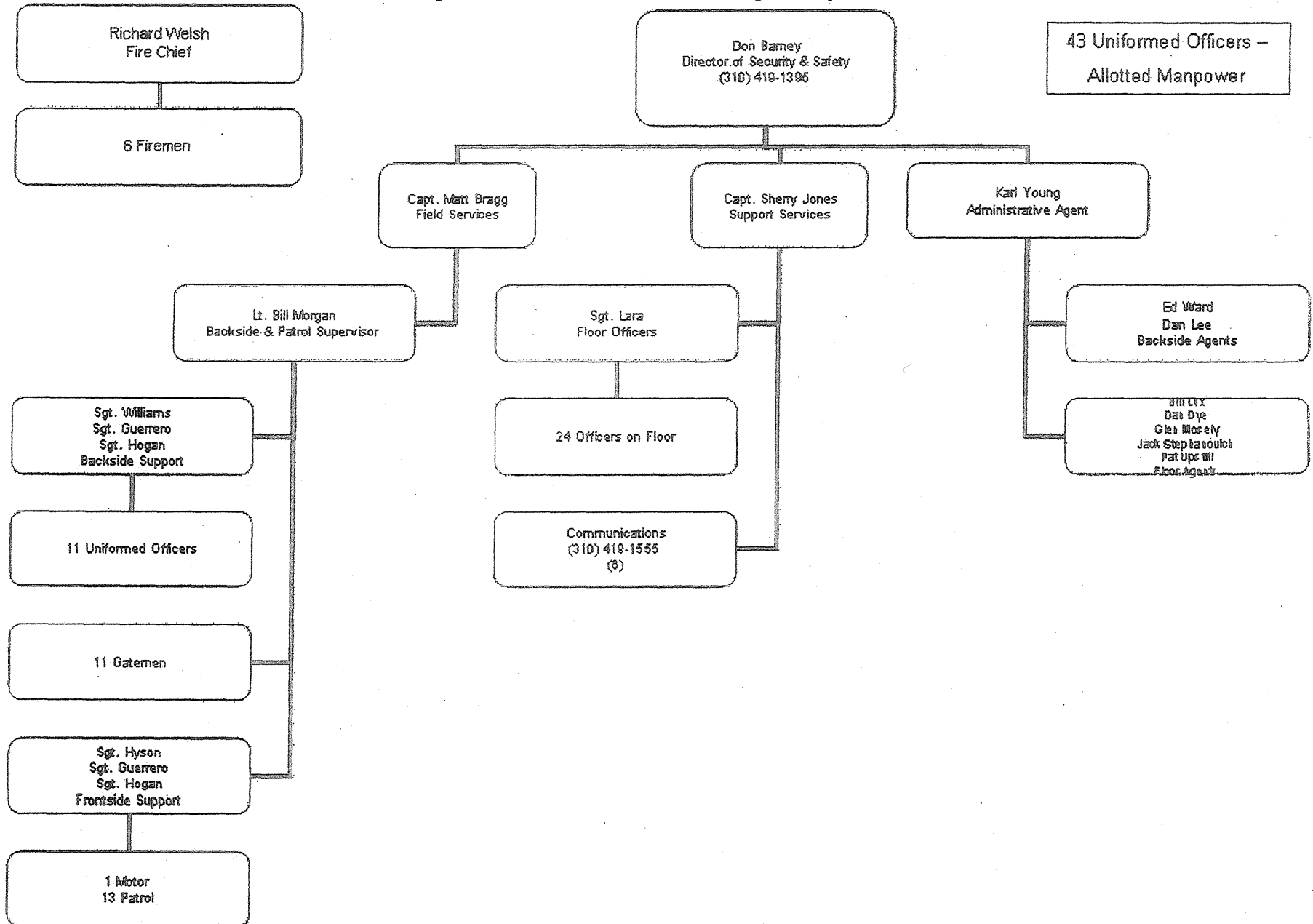
OTHER

Four "Autotote" VGS Units - Betting Screens
 Data links wagering system
 DekoCast Graphics System
 Pegasus Datalinks Broadcast Computer Graphics System
 Clear-com "Matrix" Intercom System
 Approximately 1,100 Color Televisions

