RESORTS INTERNATIONAL HOTEL, INC.

QUARTERLY REPORT

FOR THE QUARTER ENDED DECEMBER 31, 2008 (AMENDED)

SUBMITTED TO THE
CASINO CONTROL COMMISSION
OF THE
STATE OF NEW JERSEY

DIVISION OF FINANCIAL EVALUATION
REPORTING MANUAL

Amended 4/30/2009

RESORTS INTERNATIONAL HOTEL, INC.
BALANCE SHEETS

AS OF DECEMBER 31, 2008 (AMENDED) AND 2007

(UNAUDITED)
($ IN THOUSANDS)

Line (a)	Description (b)	Notes	2008 (c)	2007 (d)
	ASSETS:			
	Current Assets:			
1	Cash and Cash Equivalents		$16,245	$36,272
2	Short-Term Investments		0	0
3	Receivables and Patrons' Checks (Net of Allowance for Doubtful Accounts - 2008, $4,502; 2007, $3,230)	4	11,280	26,621
4	Inventories	5	1,461	1,901
5	Other Current Assets	6	8,061	3,167
6	Total Current Assets		37,047	67,961
7	Investments, Advances, and Receivables	7	53,144	53,273
8	Property and Equipment - Gross	8	342,482	335,083
9	Less: Accumulated Depreciation and Amortization	8	(101,485)	(86,759)
10	Property and Equipment - Net	8	240,997	248,324
11	Other Assets	7	348	6,037
12	Total Assets		$331,536	$375,595
	LIABILITIES AND EQUITY:			
	Current Liabilities:			
13	Accounts Payable		$7,356	$11,291
14	Notes Payable		0	0
	Current Portion of Long-Term Debt:			
15	Due to Affiliates	10	350,000	0
16	External	10	344	331
17	Income Taxes Payable and Accrued	13	1,495	351
18	Other Accrued Expenses	9	15,063	19,944
19	Other Current Liabilities	9	6,167	4,584
20	Total Current Liabilities		380,425	36,501
	Long-Term Debt:			
21	Due to Affiliates	10	0	350,000
22	External	10	4,843	5,185
23	Deferred Credits		0	0
24	Other Liabilities		0	0
25	Commitments and Contingencies	15	0	0
26	Total Liabilities		385,268	391,686
27	Stockholders', Partners', or Proprietor's Equity		(53,732)	(16,091)
28	Total Liabilities and Equity		$331,536	$375,595

The accompanying notes are an integral part of the financial statements.
Valid comparisons cannot be made without using information contained in the notes.

RESORTS INTERNATIONAL HOTEL, INC.
STATEMENTS OF INCOME

FOR THE TWELVE MONTHS ENDED DECEMBER 31, 2008(AMENDED) AND 2007

(UNAUDITED)
($ IN THOUSANDS)

Line (a)	Description (b)	Notes	2008 (c)	2007 (d)
	Revenue:			
1	Casino		$229,895	$276,384
2	Rooms		18,371	18,787
3	Food and Beverage		28,048	33,799
4	Other		6,090	6,678
5	Total Revenue		282,404	335,648
6	Less: Promotional Allowances		70,895	86,638
7	Net Revenue		211,509	249,010
	Costs and Expenses:			
8	Cost of Goods and Services		158,574	174,814
9	Selling, General, and Administrative		48,072	48,173
10	Provision for Doubtful Accounts		2,038	1,600
11	Total Costs and Expenses		208,684	224,587
12	Gross Operating Profit		2,825	24,423
13	Depreciation and Amortization		14,279	16,438
	Charges from Affiliates Other than Interest:			
14	Management Fees	11	2,635	4,197
15	Other	11	0	3,180
16	Income (Loss) from Operations		(14,089)	608
	Other Income (Expenses):			
17	Interest Expense - Affiliates	11	(20,509)	(26,652)
18	Interest Expense - External		(1,790)	(927)
19	CRDA Related Income (Expense) - Net	7	(1,017)	(1,434)
20	Nonoperating Income (Expense) - Net		945	4,625
21	Total Other Income (Expenses)		(22,371)	(24,388)
22	Income (Loss) Before Taxes and Extraordinary Items		(36,460)	(23,780)
23	Provision (Credit) for Income Taxes	13	1,181	0
24	Income (Loss) Before Extraordinary Items		(37,641)	(23,780)
25	Extraordinary Items (Net of Income Taxes - 2008, $0; 2007, $0)		0	0
26	Net Income (Loss)		($37,641)	($23,780)

The accompanying notes are an integral part of the financial statements.
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Amended 4/30/2009

RESORTS INTERNATIONAL HOTEL, INC.
STATEMENTS OF INCOME

FOR THE THREE MONTHS ENDED DECEMBER 31, 2008(Amended) AND 2007

(UNAUDITED)
($ IN THOUSANDS)

Line (a)	Description (b)	Notes	2008 (c)	2007 (d)
	Revenue:			
1	Casino		$47,898	$64,348
2	Rooms		3,943	4,687
3	Food and Beverage		5,465	8,370
4	Other		1,334	1,313
5	Total Revenue		58,640	78,718
6	Less: Promotional Allowances		16,198	20,300
7	Net Revenue		42,442	58,418
	Costs and Expenses:			
8	Cost of Goods and Services		36,066	43,744
9	Selling, General, and Administrative		11,287	10,676
10	Provision for Doubtful Accounts		611	715
11	Total Costs and Expenses		47,964	55,135
12	Gross Operating Profit		(5,522)	3,283
13	Depreciation and Amortization		2,918	3,604
	Charges from Affiliates Other than Interest:			
14	Management Fees	11	196	1,049
15	Other	11	0	829
16	Income (Loss) from Operations		(8,636)	(2,199)
	Other Income (Expenses):			
17	Interest Expense - Affiliates	11	(5,029)	(6,617)
18	Interest Expense - External		(383)	(198)
19	CRDA Related Income (Expense) - Net	7	(316)	(561)
20	Nonoperating Income (Expense) - Net		91	19,442
21	Total Other Income (Expenses)		(5,637)	12,066
22	Income (Loss) Before Taxes and Extraordinary Items		(14,273)	9,867
23	Provision (Credit) for Income Taxes	13	1,181	(20)
24	Income (Loss) Before Extraordinary Items		(15,454)	9,887
25	Extraordinary Items (Net of Income Taxes - 2008, $0; 2007, $0)		0	0
26	Net Income (Loss)		($15,454)	$9,887

The accompanying notes are an integral part of the financial statements.
Valid comparisons cannot be made without using information contained in the notes.

