

LETTER AGREEMENT RELATING TO POTENTIAL NEW SOURCES OF REVENUE

The Illinois Harness Horseman's Association and its successors or assignees (the "IHHA"), on the one hand, and Balmoral Racing Club, Inc., Maywood Park Trotting Association, Inc. and Suburban Downs, Inc. (collectively, the "Licensees"), on the other hand (the Licensees and the IHHA shall be referred to collectively as the "Parties"), have agreed to work together and support the proposed new sources of revenue as set forth in what is currently known as HB 1918 as of April 26, 2006, which, among other things, revises the Illinois Riverboat Gaming Act (the "RGA"); in particular, the Horse Racing Equity Fund created by the RGA ("HB 1918," including any successor House or Senate bill which incorporates the substance of HB 1918). In consideration for their mutual promises of cooperation and support, the Parties further agree to the following terms and conditions of this Letter Agreement Relating to Potential New Sources of Revenue (the "Letter Agreement"):

(1) This Letter Agreement shall remain in effect and bind the Parties until such a time as material changes are made to HB 1918.

(2) The Licensees shall be entitled to collect all deferred recapture due or outstanding from each licensees purse account pursuant to any annual contract between any of the Licensees, on the one hand, and the IHHA, on the other hand, based on the terms in effect under each such contract.

(3) The Parties agree to eliminate future recapture as long as once the proposed new sources of revenue are being received in its entirety by Licensees under HB 1918. Specifically, the Licensees will cease withholding or otherwise reducing purses paid to the harness horsemen's purse account for recapture as set forth in the Illinois Horse Racing Act and certified annually as of January 2007 by the Illinois Racing Board. Instead, all the revenue generated pursuant to HB 1918 for the benefit of the parties will be deposited into an account which will be

created and will be called the "Common Pool." The Common Pool shall consist of: (a) the IHHA's share (43%) of the 60% provided for purses under HB 1918, and (b) the Licensees' shares (approximately 34.2%) of the 40% provided for commissions under HB 1918.

The Common Pool shall be split as follows: (see exhibit A) (c) 43% of 50% of the total contributed to the "Horse Racing Equity Trust fund" as set forth under HB 1918 less \$1,068,000 will be deposited into purse accounts and distributed pursuant to the method set forth in HB 1918, and (d) the total "Common Pool" less the amount deposited in purses as calculated in (c) above will be retained by the Licensees, to be distributed as set forth in HB 1918. This division of the common pool shall be subject to collection of deferred recapture as set forth in Paragraph 2 above.

(4) This Letter Agreement shall expire at the end of the current Illinois legislative session if, at that time, the Illinois Legislature has not passed HB 1918 or a bill substantially similar to HB 1918.

Dated this _____ of _____, 2006.

SIGNED AND AGREED:

The Illinois Harness Horseman's Association

Balmoral Racing Club, Inc.

Maywood Park Trotting Association, Inc.

Suburban Downs, Inc.