12. SECURITY CONTROLS

- A. Name and title of the person responsible for security controls on the premises. Include an organizational chart of the security department and a list of the names of security personnel and contact telephone numbers. **Don Barney, Director of Security 310/419-1395 – organizational chart attached.**
- B. Estimated number of security guards, gatemen, patrolmen or others to be engaged in security tasks on a regular full-time basis:
- 30 Uniformed Officers
 - 3 Agents
 - 1 Firemen
 - 10 Gatemen
 - 4 Communication Operators
1. Attach a written plan for enhanced security for graded/stakes races, and races of \$100,000 or more, to include the number of security guards in the restricted areas during a 24-hour period and a plan for detention barns. **Security for stakes races will be deployed in accordance with the Race Meet Agreement with the TOC in conjunction with the direction of the CHRB.**
2. Detention Barns:
- A. Attach a plan for use of graded stakes or overnight races.
Detention barn is used as required by our Race Meet Agreement with TOC and at the direction of the CHRB.
- B. Number of security guards in the detention barn area during a 24-hour period.
As needed at the direction of the CHRB.
- C. Describe number and location of surveillance cameras in detention barn area.
There are currently 10 cameras over the stalls and 2 covering the shedrow. We have additional cameras on site ready for installation.
3. TCO2 Testing:
- A. Number of races to be tested, and number of horses entered in each race to be tested.
Will follow CHRB staff directives.
- B. Plan for enhanced surveillance for trainers with high-test results **Will follow CHRB staff directives.**
- C. Plan for detention barns for repeat offenders. **In compliance with our Race Meet Agreement with TOC and at the direction of the CHRB.**
- D. Number of security personnel assigned to the TCO2 program.
As needed per the advice of CHRB staff.
- C. Describe the electronic security system:
1. Location and number of video surveillance cameras for the detention barn and stable gate.
Camera at each of our two stable gates, also see 2C above

Hollywood Park Security Department



- D. For night racing associations: Describe emergency lighting system: The track lighting system, which is used primarily for Friday night racing is on a preferred electrical current provided by Southern California Edison. Additionally we have an emergency lighting system powered by two karolite 125 k.w. 277/480 volt generators which are activated and placed on line during the running of every race run after dark.

13. EMERGENCY SERVICES

- A. Name, address and emergency telephone number of the ambulance service to be used during workouts and the running of the races: Huntington Ambulance Service, Box 145 Sunset Beach, California 562/904-1550
- B. Name, address and emergency telephone number of the ambulance service to be used during workouts at auxiliary sites: San Luis Rey Downs - North County Fire Protection District, Fallbrook, California-760/723-2006; Fairplex – Cole Schafer Ambulance Service, 324 N. Town Ave., Pomona CA 909-966-4727. While Los Alamitos is not named as an auxiliary training site, let it be known that its ambulance provider is Huntington Ambulance Service.
- C. Describe the on-track first aid facility, including equipment and medical staffing: Our first aid facility is located on the ground level in the hallway between the paymaster of purses and the track photographer offices. The rear entrance to the first aid facility opens to tunnel 1A and is approximately 12ft from the Jocks' room entrance. During training hours two certified EMTs are stationed in an ambulance located on the backstretch just off the main track. They have access to the first aid facility should the need arise. During racing hours two certified EMTs staff and maintain the first aid facility with an addition team of two EMTs stationed in an ambulance on the race track. Also during racing hours there is a medical doctor on duty who provided through Kerlan-Jobe clinic.

The facility is equipped with the following: beds, stethoscope, otoscope, flash light, forceps, clamps, scissors, scalpel, tourniquet, sterile syringes, blood pressure kit, oxygen, eye flushes, splints, bandages, trauma dressing, hydrogen peroxide etc., nasal packing, topical anesthetic, thermometer, Silver nitrate sticks (AgNO₃), ice packs, backboards for spinal precautions, cervical collars, immobilization straps hare traction splints for closed femur fractures, KED splints, bag valve mask for CPR, Automated external defibrillator., oxygen masks, cannula tubing and a variety of addition supplies and over the counter drugs (aspirin etc.)