Amended 4/30/2009

RESORTS INTERNATIONAL HOTEL, INC.
STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY

'OR THE TWELVE MONTHS ENDED DECEMBER 31, 2007 AND THE TWELVE MONTHS ENDED DECEMBER 31, 2008 (Amendec

(UNAUDITED)
($ IN THOUSANDS)

Line (a)	Description (b)	Notes	Common Stock Shares (c)	Common Stock Amount (d)	Preferred Stock Shares (e)	Preferred Stock Amount (f)	Additional Paid-In Capital (g)	(h)	Retained Earnings (Accumulated Deficit) (i)	Total Stockholders' Equity (Deficit) (j)
1	**Balance, December 31, 2006..........**		100	$0			$77,673		($31,983)	$45,690
2	Net Income (Loss) - 2007.............								(23,780)	(23,780)
3	Contribution to Paid-in-Capital.....									0
4	Dividends.....................................									0
5	Prior Period Adjustments..............								(1)	(1)
6	Return of Paid-In Capital						(38,000)			(38,000)
7										0
8										0
9										0
10	**Balance, December 31, 2007..........**		100	0	0	0	39,673	0	(55,764)	(16,091)
11	Net Income (Loss) - 2008.............								(37,641)	(37,641)
12	Contribution to Paid-in-Capital.....									0
13	Dividends.....................................									0
14	Prior Period Adjustments..............									0
15										0
16										0
17										0
18										0
19	**Balance, December 31, 2008 ....**		100	$0	0	$0	$39,673	$0	($93,405)	($53,732)

The accompanying notes are an integral part of the financial statements.
Valid comparisons cannot be made without using information contained in the notes.

RESORTS INTERNATIONAL HOTEL, INC.
STATEMENTS OF CASH FLOWS

FOR THE TWELVE MONTHS ENDED DECEMBER 31, 2008 (Amended) AND 2007

(UNAUDITED)
($ IN THOUSANDS)

Line (a)	Description (b)	Notes	2008 (c)	2007 (d)	
1	CASH PROVIDED (USED) BY OPERATING ACTIVITIES..		($10,115)	($70,279)	
	CASH FLOWS FROM INVESTING ACTIVITIES:				
2	Purchase of Short-Term Investments		0	0	
3	Proceeds from the Sale of Short-Term Investments		0	0	
4	Cash Outflows for Property and Equipment...........................		(10,909)	(14,009)	
5	Proceeds from Disposition of Property and Equipment..........		151	38	
6	CRDA Obligations		(3,127)	(3,533)	*
7	Other Investments, Loans and Advances made......................		0	0	
8	Proceeds from Other Investments, Loans, and Advances		0	0	
9	Cash Outflows to Acquire Business Entities..........................		0	0	
10	CRDA Reimbursement		2,970	0	
11	Proceeds from Releases of Restricted Cash		0	103	
12	Net Cash Provided (Used) By Investing Activities....................		(10,915)	(17,401)	
	CASH FLOWS FROM FINANCING ACTIVITIES:				
13	Proceeds from Short-Term Debt		0	0	
14	Payments to Settle Short-Term Debt......................................		(342)	(199,341)	
15	Proceeds from Long-Term Debt		0	350,000	
16	Costs of Issuing Debt...		1,345	(6,661)	
17	Payments to Settle Long-Term Debt......................................		0	0	
18	Cash Proceeds from Issuing Stock or Capital Contributions...		0	0	
19	Purchases of Treasury Stock..		0	0	
20	Payments of Dividends or Capital Withdrawals......................		0	(38,000)	
21	....				
22	....				
23	Net Cash Provided (Used) By Financing Activities..................		1,003	105,998	
24	Net Increase (Decrease) in Cash and Cash Equivalents.............		(20,027)	18,318	
25	Cash and Cash Equivalents at Beginning of Period...................		36,272	17,954	
26	Cash and Cash Equivalents at End of Period.............................		$16,245	$36,272	

Line	Description	Notes	2008	2007
	CASH PAID DURING PERIOD FOR:			
27	Interest (Net of Amount Capitalized).......................................		$18,426	$33,231
28	Income Taxes..		$15	$33

* Restated to conform to current year presentation

The accompanying notes are an integral part of the financial statements.
Valid comparisons cannot be made without using information contained in the notes.

RESORTS INTERNATIONAL HOTEL, INC.
STATEMENTS OF CASH FLOWS

FOR THE TWELVE MONTHS ENDED DECEMBER 31, 2008 (Amended) AND 2007

(UNAUDITED)

($ IN THOUSANDS)

Line (a)	Description (b)	Notes	2008 (c)	2007 (d)	
	CASH FLOWS FROM OPERATING ACTIVITIES:				
29	Net Income (Loss)		($37,641)	($23,780)	
30	Depreciation and Amortization of Property and Equipment		15,031	15,776	
31	Amortization of Other Assets		(752)	662	
32	Amortization of Debt Discount or Premium		0	0	
33	Deferred Income Taxes - Current		0	0	
34	Deferred Income Taxes - Noncurrent		0	0	
35	(Gain) Loss on Disposition of Property and Equipment		(91)	(38)	
36	(Gain) Loss on CRDA-Related Obligations		1,016	1,434	*
37	(Gain) Loss from Other Investment Activities		0	0	
38	(Increase) Decrease in Receivables and Patrons' Checks		15,341	(17,971)	
39	(Increase) Decrease in Inventories		440	(412)	
40	(Increase) Decrease in Other Current Assets		(563)	859	
41	(Increase) Decrease in Other Assets		2,793	(51,223)	*
42	Increase (Decrease) in Accounts Payable		(3,760)	(4,879)	
43	Increase (Decrease) in Other Current Liabilities		(1,929)	(7,532)	
44	Increase (Decrease) in Other Liabilities		0	0	
45	Loss on Extinguishment of Debt		0	16,825	
46				0	
47	Net Cash Provided (Used) By Operating Activities		($10,115)	($70,279)	

SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION

Line (a)	Description (b)	Notes	2008 (c)	2007 (d)
	ACQUISITION OF PROPERTY AND EQUIPMENT:			
48	Additions to Property and Equipment		($10,909)	($14,009)
49	Less: Capital Lease Obligations Incurred		0	0
50	Cash Outflows for Property and Equipment		($10,909)	($14,009)
	ACQUISITION OF BUSINESS ENTITIES:			
51	Property and Equipment Acquired		$0	$0
52	Goodwill Acquired		0	0
53	Other Assets Acquired - net		0	0
54	Long-Term Debt Assumed		0	0
55	Issuance of Stock or Capital Invested		0	0
56	Cash Outflows to Acquire Business Entities		$0	$0
	STOCK ISSUED OR CAPITAL CONTRIBUTIONS:			
57	Total Issuances of Stock or Capital Contributions		$0	$0
58	Less: Issuances to Settle Long-Term Debt		0	0
59	Consideration in Acquisition of Business Entities		0	0
60	Cash Proceeds from Issuing Stock or Capital Contributions		$0	$0

* Restated to conform to current year presentation

The accompanying notes are an integral part of the financial statements.

Valid comparisons cannot be made without using information contained in the notes.

