



December 9, 2009

J. Robert Benavides, Governor
Pueblo of Isleta
P.O. Box 1270
Isleta, NM 87022
FAX: (505) 869-4236

Re: Licensing Agreement by and between the Pueblo of Isleta and Hard Rock Hotel Holdings, LLC, and HRHH IP, LLC

Dear Chairman Benavides:

This letter responds to your request for the National Indian Gaming Commission (NIGC) to review a licensing agreement that would allow the Pueblo of Isleta (Pueblo) to operate the Isleta Casino & Resort (Hotel/Casino) located in Albuquerque, New Mexico, as the Hard Rock Hotel and Casino—Albuquerque. This licensing agreement will become effective upon the receipt by the parties of written confirmation of the NIGC that this agreement is not required to be approved by the NIGC Chairman as a management contract under the Indian Gaming Regulatory Act (IGRA), 25 U.S.C. § 2711. After careful review of the agreement, it is my opinion that the licensing agreement does not constitute a management contract and does not need to be approved by the Chairman.

I would like to note that the agreement, at Section 5.12, contemplates amending the licensing agreement should anyone other than the Pueblo, including management contractors, ever operate the Hotel/Casino. We would advise that any such amendment be submitted to the NIGC for review because any amendment could include terms that raise management concerns.

On behalf of the NIGC, we wish the Pueblo of Isleta continued success in its gaming endeavors. If you have any question or require further assistance, please contact Staff Attorney Heather McMillan Nakai, who was assigned to this matter.

Sincerely,

A handwritten signature in cursive script that reads "Penny J. Coleman".

Penny J. Coleman
Acting General Counsel

cc: Mary Pavel, counsel to Pueblo of Isleta (via email)