- D. Name and emergency telephone number of the licensed physician on duty during the race meeting: Dr. John Goff 310/419 1562 There will be other doctors who will be pre scheduled to relieve Dr. Goff from time to time during the race meeting . That schedule will be provided to the CHRB when it becomes available.
- E. Name, address and emergency telephone number of the hospital to be used for admittance and treatment of emergency injuries in the event of an on-track injury to a jockey: Centinela Hospital, 555 East Hardy Street, Inglewood, Ca- Dr Lee Wise- Chief of staff 310/697-9180
- F. Attach, in English and Spanish, the emergency medical plan procedures that will be posted in each jockey's room to be used in the event of an on-track injury to a jockey: See Attached
- G. Name of health and safety manager and assistant manager responsible for compliance of health and safety provisions pursuant to B& P Code 19481.3(d): Don Barney Safety Manager- Karl Young Assistant Safety Manager

MEMORANDUM

From: Don Barney, Director of Security & Safety

Subject: Emergency Medical Action Plan for Injured Jockeys

Since May 1, 2003 we at Hollywood Park have had in place an emergency medical action-plan for injured jockeys. There is now a new law requiring such an action plan. Pursuant to the Business and Professions Code section 19481.3 (b) each racing association shall adopt and maintain an emergency medical action plan for injured jockeys and shall be posted in English and Spanish within the jockeys room.

The system we have in effect follows the exact guidelines required by the above statute. The emergency action plan we deploy goes as follows:

“Upon the observed or reported injury of a jockey, medical assistance will be immediate. The responding medical technician, track doctor or security will contact communications (via hand held radio or calling 310 4191555). Security will then activate the emergency contact procedure. This procedure will be the responsibility of the Safety Director or his designee. The Safety Director will contact the Chief of Medical Staff at Centinela Hospital and prepare for the injured jockeys arrival. The phone number of Centinela Hospital is 310- 4198636 and is located at 555 East Hardy Street, Inglewood.

The Chief of Staff will ensure that his personnel are standing by to receive the injured jockey. The Chief of Staff will also contact any specialists who are contracted for the care of an injured jockey. This will lay the foundation for a rapid admittance and treatment of the injured Jockey. A Security Agent will also be dispatched to respond to the emergency room to assist family members of the injured jockey and to also maintain the integrity of the injured jockeys needs. It will also be the responsibility of the Security Agent to keep the Director of Safety informed as to the condition and progress of the injured jockey. It will be the responsibility of the Security Agent to obtain a copy of the accident from the T.V. department. The Security Agent will prepare a report as to the accident and treatment. The agent will also ensure that all workers compensation information pertaining to the jockey is accurate and current.”

From: Don Barney, Director of Security & Safety

Subjecto: Emergencia Medica Accion de plan para el Jinete Lastimado

Desde Mayo 1, 2003 Hollywood Park a tenido un plan de Emergencia Medica para los jinetes lastimados. Hay nueva ley que requiere accion de plan. Siguiendo las leyes del negocio y Profesion Codigo seccion 19481.3(b) cada asociado de carrera tiene que adaptar y mantener el plan de emergencia en el cuarto de los jinetes.

El sistema en efectivo que tenemos sigue exactamente todas las reglas y guias. El plan de emergencia se dirige asi:

“Asistencia medica sera inmediata al observar o reportar un jinete lastimado. El medico tecnico, el doctor de hipodromo o seguridad se comunicara via radio o llamara (310)419-1555. Seguridad activara el proceso de el contacto de emergencia. Este proceso sera la responsabilidad de el Director de Seguridad o su designado. El Director de Seguridad contactara al Jefe Medico de Centinela Hospital localizado en la 555 East Hardy

El Jefe de Estafa se asegurara que su personal se encargue de recibir al jinete herido y contactar a otros especialistas en el contrato y cuidado de el jinete. Este fundamento sera rapido para admitir y tartar al jinete herido. Un agente de seguridad sera despachado al cuarto de Emergencia para asistir a la familia y mantener la integridad y necesidades de el jinete herido. Sera la responsabilidad del agente, reportar e informar al Director de Seguridad de la condicion y el progreso de el jinete. Es la responsabilidad del agente de obtener copia del accidente de el Departamento de Television. El agente se asegurara que toda la informacion de compensacion de trabajo que pertenezca a el jinete sea fija y corriente.”

H. Attach a fire clearance from the fire authority having jurisdiction over the premises.

Approval letter attached.

I. Name of the workers' compensation insurance carrier for the association and the number of the insurance policy (if self-insured, provide details):

AIG Policy #WC 020342604 - Oak Tree

Commerce & Industry, Inc. Policy #WC 6517404 – Hollywood Park

J. Attach a Certificate of Insurance for workers' compensation coverage. The CHRB is to be named as a certificate holder and given not less than 10 days' notice of any cancellation or termination of insurance that secures the liability of the association for payment of workers' compensation.