RESORTS INTERNATIONAL HOTEL, INC.
SCHEDULE OF PROMOTIONAL
EXPENSES AND ALLOWANCES

FOR THE TWELVE MONTHS ENDED DECEMBER 31, 2008

(UNAUDITED)
($ IN THOUSANDS)

		Promotional Allowances		Promotional Expenses		
Line (a)	Description (b)	Number of Recipients (c)	Dollar Amount (d)	Number of Recipients (e)	Dollar Amount (f)	
1	Rooms	243,174	$14,423	9	$3	
2	Food	1,138,152	12,732	76,575	3,074	
3	Beverage	2,117,851	7,817	0	0	
4	Travel	0	0	32,343	2,049	
5	Bus Program Cash	379,795	8,945	0	0	
6	Promotional Gaming Credits	217,140	7,616	0	0	
7	Complimentary Cash Gifts	395,026	16,725	0	0	
8	Entertainment	87,615	2,522	4,641	646	
9	Retail & Non-Cash Gifts	0	0	104,816	12,054	
10	Parking	0	0	0	0	
11	Other	8,181	115	169,740	4,243	*
12	Total	4,586,934	$70,895	388,124	$22,069	

* Included in Other Promotional Expenses for the year ended December 31, 2008 is direct marketing postage in the amount of $2,059. No other single item or service included in other exceeds 5% of the column total.

FOR THE THREE MONTHS ENDED DECEMBER 31, 2008

		Promotional Allowances		Promotional Expenses	
Line (a)	Description (b)	Number of Recipients (c)	Dollar Amount (d)	Number of Recipients (e)	Dollar Amount (f)
1	Rooms	52,458	$3,271	0	$0
2	Food	209,216	2,301	19,770	692
3	Beverage	472,976	1,745	0	0
4	Travel	0	0	7,696	573
5	Bus Program Cash	31,642	950	0	0
6	Promotional Gaming Credits	158,981	5,683	0	0
7	Complimentary Cash Gifts	23,775	1,808	0	0
8	Entertainment	15,710	415	1,342	234
9	Retail & Non-Cash Gifts	0	0	23,485	2,701
10	Parking	0	0	0	0
11	Other	1,784	25	11,248	281
12	Total	966,542	$16,198	63,541	$4,481

RESORTS INTERNATIONAL HOTEL, INC.
STATEMENT OF CONFORMITY, ACCURACY, AND COMPLIANCE

FOR THE QUARTER ENDED DECEMBER 31, 2008 (AMENDED)

1. I have examined this Quarterly Report.

2. All the information contained in this Quarterly Report has been prepared in conformity with the Casino Control Commission's Quarterly Report Instructions and Uniform Chart of Accounts.

3. To the best of my knowledge and belief, the information contained in this report is accurate.

4. To the best of my knowledge and belief, except for the deficiencies noted below, the licensee submitting this Quarterly Report has remained in compliance with the financial stability regulations contained in <u>N.J.A.C.</u> 19:43-4.2(b)1-5 during the quarter.

4/30/2009	Lawrence J. McCabe
Date	[Insert Name Here]
	Director - Finance
	Title
	3392-11
	License Number

On Behalf of:

RESORTS INTERNATIONAL HOTEL, INC.
Casino Licensee

1. Basis of Presentation

Colony RIH Holdings, Inc., a Delaware corporation ("CRH"), owns 100% of the outstanding common stock of Resorts International Hotel and Casino, Inc., also a Delaware corporation ("RIHC"). RIHC, through its wholly-owned subsidiary, Resorts International Hotel, Inc., a New Jersey corporation ("RIH" or the "Company"), owns and operates Resorts Atlantic City, a casino/hotel located in Atlantic City, NJ. On April 1, 2003, Resorts Real Estate Holdings, Inc. ("RREH") was formed as a wholly-owned subsidiary of CRH. RREH, which was incorporated as a New Jersey corporation, was formed to acquire certain land. RREH had no substantive business Income prior to January 2004.

CRH was formed at the direction of Colony Investors IV, L.P. ("Colony IV"), an affiliate of Colony Capital, LLC ("Colony Capital") of Los Angeles, California, on March 7, 2001. RIHC was formed at the direction of Colony IV on October 24, 2000.

RIHC, Kerzner International North America, Inc., a Delaware corporation ("KINA"), formerly Sun International North America, Inc., and GGRI, Inc., a Delaware corporation ("GGRI"), entered into a purchase agreement, dated October 30, 2000, as amended (the "Purchase Agreement"). Pursuant to the Purchase Agreement, RIHC acquired all of the capital stock of RIH, the Warehouse Assets (as defined in the Purchase Agreement) and all of the capital stock of New Pier Operating Company, Inc. ("New Pier"), a New Jersey corporation (collectively, the "Acquisition") on April 25, 2001 for approximately $144.8 million.

Certain prior year balances have been reclassified to conform to the current year's presentation.

2. Going Concern (Amended)

The Company's financial statements have been prepared on a going concern basis which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business. As discussed below, the Company has incurred recurring net losses, is in default of its Loan Agreements and has a net working capital deficiency.

Since refinancing its First Mortgage Old Notes in 2007, the Company invested in the expansion and/or refurbishment of the hotel, gaming equipment and related technology and building infrastructure. Although these investments improved the condition of the property and resulted in significant labor efficiencies and cost savings, those efficiencies and cost savings were not enough to offset the increased competition and current poor economic conditions. Since 2007, the expansions which added both hotel room and retail capacity to the Atlantic City market occurred at the Borgata, Harrah's and Trump Taj Mahal casinos. These expansions occurred while the gaming market in Atlantic City declined in 2007 and 2008 and put substantial pressure on the Company to maintain gaming revenue market share. The Company continues to face competitive market conditions from competitors in neighboring states as well. During the two years ended December 31, 2008, the Company incurred net losses totaling $61.4 million. At December 31, 2008, the Company had a shareholder's deficit of $53.7 million and current liabilities exceeded assets by $343.4 million.

On November 7, 2008, as a result of the severe impact of the current economic conditions, the Company failed to make its monthly interest payment and other monthly funding requirements related to the Term Loan and the Revolving Loan. During November 2008, the Company was notified by Column Financial, Inc. ("Lender") that it was in default of its obligations under the Term Loan and the Revolving Loan. The Company has been unable to cure the default and has not made any additional payments of debt service, including interest, past due late charges and escrow payments since November 7, 2008. Since then, the Company has been in negotiations with the Lender and its agents to resolve the default. As of December 31, 2008, the outstanding indebtedness under the Term Loan and the Revolving Loan was $350.0 million, plus related accrued interest of $4.4 million and other funding requirements of $3.0 million.

2. Going Concern (Amended) (continued)

On January 21, 2009, the Lender and TriMont Real Estate Advisors, Inc. the special servicer for the Tern Loan and the Revolving Loan, (the "Petitioners") petitioned the New Jersey Casino Control Commission ("CCC") for certain relief regarding the default. Among other things, the petitioners requested approval to initiate steps to acquire the Resorts Atlantic City hotel and casino property, control certain RIH's bank accounts, require certain cash transactions by RIH and terminate certain of RIH's contractual agreements. On March 4, 2009, the CCC ruled that among other things, the Petitioners were permitted to pursue acquisition of the title to the Resorts Atlantic City hotel and casino property. However, because the Petitioners lacked the necessary gaming license needed to make management decisions for a New Jersey casino, the CCC further ruled that passage of such property title cannot occur without the CCC's approval of the gaming licensure of any entity that would require an interest in the property. The CCC further ruled that RIH would maintain at all times a minimum cash balance of $15 million for working capital and casino cage purposes; funding of such amount, if by the Petitioners, is permitted only after receiving the CCC's approval of such funding. The Petitioners are required to not withdraw any such advanced amounts without at least 45 days notice to the CCC and the New Jersey Division of Gaming Enforcement. The CCC also ruled that RIH would continue to maintain exclusive control over its cash flows and cash accounts.

