SETTLEMENT AGREEMENT

Introduction

This Settlement Agreement ("Agreement") is entered into by and between the Seneca Nation of Indians (the "Nation"), a federally-recognized Indian nation, by and through its President, Barry E. Snyder, Sr., and the National Indian Gaming Commission, by and through its Chairman, Philip N. Hogen (the "Chairman"), relating to the matters contained in Notice of Violation No. NOV-05-05 and Proposed Civil Fine Assessment No. CFA-05-05.

Recitals

Whereas, the Nation has conducted Class II gaming on Indian lands at its Allegany Bingo Hall, located in Salamanca, on the Allegany Territory, and Cattaraugus Bingo Hall, located in Irving, on the Cattaraugus Territory, during all or part of 2003 and 2004; and

Whereas, the Chairman and the Nation desire to resolve issues related to Notice of Violation No. NOV-05-05 and Proposed Civil Fine Assessment No. CFA-05-05;

Therefore, the Chairman and the Nation have agreed to execute this Agreement and to perform in accordance with the following covenants and conditions:

Terms of Settlement

1. This Agreement is entered into pursuant to 25 C.F.R. 575.6(b) and shall be effective upon the signature of all parties.

2. The Nation agrees that it was required to submit timely quarterly statements and fee payments for the Allegany Bingo Hall and the Cattaraugus Bingo Hall for the quarter ending December 31, 2004.

3. The Nation agrees that it submitted the quarterly statements and fee payments for the Allegany Bingo Hall and the Cattaraugus Bingo Hall for the quarter ending December 31, 2004 in an untimely fashion.

4. The Nation acknowledges that the failure to submit quarterly statements and fee payments in a timely fashion is a violation of Commission regulations.

5. The Nation agrees to pay a fine in the amount of Two Thousand Five Hundred Dollars ($2,500). One Thousand Two Hundred and Fifty Dollars ($1,250) of the fine will be paid on or before June 30, 2005. The remaining One Thousand Two Hundred and Fifty Dollars ($1,250) will be suspended pending the timely submission of the quarterly statements and fee payments for the quarter ending June 30, 2005. Upon timely submission of the quarterly statements and fee payments for the Allegany Bingo Hall and Cattaraugus Bingo Hall for the quarter ending June 30, 2005, the Chairman will forgive the suspended portion of the fine. Each quarterly submission will be considered timely if it is received by the Commission by June 30, 2005. If the Nation fails to submit either the Allegany Bingo Hall or the Cattaraugus Bingo Hall quarterly statement and fee payment by such date, the suspended portion of the fine will be paid on or before August 30, 2005.

6. The Chairman agrees upon execution of this Agreement to waive any right to impose any further civil fine for Notice of Violation No. NOV-05-05 against the Nation, unless the Nation fails to comply with this Agreement. If the Nation fails to comply with this Agreement, the Commission and its Chairman reserve the right to initiate an enforcement action against the Nation as outlined in 25 C.F.R. 573.6.

7. The Nation agrees upon execution of this Agreement to waive any right to further review of Notice of Violation No. NOV-05-05 and Proposed Civil Fine Assessment No.CFA 05-05, including rights to appeal to the full Commission as outlined in 25 C.F.R Part 577 and judicial review pursuant to 25 U.S.C. 2714.

8. Subsequent to the parties' acceptance of this Agreement, the revised civil fine assessment herein will become a Final Assessment Order of the Commission.

Additional Covenants

1. This Agreement constitutes the entire agreement between the Chairman and the Nation and supersedes all prior verbal or written agreements and understandings between the parties related to the subject matter herein. No warranties, representations, covenants, or agreements shall be binding upon any party except as set forth herein. Any modification or waiver of any term of this Agreement, including the modification or waiver of term, must be in writing and signed by both parties.

2. The Nation stipulates that the Notice of Violation and Proposed Civil Fine Assessment shall be deemed a final order of the Commission and a final agency action pursuant to 25 C.F.R. 577.9(d).

3. The Chairman and the Nation expressly agree and acknowledge that time is of the essence in this Agreement. The recitals herein and above set shall be binding

upon the parties, their agents, heirs, personal representatives, successors and assigns.

4. A signature produced by facsimile shall be deemed to be an original signature and shall be effective and binding for purposes of this Agreement.

National Indian Gaming Commission

By: _____
Philip N. Hogen
Chairman

Date: 6/8/05

Seneca Nation of Indians

By: Barry E. Snyder Sr.
Barry E. Snyder, Sr.
President

Date: _____