Certificates Attached

NOTICE TO APPLICANT: Every licensee conducting a horse racing meeting shall pursuant to B&P Code 19481.3 maintain, staff, and supply an on-track first aid facility, that may be either permanent or mobile, and which shall be staffed and equipped as directed by the board. A qualified and licensed physician shall be on duty at all times during live racing, except that this provision shall not apply to any quarter horse racing at the racetrack if there is a hospital situated no more than 1.5 miles from the racetrack and the racetrack has an agreement with the hospital to provide emergency medical services to jockeys and riders. An ambulance licensed to operate on public highways provided by the track shall be available at all times during live racing and shall be staffed by two emergency medical technicians licensed in accordance with Division 2.5 (commencing with Section 1797) of the Health and Safety Code, one of whom may be an Emergency Medical Technician Paramedic, as defined in Section 1797.84 of the Health and Safety Code. (b) Each racing association and racing fair shall adopt and maintain an emergency medical plan detailing the procedures that shall be used in the event of an on-track injury. The plan shall be posted in each jockey room in English and Spanish. (c) Prior to every race meeting, the racing association or racing fair shall contact area hospitals to coordinate procedures for the rapid admittance and treatment of emergency injuries. (d) Each racing association or racing fair shall designate a health and safety manager and assistant manager, who shall be responsible for compliance with the provisions of this section and one of whom shall be on duty at all times when live racing is conducted. The health and safety manager may, at the discretion of the racing association, be the person designated to perform risk management duties on behalf of the association.

14. CONCESSIONAIRES AND SERVICE CONTRACTORS

Names and addresses of all persons to whom a concession or service contract has been given, other than those already identified, and the goods and/or services to be provided by each:

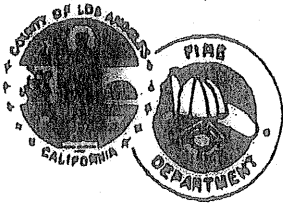
Concessionaires and Service Contractors

Levy Premium Food Service Limited Partnership 980 North Michigan Avenue, Suite 400 Chicago, IL 60611	Food, Beverage, Liquor
--	------------------------

Harry Aqurarelli Duke Racing Selections 6632 West 87 th Street Los Angeles, California 90045	Tip Sheet
--	-----------

Winners Toby Turrell 14112 Enfield Circle Westminster, California 92683	Tip Sheet
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Bob's Card, Inc. Tiffany Boland	Tip Sheet
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County of Los Angeles
Fire Department

MEMORANDUM

Date: 03-15-10

To: Clenn Bounds, Property Mgr.
Hollywood Park Land Co, LLC.
Inglewood, Ca 90301

From: Los Angeles County Fire Department

Subject: 2010 Annual Fire Prevention Inspection

On March 16, 2010 a fire safety inspection of the racetrack facilities was conducted. The overall condition of the facility was found to be good, and appears to conform to applicable fire and safety standards at this time.

We therefore approve the use of the facility for the 2010 Spring and Fall Thoroughbred meeting and until our next fire safety inspection in the 2011. Thank your staff for their cooperation and if I may be of further assistance, please feel free to contact me at the phone number below.

Sincerely,

Inspector Jasmine Segura
Central Region Hawthorne Prevention Bureau
310 263-2732

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

IMPORTANT: If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must be endorsed. If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).


PRODUCER MOC Insurance Services License No. 0589960 44 Montgomery St., 17th Fl. San Francisco CA 94104	CONTACT NAME: Tracy Cink PHONE (A/C No. Ext): (415) 957-0600 FAX (A/C No.): (415) 957-0577 E-MAIL ADDRESS: tcink@mocins.com PRODUCER CUSTOMER ID #: 00017747	
	INSURER(S) AFFORDING COVERAGE	
INSURED Oak Tree Racing Association Santa Anita Racetrack 285 W. Huntington Drive Arcadia CA 91007	INSURER A: Philadelphia Insurance Company NAIC # 23850	
	INSURER B: Commerce & Industry Ins. Co. 19410	
	INSURER C:	
	INSURER D:	
	INSURER E:	
	INSURER F:	