The conditions described above raise substantial doubt about the Company's ability to continue as a going concern. Management's plans in regard to these matters are described below. The 2008 financial statements do not include any adjustments to reflect the possible future effects on the recoverability and classification of assets or the amounts and classification of liabilities that may result from the outcome of this uncertainty.

Despite the default on the Term Loan and the Revolving Loan, the Lender and its agents continued to fund capital expenditures, property taxes and insurance premiums from existing escrow accounts they control. The Company has used the capital expenditures to improve the productivity and efficiencies of the Income, as well as to renovate the hotel and casino in order to meet the standards of the Atlantic City market.

In addition to significant staff reductions that occurred in 2007 and 2008, Management implemented various programs in 2009 to reduce operating expenses, including marketing programs, flexible staffing, management pay freezes and furloughs without pay.

Management believes such actions have contributed to a reduced cost structure at the Company. While Management believes the Company's future results of operations will ultimately be favorably influenced by improvements in the general economy and the Atlantic City gaming industry, no assurance can be given as to whether such improvements will occur or their timing. Consequently, the Company will be subject to severe cash shortages. The funding of the Company's cash requirements in 2009 will be depend on the outcome of the negotiations with the Lender and its agents to resolve the default described above. However, there can be no assurances that Management will successfully resolve its negotiations with the Lender and its agents.

3. Summary of Significant Accounting Policies (Amended)

Use of Estimates

The preparation of the financial statements in conformity with accounting principles generally accepted in the United States requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

Allowances for doubtful accounts arising from casino, hotel and other services, are based upon a specific review of certain outstanding receivables. In determining the amounts of the allowances, certain estimates and assumptions are made, and actual results may differ from those assumptions.

Cash Equivalents

Short-term money market securities purchased with original maturities of three months or less are considered to be cash equivalents. The carrying value of cash equivalents approximates fair value due to the short-term maturity of these instruments.

3. Summary of Significant Accounting Policies (Amended) (continued)

Inventories

Inventories of provisions, supplies and spare parts are valued at the lower of cost (first-in, first-out) or market.

Property and Equipment

Property and equipment are stated at cost and are depreciated over their estimated useful lives reported below using the straight-line method. Charges to income resulting from amortization of assets recorded under capital leases are included with depreciation and amortization expense in the Statements of Income.

Hotels and other buildings	35 – 40	years
Furniture fixtures and equipment	2 – 5	years

The provisions of Statement of Financial Accounting Standards ("SFAS") No. 144, "Accounting for the Impairment or Disposal of Long- Lived Assets" ("SFAS No. 144"), requires, among other things, that an entity review its long-lived assets and certain intangibles for impairment whenever changes in circumstances indicate that the carrying amount of an asset may not be fully recoverable. SFAS No. 144 requires an impairment loss to be recognized only if the carrying amounts of long-lived assets to be held and used are not recoverable from their expected undiscounted future cash flows.

Income Taxes

The Company follows the provisions of SFAS No. 109, "Accounting for Income Taxes." Accordingly, deferred tax assets and liabilities are calculated as the difference between the financial statement carrying amounts and tax bases of assets and liabilities. These differences are affected by the tax rate for the year in which they are expected to be recovered or settled. A valuation allowance is recognized, if necessary, to account for the likelihood that these differences will not be realized in the future. Note 13 further addresses the components of the deferred tax assets and liabilities.

In June 2006, the Financial Accounting Standards Board ("FASB") issued Interpretation No. 48, "Accounting for Uncertainty in Income Taxes, an interpretation of SFAS No. 109, Accounting for Income Taxes" ("FIN 48"). FIN 48 creates a single model to address accounting for uncertainty in tax positions, by prescribing a minimum recognition threshold a tax position is required to meet before being recognized in the financial statements. FIN 48 also provides guidance on derecognition, measurement, classification, interest and penalties, accounting in interim periods, disclosure and transition. FIN 48 is effective for annual periods beginning after December 15, 2008 and the Company will adopt FIN 48 as of January 1, 2009, as required. The cumulative effect, if any, of adopting FIN 48 will be recorded to accumulated deficit. The Company does not expect the adoption of FIN 48 to have a material effect, if any, on its financial statements.

Revenue Recognition

Gaming revenue is recorded as the net win from gaming activities, which represents the difference between amounts wagered and amounts won by patrons. Revenues from hotel and related services and from theater ticket sales are recognized at the time the related service is performed.

Promotional Allowances

The retail value of hotel accommodations, food, beverage and other services provided to customers without charge is included in gross revenues and deducted as promotional allowances.

Cash discounts based upon a negotiated amount with each customer are recognized as a promotional allowance on the date the related revenues are recorded.

3. Summary of Significant Accounting Policies (Amended) (continued)

The Company offers other incentive programs. These are gifts and other promotional items, the type and distribution of which is determined by management. Since these awards are not cash awards, the Company records them as gaming expenses in the Statements of Income. Such amounts are expensed on the date the award can be utilized by the customer.

Cashback Liability

The Company awards incentives to its casino customers, based on their levels of gaming activity, through its "Cashback" marketing program. The incentives awarded are in the form of points which may be redeemed for coin to wager on slot machines. The Company records a liability for outstanding Cashback incentives (those incentives which have been earned, but not yet redeemed by the customer), adjusted for an estimated redemption factor based on historical results. The amount of expense resulting from this marketing program could vary from the liability recorded based on actual redemption rates; however, management believes the historical actual redemptions have been materially consistent with the original estimates. The amount is recorded as a promotional allowance in the Statements of Income. At December 31, 2008 and 2007, the Cashback liability was $320,000 and $459,000, respectively.

Bankable Complimentaries

The Company customer loyalty program, Destination Club, offers incentives to customers who gamble at Resorts Atlantic City and its affiliated casinos. Under the program, customers are able to accumulate, or bank, comp dollars over time that they may redeem at their discretion under the terms of the program. The comp dollars balance will be forfeited if the customer does not redeem them over an eight-month period from the time they were first earned. As a result of the ability of the customer to bank the comp dollars, the Company accrues the expense of the comp dollars, after consideration of estimated breakage, as they are earned. The estimated cost to provide comp dollars is expensed as the comp dollars are earned and is included in casino expense on the Company's Statements of Income. To arrive at the estimated cost associated with comp dollars, estimates and assumptions are made regarding incremental marginal costs of the benefits, breakage rates and the mix of goods and services for which comp dollars will be redeemed. We use historical data to assist in the determination of estimated accruals. At December 31, 2008 and 2007, the Bankable Complimentaries liability was $1.0 million and $1.2 million, respectively.

Self-insured Health Insurance

Non-union employees are covered under a self-insured medical plan for each insured person. Amounts in excess of $225,000 per claim are covered by the Company's insurance programs subject to customary policy limits.

Advertising

The Company expenses advertising costs as incurred. These costs are included in Selling, General and Administrative costs on the Company's Statements of Income. For the years ended December 31, 2008 and 2007 these costs amounted to $4.0 million and $4.7 million, respectively.

Stock-based Compensation

The Company accounts for stock-based compensation in accordance with SFAS No. 123 (revised 2004), "Share-Based Payment" ("SFAS 123(R)"), which requires stock-based employee compensation to be measured based on the grant-date fair value of the award and the cost to be recognized over the period during which, an employee is required to provide service in exchange for the award.

Equity instruments issued to non-employees in exchange for goods or services are accounted for using the fair value method and expense is recorded based on the value determined.

Litigation Settlement

The Company records proceeds from litigation settlements, net of associated legal fees and related expenses, within Nonoperating income (expense), net on the accompanying Statements of Income.

3. Summary of Significant Accounting Policies (Amended) (continued)

Trade Receivables and Allowance for Accounts Receivable

Trade receivables are initially recorded at cost. Accounts are written off when the Company deems the account to be uncollectible. Allowances for doubtful accounts arising from casino, hotel and other services, are based upon a specific review of certain outstanding receivables and historical trends. In determining the amounts of the allowances, certain estimates and assumptions are made, and actual results may differ from those assumptions.

Fair Value of Financial Instruments

The carrying values of cash and cash equivalents are reasonable estimates of fair values because of the short-term maturities of these investments. The Casino Reinvestment and Development Authority ("CRDA") deposits, bonds, and other investments are stated net of a valuation allowance reflecting the below-market interest rates associated with these investments; therefore, the carrying values approximate their fair values. The carrying value of the Term Loan approximates its fair value due to variable market interest rate of debt instruments.

In September 2006, the FASB issued SFAS No. 157, "Fair Value Measurements" ("SFAS 157") which defines fair value, establishes a framework for measuring fair value in GAAP, and expands disclosures about fair value measurements. SFAS 157 applies under other accounting pronouncements that require or permit fair value measurements and, accordingly, does not require any new fair value measurements. On February 12, 2008, the FASB issued FASB Staff Position No. FAS 157-2, Effective Date of FASB Statement No. 157 ("FSP 157-2"), delaying the effective date of SFAS 157 to the Company's fiscal year beginning January 1, 2009 for nonfinancial assets and nonfinancial liabilities, except for items that are recognized or disclosed at fair value in the financial statements on a recurring basis. Non-financial assets and non-financial liabilities for which the Company is required to apply the provisions of SFAS 157 include its long-lived assets measured at fair value under the provisions of SFAS No. 144. The Company adopted SFAS 157 effective January 1, 2008 for financial assets and liabilities. The adoption of SFAS 157 did not impact the Company's financial statements. The Company does not expect the adoption of FSP 157-2 to have a material effect on the Company's 2009 financial statements.

4. Receivables

Components of receivables were as follows at December 31 (in thousands):

	2008	2007
Gaming	$ 11,195	$ 10,219
Less: allowance for doubtful accounts	(4,490)	(3,219)
	6,705	7,000
Non-gaming:		
Due from affiliates, net	3,458	17,233
Hotel and related	339	433
Other	790	1,966
	4,587	19,632
Less: allowance for doubtful accounts	(12)	(11)
	4,575	19,621
Receivables, net	$ 11,280	$ 26,621

5. Inventories

Components of inventories were as follows at December 31 (in thousands):

	2008	2007
Gifts	$ 670	$ 1,193
Food and Beverage	804	752
Tobacco	47	49
Allowance for obsolete inventory	(60)	(93)
	$ 1,461	$ 1,901

6. Other Current Assets

Components of prepaid expenses and other current assets were as follows at December 31 (in thousands):

	2008	2007
Debt issuance costs, net	$ 4,331	$ -
Prepaid insurance	1,123	953
Prepaid casino licenses	657	701
Other prepaid expenses and current assets	1,950	1,513
	$ 8,061	$ 3,167

Debt issuance costs consist of amounts incurred in connection with obtaining long-term debt. The costs are amortized on a straight-line basis over the contractual life of the loan and amortization of such costs is included in interest expense. As a result of the default described in Notes 2 and 10, all indebtedness outstanding under the First Mortgage Notes became automatically due and payable. Consequently the Company has classified the debt issuance costs, net associated with the First Mortgage New Notes within current assets in its Balance Sheet as of December 31, 2008.

7. Other Assets (Amended)

Components of other assets were as follows at December 31 (in thousands):

	2008	2007
Due from Resorts Real Estate Holdings, Inc.	$ 39,875	$ 39,875
CRDA deposits, bonds and other investments, net	13,269	13,398
Debt issuance costs, net	-	5,676
Other	348	361
	$ 53,492	$ 59,310

On March 14, 2007, subsidiaries of CRH and RIHC entered into a Loan Agreement with Column Financial, Inc. as Lender (the “Term Loan” or “New Note“). Proceeds of the Team Loan were used to pay, among other things, the full existing indebtedness of RREH to KINA in the amount of $39.9 million, which remains as a receivable at December 31, 2008 and 2007. Other proceeds of the Term Loan were set aside at Resorts Propco, Inc., a subsidiary of CRH (“Propco”), for the restricted use of investing in existing hotels and buildings, as well as new furniture, fixtures and equipment. At December 31, 2007, these funds amounted to $15.6 million.

The New Jersey Casino Control Act, as amended, requires RIH to purchase bonds issued by the CRDA or make other investments authorized by the CRDA, in an amount equal to 1.25% of RIH's gross gaming revenue, as defined.

7. Other Assets (Amended) (continued)

The CRDA bonds have interest rates ranging from 3.5% to 7.0% and have repayment terms of between 20 and 50 years. The Company records charges to expense to reflect the below-market interest rate payable on the bonds it may have to purchase to fulfill its investment obligation at the date the obligation arises. The charge for the years ended December 31, 2008 and 2007 for discounts on obligations was $1.0 million and $1.4 million, respectively.

From time to time RIH has donated certain funds it has had on deposit with the CRDA in return for either relief from its obligation to purchase CRDA bonds or credits against future CRDA deposits. At December 31, 2008 and 2007, RIH owned $6.0 million and $6.2 million face value of bonds, respectively, issued by the CRDA and had $15.9 million and $15.8 million, respectively, on deposit with the CRDA. The majority of the Company's deposits have been pledged for specific projects.

During 2008, the Company completed its obligations to the CRDA in regard to certain agreements between them. As a result, the CRDA refunded approximately $2.4 million of the Company's deposits in accordance with these agreements. The Company recorded in the 2008 Statement of Income approximately $0.8 million in recovery of charges for the discounts on these refunded deposits.