COVERAGES **CERTIFICATE NUMBER:** **REVISION NUMBER:**

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

INSR LTR	TYPE OF INSURANCE	ADDL INSR	SUBR WVD	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS
A	<input checked="" type="checkbox"/> GENERAL LIABILITY <input checked="" type="checkbox"/> COMMERCIAL GENERAL LIABILITY <input type="checkbox"/> CLAIMS-MADE <input checked="" type="checkbox"/> OCCUR			PHPK550403	4/1/2010	4/1/2011	EACH OCCURRENCE \$ 2,000,000 DAMAGE TO RENTED PREMISES (Ea occurrence) \$ 1,000,000 MED EXP (Any one person) \$ 10,000 PERSONAL & ADV INJURY \$ 1,000,000 GENERAL AGGREGATE \$ 2,000,000 PRODUCTS - COM/OP AGG \$ 2,000,000
	GEN'L AGGREGATE LIMIT APPLIES PER: <input checked="" type="checkbox"/> POLICY <input type="checkbox"/> PROJ-JECT <input type="checkbox"/> LOC						
A	<input checked="" type="checkbox"/> AUTOMOBILE LIABILITY <input type="checkbox"/> ANY AUTO <input type="checkbox"/> ALL OWNED AUTOS <input type="checkbox"/> SCHEDULED AUTOS <input checked="" type="checkbox"/> HIRED AUTOS <input checked="" type="checkbox"/> NON-OWNED AUTOS			PHPK550403	4/1/2010	4/1/2011	COMBINED SINGLE LIMIT (Ea accident) \$ BODILY INJURY (Per person) \$ BODILY INJURY (Per accident) \$ PROPERTY DAMAGE (Per accident) \$ Business Auto \$
	<input type="checkbox"/> UMBRELLA LIAB <input checked="" type="checkbox"/> EXCESS LIAB	<input checked="" type="checkbox"/> OCCUR <input type="checkbox"/> CLAIMS-MADE			PHUB303180	4/1/2010	4/1/2011
B	<input checked="" type="checkbox"/> WORKERS COMPENSATION AND EMPLOYERS' LIABILITY ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory In NH) If yes, describe under DESCRIPTION OF OPERATIONS below		N/A	WC020342604	4/1/2010	4/1/2011	<input checked="" type="checkbox"/> WC STATUTORY LIMITS <input type="checkbox"/> OTHER E.L. EACH ACCIDENT \$ 1,000,000 E.L. DISEASE - EA EMPLOYEE \$ 1,000,000 E.L. DISEASE - POLICY LIMIT \$ 1,000,000
	DEDUCTIBLE <input checked="" type="checkbox"/> RETENTION \$ 10,000						

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (Attach ACORD 101, Additional Remarks Schedule, If more space is required)

CERTIFICATE HOLDER California Horse Racing Board Attn: Andrea Ogden 1010 Hurley Way, Room 300 Sacramento, CA 95825	CANCELLATION SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS. AUTHORIZED REPRESENTATIVE Tracy Cink/TCI 
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CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY)
09/28/2009

Page 1 of 2

PRODUCER 877-945-7378 Willis Insurance Services of California, Inc. 26 Century Blvd. P. O. Box 305191 Nashville, TN 37230-5191	THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW.												
INSURED Stockbridge Capital Group, LLC dba Hollywood Park 4 Embarcadero Center, Suite 3300 San Francisco, CA 94111	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="width: 80%;">INSURERS AFFORDING COVERAGE</th> <th style="width: 20%;">NAIC#</th> </tr> <tr> <td>INSURER A: Commerce & Industry Insurance Company</td> <td>19410-100</td> </tr> <tr> <td>INSURER B:</td> <td></td> </tr> <tr> <td>INSURER C:</td> <td></td> </tr> <tr> <td>INSURER D:</td> <td></td> </tr> <tr> <td>INSURER E:</td> <td></td> </tr> </table>	INSURERS AFFORDING COVERAGE	NAIC#	INSURER A: Commerce & Industry Insurance Company	19410-100	INSURER B:		INSURER C:		INSURER D:		INSURER E:	
INSURERS AFFORDING COVERAGE	NAIC#												
INSURER A: Commerce & Industry Insurance Company	19410-100												
INSURER B:													
INSURER C:													
INSURER D:													
INSURER E:													

COVERAGES

THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. AGGREGATE LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