8. Property and Equipment

Components of property and equipment, net were as follows at December 31 (in thousands):

	2008	2007
Land and land rights	$ 35,224	$ 35,224
Hotels and other buildings	216,982	214,717
Furniture, fixtures and equipment	89,170	81,192
Construction in progress	1,106	3,950
	342,482	335,083
Less: accumulated depreciation	(101,485)	(86,759)
Net property and equipment	$ 240,997	$ 248,324

9. Accrued Expenses and Other Current Liabilities (Amended)

Components of accrued expenses and other current liabilities were as follows at December 31 (in thousands):

	2008	2007
Payroll and related costs	$ 8,323	$ 9,653
Liability for unredeemed cash incentives	1,396	1,775
Legal fees and related costs	309	1,351
Insurance and related costs	634	1,010
Unredeemed chip liability	626	882
Accrued interest payable to affiliates	4,376	1,766
Other	5,566	8,091
	$ 21,230	$ 24,528

10. Long-Term Debt

Long-term debt is summarized as follows at December 31 (in thousands):

	2008	2007
First Mortgage Term Loan - New Notes	$ 350,000	$ 350,000
Thermal Energy capital lease	5,140	5,426
Other notes payable	47	90
	355,187	355,516
Less: current portion	350,344	331
	$ 4,843	$ 355,185

On March 14, 2007, subsidiaries of CRH and RIHC entered into a Loan Agreement with Column Financial, Inc., as Lender (the "Term Loan" or "New Notes"). The Term Loan is for an initial principal amount of $350 million and is for an initial term of two (2) years. Interest on the Term Loan accrues at a rate of one month LIBOR plus 3.0%. The Term Loan is secured by a first priority deed of trust on the Resorts Hotel and Casino, Atlantic City, New Jersey, and certain other property owned by subsidiaries of CRH and RIHC.

Proceeds of the Term Loan were used to pay in full the existing indebtedness of CRH, RIHC and their subsidiaries, with Commerce Bank, CIT Group/Equipment Financing, Inc., and to redeem all of the outstanding 11 ½% First Mortgage Notes due 2009 (the "Notes") issued by RIHC. In connection with the redemption of the Notes by RIHC, the covenants under the indenture governing the Notes were defeased and a cash deposit in the amount of $192,410,000 was deposited in trust with the Deutsche Bank Trust Company Americas, as Trustee to satisfy payment upon redemption of the Notes on April 13, 2007. The redemption price was equal to 106% of the outstanding principal amount of $180,000,000 plus accrued interest to the redemption date of April 13, 2007.

The subsidiaries of CRH and RIHC also entered into a Credit Agreement with Column Financial, Inc., as Lender (the "Revolving Loan") which provides for a $10 million revolving credit facility. The proceeds of the Revolving Loan were to be used to provide the subsidiaries a line of credit to support working capital and/or letter of credit requirements. Of the $10 million dollars, $7.4 million is restricted to support existing letters of credit. The Revolving Loan is for an initial term of two (2) years. Interest on the Revolving Loan accrues at a rate of one month LIBOR plus 3.0% (3.4% at December 31, 2008). The Revolving Loan is secured by a first priority mortgage on Resorts Atlantic City, and certain other property owned by subsidiaries of CRH and RIHC.

The Company incurred $6.7 million of costs associated with entering into the Term Loan and Revolving Loan. The Company recorded a non-cash loss on early extinguishment of debt of $16.8 million during the year ended December 31, 2007.

Pursuant to the terms of the Term Loan and the Revolving Loan, the principal amount of the loans including all accrued and unpaid interest on the principal must be prepaid upon acceleration of the loans following an event of default including: failure to pay any portion of the debt when due; failure to pay taxes prior to the date they become delinquent; failure to keep insurance policies in full force and effect; violation of the change in control restriction; breach of representations and warranties; bankruptcy of the Company; violation of the restrictions on assignment; breach of negative covenants; default under related loan and credit line documents; certain material defaults under any ground lease agreements, interest rate cap agreements, letters of credit or other material agreements; or if the gaming license for Resorts Atlantic City is materially impaired, lost or suspended for any period of time or terminated.

On November 7, 2008, as a result of the severe impact of the current economic conditions, the Company failed to make its monthly interest payment and other monthly funding requirements related to the Term Loan and the Revolving Loan. During November 2008, the Company was notified by the Lender that it was in default of its obligations under the Term Loan and the Revolving Loan. The Company has been unable to cure the default and has not made any additional payments of debt service, including interest, past due late charges or escrow since November 7, 2008.

10. Long-Term Debt (continued)

As a result of the default, all indebtedness outstanding under the First Mortgage Notes became automatically due and payable. Consequently the Company has classified the indebtedness under the First Mortgage Notes within current liabilities in its Balance Sheet as of December 31, 2008. In addition, until such time as no event of default exists, interest on the outstanding principal balance of the Loan, accrued and unpaid interest and other amounts due in respect of the Loan, accrue at a default rate, which is 3% higher than the applicable rate described above ("Default Rate"). Interest at the Default Rate is computed from the occurrence of the default until the actual receipt and collection of the Term Loan and the Revolving Loan. Interest at the Default Rate is added to the Term Loan and the revolving Loan and accrues interest at the same rate as the Term Loan and the Revolving Loan and is secured by the related security instruments. The event of default restricts the Company from paying dividends or returning capital to its shareholder.

Since November 2008, the Company has been in negotiations with Column Financial, Inc., as Lender and its agents to resolve the default. As of December 31, 2008 and 2007, accrued interest related to the Term Loan and the Revolving Loan amounted to $4.4 million and $1.8 million, respectively. Other funding requirements under the Term Loan and the Revolving Loan total $3.0 million at December 31, 2008.

In June 2002, RIH entered into a Thermal Energy Services Agreement (the "Thermal Agreement"). The initial term of the Thermal Agreement is 20 years, renewable at RIH's option for two additional five-year terms. The Thermal Agreement has three components: a monthly charge for operation and maintenance of the thermal energy facilities; a capital lease component for capital improvements whose value was estimated at $6.5 million on the date the Thermal Agreement was executed; and, a usage fee for steam and chilled water, whose usage and rate will vary by month of the year. The outstanding balance of the capital lease was $5.1 million at December 31, 2008.

At December 31, 2008, the aggregate amount of principal payments on all long-term indebtedness, by year is as follows (in thousands):

2009	$	350,344
2010		310
2011		323
2012		336
2013		349
2014 and thereafter		3,525
Total	$	355,187

11. Related Party Transactions

For the years ended December 31, 2008 and 2007, the Company incurred expenses of approximately $2.6 million and $4.2 million, respectively, for fees and expenses incurred by affiliates of Colony Capital and the Company's directors.

In June 2004, RIHC and RIH entered into agreements with an affiliate, Colony Resorts LVH Acquisitions, LLC ("LVH"), which operates the Las Vegas Hilton. Under the terms of the agreements, if either company incurs costs in excess of its direct share or any expenses which are directly allocable to or incurred on behalf of the other company, those costs will be reimbursed by that company. In April 2005, these agreements were amended to include another affiliate, Resorts International Holdings, LLC ("RIH LLC"), which operates, Resorts Tunica, Bally's Tunica and the Atlantic City Hilton. RIH LLC also operated Resorts East Chicago through December 2007 which also had participated in these agreements through that date.

The charges pursuant to the agreements are discretionary in nature and are agreed to by the parties to the agreements. As a result of these agreements, the Company charged to its affiliates $4.7 million and $4.7 million during the years ended December 31, 2008 and 2007, respectively, and had receivables recorded of $1.4 million and $5.0 million, at December 31, 2008 and_2007 respectively, for the amounts due. As a result of these agreements, the Company incurred charges from its affiliates of $14.1 million and $18.9 million during the years ended December 31, 2008 and 2007, respectively. For the years ended December 31, 2008 and 2007, respectively charges from affiliates included $8.9 million and $9.2 million, for medical and other insurance costs related to employees of the Company under a self-insured program managed by an affiliate; $2.0 million and $1.1 million, respectively in corporate and affiliate payroll

11. Related Party Transactions (continued)

costs; $0 and $1.0 million in legal fees; $0 and $0.9 million, respectively in corporate insurance premiums and $5.2 million and $6.7 million, of other corporate expenses and shared services with affiliates. At December 31, 2008 and 2007, the Company owed $1.0 million and $10.2 million respectively to its affiliates. The operating results of the Company may have been different if the Company operated autonomously and without these transactions with its affiliates.

During 2008, Colony IV invested additional paid in capital in the amount of $3.8 million into CRH. CRH used the funds to pay down affiliate debt on behalf of RIH. An intercompany receivable and payable was recorded by CRH and RIH.

On March 14, 2007, subsidiaries of CRH and RIHC entered into the Term Loan or New Notes. A portion of the proceeds of the Term Loan were set aside at Propco for restricted use as working capital reserves for real estate taxes, insurance costs, land rent and interest charges associated with the Term Loan . At December 31, 2008 these funds amounted to $7.2 million, of which, $6.9 million was recorded as a receivable from Propco.

RIH recorded the following expenses from affiliates for the twelve months ended December 31 (in thousands):

	2008	2007
Interest and amortization of discounts on First Mortgage Notes	$ 20,509	$ 26,652
Monthly corporate expenses	2,635	4,197
Land rent expenses payable to RREH	-	3,180
	$ 23,144	$ 34,029

12. Retirement Plans

RIH has a defined contribution plan in which substantially all non-union employees are eligible to participate. Employees of certain other affiliated companies are also eligible to participate in this plan. Contributions are made to the plan based on a percentage of eligible employee contributions. Contribution expense for this plan was $918,000 and $805,000 for the years ended December 31, 2008 and 2007, respectively. As of January 1, 2009, the Company temporarily suspended its contributions to the plan. However, Management will continue to review this decision in the future.

Union employees are covered by various multi-employer pension plans to which contributions are made by RIH and other unrelated employers. RIH's pension expense for these plans was $3.6 million and $3.0 million for the years ended December 31, 2008 and 2007, respectively.

13. Income Taxes (Amended)

Income tax benefit is comprised of the following for the year ended December 31 (in thousands):

	2008	**2007**
Current:		
Federal	$ 1,181	$ -
State	-	-
	1,181	-
Deferred:		
Federal	-	-
State	-	-
	-	-
	$ 1,181	$ -

13. Income Taxes (Amended) (continued)

The components of the deferred tax assets and liabilities were as follows at December 31 (in thousands):

	2008	2007
Deferred tax assets (liabilities):		
Basis differences on property and equipment	$ (10,432)	$ (9,400)
Other	(576)	(1,769)
Total deferred tax liabilities	(11,008)	(11,169)
Deferred tax assets:		
NOL and capital loss carryforwards	42,068	29,062
Book reserves not yet deductible for tax	4,802	4,267
Tax credit carryforwards	3,180	4,819
Other	3,106	3,991
Total deferred tax assets	53,156	42,139
Valuation allowance for deferred tax assets	(42,148)	(30,970)
Deferred tax assets, net of valuation allowance	11,008	11,169
Net deferred tax assets (liabilities)	$ -	$ -

The effective income tax rate varies from the statutory Federal income tax rate as a result of the following factors:

	Year ended December 31,	
	2008	2007
Statutory Federal income tax rate	(34.0%)	(34.0%)
Change in valuation allowance	33.6%	33.6%
Federal current income tax provision	(3.2%)	0.0%
Other	0.4%	0.4%
Effective tax rate	(3.2%)	0.0%

The Company files its income tax returns on a consolidated basis with CRH, however, it computes its income tax expense using the separate company method as if the Company had not been included in a consolidated filing. As a result, a portion of the Company's net operating losses reflect amounts due from affiliates for the use of the Company's current year loss.

At December 31, 2008, the Company had a net operating loss carryforward for Federal purposes of $92.9 million, which will begin expiring in the year 2024. A valuation allowance has been provided against the Company's net Federal deferred tax asset, including the net operating loss carryforwards, because the Company does not expect to realize the tax benefit during the relevant carryforward period.

At December 31, 2008, the Company had a state net operating loss carryforward of approximately $116.4 million. The carryforward will begin expiring in 2009. The Company has reported a full valuation allowance against the carryforward because it does not expect to realize the tax benefit during the relevant carryforward period.

In assessing the realizability of deferred tax assets, Management considers whether it is more likely than not that some portion or all of the deferred tax assets will not be realized. Management considers the scheduled reversal of deferred tax liabilities, projected future taxable income, and tax planning strategies in making this assessment. Management has determined that the realization of certain of the Company's deferred tax assets is not more likely than not and, as such, has provided a valuation allowance against those deferred tax assets at December 31, 2008 and 2007. The increase in the valuation allowance totaled $11.2 million and $8.3 million for the years ended December 31, 2008 and 2007, respectively.

On April 1, 2009, the Company was assessed $1.5 million as a result of a Federal income tax audit for the years 2001 through 2004. As a result of this examination, certain temporary differences for which there is a full valuation allowance have reversed. The Company recorded the resulting 2008 impact as a $1.2 million current Federal income tax provision at December 31, 2008 in order to fully reserve for the income tax assessment. At December 31, 2008 and 2007, the Company had income taxes payable and accrued of $1.5 million and $351,000, respectively.

14. Common Stock and Stock-based Compensation

Under the Colony RIH Holdings, Inc. 2001 Omnibus Stock Incentive Plan, as amended (the "Plan"), awards denominated or payable in shares or options to purchase shares of CRH's common stock may be granted to officers and other key employees and consultants of CRH and its subsidiaries. The Plan permits the granting of up to 2,131 shares of Class A Common Stock and 43,122 shares of Class B Common Stock. The Board of Directors has sole discretion concerning administration of the Plan, including the determination of award goals, individuals to receive awards, types of awards, the terms and conditions of the awards, and the time at which awards will be granted. The Board of Directors may terminate the Plan at any time.

The exercise price for awards issued under the Plan is determined by the Board of Directors and is generally equal to the fair market value of CRH's common stock at the date of the grant. All of these options may be called by the Company in certain circumstances as defined in the agreement.