INSR	ADD'L	TYPE OF INSURANCE	POLICY NUMBER	POLICY EFFECTIVE DATE (MM/DD/YYYY)	POLICY EXPIRATION DATE (MM/DD/YYYY)	LIMITS
		GENERAL LIABILITY <input type="checkbox"/> COMMERCIAL GENERAL LIABILITY <input type="checkbox"/> CLAIMS MADE <input type="checkbox"/> OCCUR GEN'L AGGREGATE LIMIT APPLIES PER: <input type="checkbox"/> POLICY <input type="checkbox"/> PRO: <input type="checkbox"/> LOE				EACH OCCURRENCE \$ DAMAGE TO RENTED PREMISES (Ea occurrence) \$ MED EXP (Any one person) \$ PERSONAL & ADV INJURY \$ GENERAL AGGREGATE \$ PRODUCTS - COM/OP AGG \$
		AUTOMOBILE LIABILITY <input type="checkbox"/> ANY AUTO <input type="checkbox"/> ALL OWNED AUTOS <input type="checkbox"/> SCHEDULED AUTOS <input type="checkbox"/> HIRED AUTOS <input type="checkbox"/> NON-OWNED AUTOS				COMBINED SINGLE LIMIT (Ea accident) \$ BODILY INJURY (Per person) \$ BODILY INJURY (Per accident) \$ PROPERTY DAMAGE (Per accident) \$
		GARAGE LIABILITY <input type="checkbox"/> ANY AUTO				AUTO ONLY - EA ACCIDENT \$ OTHER THAN AUTO ONLY: EA ACC \$ AGG \$
		EXCESS/UMBRELLA LIABILITY <input type="checkbox"/> OCCUR <input type="checkbox"/> CLAIMS MADE <input type="checkbox"/> DEDUCTIBLE <input type="checkbox"/> RETENTION \$				EACH OCCURRENCE \$ AGGREGATE \$ \$ \$ \$
A		WORKERS COMPENSATION AND EMPLOYERS' LIABILITY ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? <input type="checkbox"/> Y/N If yes, describe under SPECIAL PROVISIONS below	WC6517404	9/23/2009	9/23/2010	<input checked="" type="checkbox"/> WC STATUTORY LIMITS <input type="checkbox"/> OTHER E.L. EACH ACCIDENT \$ 1,000,000 E.L. DISEASE - EA EMPLOYEE \$ 1,000,000 E.L. DISEASE - POLICY LIMIT \$ 1,000,000
		OTHER				

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES / EXCLUSIONS ADDED BY ENDORSEMENT / SPECIAL PROVISIONS

CERTIFICATE HOLDER

CANCELLATION

CHRB
 1010 Hurley Way
 Suite 300
 Sacramento, CA 95825

SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, THE ISSUING INSURER WILL ENDEAVOR TO MAIL 30 DAYS WRITTEN NOTICE TO THE CERTIFICATE HOLDER NAMED TO THE LEFT, BUT FAILURE TO DO SO SHALL IMPOSE NO OBLIGATION OR LIABILITY OF ANY KIND UPON THE INSURER, ITS AGENTS OR REPRESENTATIVES.

AUTHORIZED REPRESENTATIVE

6288 Highland Meadows
 Medina, Ohio 44256

Today's Racing Digest
 P. O. Box 85007
 San Diego, California 92138

Thorograph
 541 Hudson Street
 New York City, New York 10014

New World Service, Inc.
 1050 South Prairie
 Inglewood, California 90301

Janitorial

Miscellaneous

Ann Roper Silks
 c/o Ann Roper
 P. O. Box 3547
 Lennox, CA 90304

Western Saddlery
 c/o A. Liederman
 206 E. Hillsdale Blvd.
 San Mateo, CA 94403

15. ON-TRACK ATTENDANCE/FAN DEVELOPMENT

A. Describe any promotional plans.

See attached

16. SCHEDULE OF CHARGES

A. Proposed charges, note any changes from the previous year:

1) General Admission	\$ 8.00
a. 17 yrs. old and under	Free
b. Weds & Thurs. afternoons – Senior Citizens	\$ 5.00
(2) Clubhouse Admission	\$ 10.00
(3) Turf Club	\$ 20.00
(4) Reserved seating	\$ 2.00
(5) General Parking	Free
(6) Preferred (Premium) Parking	\$ 5.00
(7) Valet Parking	\$10.00
(8) Programs	\$2.25

Oak Tree 2010 Meet at Hollywood Park							
Week Number	Week Dates	Monday	Wednesday	Thursday	Friday	Saturday	Sunday
1	Sept. 29-Oct. 3		29	30	1	2	3
			Simulcast Only	Opening Night Ken Maddy g3 \$100k Concert after the Races I-Pad Drawing**	Day Racing	Zenyatta Cap Giveaway Norfolk Stakes g1 \$250k Goodwood Stakes g1 \$250K Yellow Ribbon Stakes g1 \$250K Ladies Secret g1 \$250k	Football Promo-Longshots Pigskins and Ponies contest Free Day on Us Family Fun Day Oak Leaf Stakes g1 \$250k Clement L. Hirsch (T) g1 \$250k Louis R. Rowan Stakes \$55k
2	Oct.6-Oct. 10		6	7	8	9	10
			Senior Day	Senior Day Salute to Seniors-Groups	Friday Night Racing Concert after the Races I-Pad Drawing Closing Day promo #1	Mystery Mutuel Voucher Oak Tree Mile gll \$150k Ancient Title Stakes (g1) \$250k	Football Promo-Longshots Pigskins and Ponies contest Family Fun Day Swingtime Stakes \$55k
3	Oct. 11-Oct. 17		11	13	14	15	16
		Columbus Day Special Holiday Racing Morvich Hdcp glll \$100k	Simulcast Only	Senior Day Salute to Seniors-Groups	Day Racing Vista Paint-1200 persons Group	Zenyatta Picture Giveaway T-breds & Gold Club Only Oak Tree Derby g1 \$150k	Football Promo-Longshots Pigskins and Ponies contest Family Fun Day Harold C. Ramser Hdcp glll \$100k Closing Day promo #2
4	Oct. 20-Oct.24		20	21	22	23	24
			Simulcast Only	Thursday Night Racing Concert after the Races I-Pad Drawing	Friday Night Racing Concert after the Races I-Pad Drawing	Zenyatta Stein Giveaway Jack Goodman Stakes \$55k Free GA bounceback Stein	Football Promo-Longshots Pigskins and Ponies contest Anoakia Stakes \$55k
5	Oct. 27-Oct. 31		27	28	29	30	31
			Simulcast Only	Thursday Night Racing Concert after the Races I-Pad Drawing	Friday Night Racing Concert after the Races I-Pad Drawing	California Cup Day XXI Cal Cup T-shirt Giveaway Closing Day promo #3 Cal Cup Classic 150K John C. Mabee Cal Cup Mile 100K The CTT/TOC Cal Cup Matron 100K Don Valpredo Cal Cup Sprint 100K John Deere Cal Cup Distaff 100K Bob Benoit Cal Cup Juvenile 75K Robert H. Walter Cal Cup Juv Filly 75K Las Palmas Hcp (Grade II) 150K	Football Promo-Longshots Pigskins and Ponies contest Sweatshirt to select customers who attended all 3 Promo days*

Pick Four Guarantee: \$150,000 weekdays & \$250,000 weekends/holidays

*Oak Tree logo sweatshirt to T-Breds/Gold Cup members for attending Opening Night/10-16 and Cal Cup Day

**I-Pad Drawing on every Night that we run to encourage younger demographic to sign up for membership

B. Describe any "Season Boxes" and "Turf Club Membership" fees:

Turf Club Season admission:	One Card -	\$175.00
	Two Cards -	\$300.00
Season Box Seat:	4 Seat Box-	\$350
	6 Seat Box-	\$460

C. Describe any "package" plans such as combined parking, admission and program:
Admission includes parking and program.

17. JOCKEYS/DRIVERS' QUARTERS

A. Check the applicable amenities available in the jockeys/drivers' quarters:

<input checked="" type="checkbox"/> Corners (lockers and cubicles)	How many	<input type="text" value="80"/>
<input checked="" type="checkbox"/> Showers	<input checked="" type="checkbox"/> Steam room, sauna or steam cabinets	<input checked="" type="checkbox"/> Lounge area
<input checked="" type="checkbox"/> Masseur	<input checked="" type="checkbox"/> Food/beverage service	<input checked="" type="checkbox"/> Certified platform scale

B. Describe the quarters to be used for female jockeys/drivers: **Separate quarters including restroom facilities, showers, cubicles, scale, televisions, couch, food services, etc.**

18. BACKSTRETCH EMPLOYEE HOUSING

- A. Inspection of backstretch housing has been requested and will be completed prior to the beginning of the race meet.
- B. Number of rooms used for housing on the backstretch of the racetrack: **Approximately 450**
- C. Number of restrooms available on the backstretch of the racetrack: **77 including: 155 toilets, 81 urinals and 167 sinks.**
- D. Estimated ratio of restroom facilities to the number of backstretch personnel: **Minimum of 1 to 10 including non-resident personnel.**

19. TRACK SAFETY

- A. Total distance of the racecourse - measured from the finish line counterclockwise (3' from the inner railing) back to the finish line: Main Track - 1 mile & 1/8 - 5,940 feet, Turf Track - 1 mile 165 feet - 5,445 feet
- B. Describe the type(s) of materials used for the inner and outer railings of the race course, the type of inner railing supports (i.e., metal gooseneck, wood 4" x 4" uprights, offset wood 4" x 4" supports, etc.), the coverings, if any, on the top of the inner railing, and the approximate height of the top of the inner railing from the level of the race course. . Main Track - aluminum gooseneck post, aluminum railing, as well as aluminum safety panels covering the gooseneck post. Turf Course - inner rail - Fontana turf rail 40" in height, outer rail - metal uprights.
- C. Name of the person responsible for supervision of the maintenance of the racetrack safety standards pursuant to CHRB Rule 1474: Dennis Moore
- D. Attach a Track Safety Maintenance Program pursuant to CHRB Rule 1474. See below:
It is anticipated that we will have one break during morning training when the track will be harrowed with the Track Master harrows to a depth of 2 ½ inches. After training the track will again be harrowed to a depth of 2 ½ inches in preparation for racing. The track will be harrowed and watered when necessary between races. At the conclusion of the racing program the same procedures that are used after training are employed to prepare the track for the following morning. Additionally when necessary the track maybe power harrowed, rolled and/or watered.
- E. If the association is requesting approval to implement alternate methodologies to the provisions of Article 3.5, Track Safety Standards, pursuant to CHRB Rule 1471, attach a Certificate of Insurance for liability insurance which will be in force for the duration of the meeting specified in Section 2. The CHRB is to be named as a certificate holder and given not less than 10 days' notice of any cancellation or termination of liability insurance. Additionally, the CHRB must be listed as additionally insured on the liability policy at a minimum amount of \$3 million per incident. The liability insurance certificate must be on file in the CHRB headquarters office prior to the conduct of any racing. N/A

20. DECLARATIONS

- A. All labor and lease agreements and concession and service contracts necessary to conduct the entire meeting have been finalized except as follows (if no exceptions, so state): **No exceptions.**
- B. Attach each horsemen's agreement pursuant to CHRB Rule 2044. **TOC and CTT agreements pending**
- C. Attach a lease agreement permitting the association to occupy the racing facility during the entire term of the meeting. (In the absence of either a lease agreement or a horsemen's agreement, a request for an extension pursuant to CHRB Rule 1407 shall be made). **Attached**
- D. All service contractors and concessionaires have valid state, county or city licenses authorizing each to engage in the type of service to be provided and have valid labor agreements, when applicable, which remain in effect for the entire term of the meeting except as follows (if no exceptions, so state): **No exceptions.**
- E. Absent natural disasters or causes beyond the control of the association, its service contractors, concessionaires or horsemen participating at the meeting, no reasons are believed to exist that may result in a stoppage to racing at the meeting or the withholding of any vital service to the association except as follows (if no exceptions, so state): **No exceptions.**

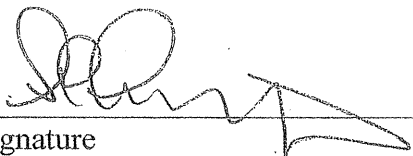
NOTICE TO APPLICANT: Pursuant to CHRB Rules 1870 and 1871, the CHRB shall be given 15 days' notice in writing of any intention to terminate a horse racing meeting or the engagements or services of any licensee, approved concessionaire, or approved service contractor.

21. CERTIFICATION BY APPLICANT

I hereby certify under penalty of perjury that I have examined this application, that all of the foregoing statements in this application are true and correct, and that I am authorized by the association to attest to this application on its behalf.

Sherwood C. Chillingworth
Print Name

Executive Vice President
Print Title


Signature

9/2/10
Date