Except for 555 Class A options and 11, 188 Class B options that were granted to an independent contractor in 2001 and were immediately vested, the options have various terms from three to five years, and are exercisable in annual installments. A summary of the status of the CRH's stock option plan is presented below –

	A Shares Total		B Shares Total	
	Granted	Vested	Granted	Vested
Balance at January 1, 2007	2,020	1,225	40,876	25,167
Granted	-	-	-	-
Vested	-	-	-	-
Forfeited	-	-	-	-
Balance at December 31, 2007	2,020	1,225	40,876	25,167
Granted	-	-	-	-
Vested	-	-	-	-
Forfeited	(915)	(120)	(18,508)	(2,799)
Balance at December 31, 2008	1,105	1,105	22,368	22,368

The exercise price of all outstanding Class B options is $100 per share.

15. Commitments and Contingencies

Litigation

The Company is a defendant in certain litigation. In the opinion of Management, based upon advice of counsel, the aggregate liability, if any, arising from such litigation will not have a material adverse effect on the Company's financial position, results of operations, or liquidity. During 2007, the Company recorded $19.1 million in litigation settlement proceeds, net of associated legal fees and related expenses.

License Renewal

On January 30, 2008, the CCC renewed RIH's license to operate its casino hotel complex in Atlantic City for the five-year period beginning January 31, 2008 and ending January 31, 2013. The license period for a casino license renewed after April 30, 2004, shall be up to five years, but the CCC may reopen licensing hearings at any time. The CCC shall act upon any such application prior to the date of expiration of the current license. A casino license is not transferable.

15. Commitments and Contingencies (continued)

Commitments

The Company leases land, office space and certain equipment under non-cancelable operating lease arrangements. These leases expire in various years. Rent expense under these lease agreements for the years ended December 31, 2008 and 2007 was approximately $1.6 million and $3.2 million, respectively. Future minimum lease payments under noncancelable operating leases consist of the following at December 31, 2008 (in thousands):

2009	$	1,609
2010	$	1,619
2011	$	1,483
2012	$	1,328
2013	$	1,361
2014 and thereafter	$	10,538

New Jersey Sports & Exposition Authority

The twelve Atlantic City casino properties operating in 2004 (the "AC Industry") and the Casino Reinvestment and Development Authority ("CRDA") entered into an agreement with the New Jersey Sports & Exposition Authority (the "NJSEA") to provide funding to subsidize New Jersey's horseracing industry. In exchange for this funding, the NJSEA and the three active New Jersey racetracks did not conduct any casino gaming at the racetracks prior to January 1, 2009. As part of the agreement, the AC Industry provided $34 million over a four-year period to the NJSEA and deposited another $62 million into the Casino Expansion Fund (managed by the CRDA). The $62 million were derived from funds either currently on deposit or to be deposited with the CRDA pursuant to each casino property's investment obligation. The Company's obligation was equal to its fair share of AC Industry casino revenues. The Company had met its deposit obligation related to its fair share of the $62 million in prior years; as such, the Company is eligible to receive funds from the Casino Expansion Fund for qualified construction expenditures. The Company has until December 31, 2014 to submit an application to exhaust its share of the Casino Expansion Fund. Any funds not transferred out of the Casino Expansion Fund by the required date will be transferred to funds on deposit with the CRDA pursuant to its ongoing investment obligations. In October 2007, the Company met its deposit obligation related to its fair share of the $34 million. The total commitment was charged to Income on a straight-line basis through December 31, 2008.

The New Jersey Legislature amended the Casino Control Act, effective April 18, 2008, to permit the Casinos to deduct the amount of certain promotional gaming credits wagered at their slot machines in calculating the tax on gross gaming revenue. The amendment became operative upon the August 14, 2008 certification by the Chair of the CCC to the State Treasurer that the Casinos and Casino Association of New Jersey ("CANJ") had executed a Purse Enhancement Agreement ("PEA") with the NJSEA for the benefit of the horse racing industry for $30 million annually for a three year period. In addition, the CCC adopted regulations effective September 22, 2008 which establish procedures by which the Casinos may implement the promotional gaming credit tax deduction.

The PEA provides that the Casinos will pay the NJSEA $90 million to be used solely for purse enhancements, breeder's purses and expenses to establish off-track wagering facilities, which it incurs through 2011. The payments will be made in eleven installments from September 29, 2008 through November 15, 2011 and will total $22.5 million in 2008, $30 million in each of 2009 and 2010 and $7.5 million in 2011. Each Casino will pay a share equal to a percentage representing the gross gaming revenue it reported for the prior calendar year compared to that reported by all Casinos for that year. The Company's portion of this industry obligation for 2008 was approximately 5.7%. Based on current market share ratios, the Company estimates that its proportionate share of the PEA obligation to be approximately $4.7 million. As of December 31, 2008, the Company had paid $1.3 million toward its obligation. This amount is included in Other Current Assets on the accompanying Balance Sheet at that date.

RESORTS INTERNATIONAL HOTEL, INC.
ANNUAL FILINGS

FOR THE YEAR ENDED DECEMBER 31, 2008

SUBMITTED TO THE
CASINO CONTROL COMMISSION
OF THE
STATE OF NEW JERSEY

DIVISION OF FINANCIAL EVALUATION
REPORTING MANUAL

RESORTS INTERNATIONAL HOTEL, INC.
SCHEDULE OF RECEIVABLES AND PATRONS' CHECKS

FOR THE YEAR ENDED DECEMBER 31, 2008

(UNAUDITED)
($ IN THOUSANDS)

ACCOUNTS RECEIVABLE BALANCES				
Line (a)	**Description (b)**	**Account Balance (c)**	**Allowance (d)**	**Accounts Receivable (Net of Allowance) (e)**
	Patrons' Checks:			
1	Undeposited Patrons' Checks................................	$4,590		
2	Returned Patrons' Checks....................................	6,605		
3	Total Patrons' Checks..	11,195	$4,490	$6,705
4	Hotel Receivables..	339	12	$327
	Other Receivables:			
5	Receivables Due from Officers and Employees....			
6	Receivables Due from Affiliates..........................	3,458		
7	Other Accounts and Notes Receivables................	790		
8	Total Other Receivables....................................	4,248		$4,248
9	Totals (Form CCC-205)...	$15,782	$4,502	$11,280

UNDEPOSITED PATRONS' CHECKS ACTIVITY		
Line (f)	**Description (g)**	**Amount (h)**
10	Beginning Balance (January 1)..	$5,390
11	Counter Checks Issued..	124,868
12	Checks Redeemed Prior to Deposit..	(96,592)
13	Checks Collected Through Deposits..	(23,725)
14	Checks Transferred to Returned Checks..	(4,589)
15	Other Adjustments..	(762)
16	Ending Balance..	$4,590
17	"Hold" Checks Included in Balance on Line 16...	0
18	Provision for Uncollectible Patrons' Checks...	$4,490
19	Provision as a Percent of Counter Checks Issued...	3.6%

RESORTS INTERNATIONAL HOTEL, INC.
EMPLOYMENT AND PAYROLL REPORT

AT DECEMBER 31, 2008

($ IN THOUSANDS)

Line (a)	Department (b)	Number of Employees (c)	Salaries and Wages: Other Employees (d)	Salaries and Wages: Officers & Owners (e)	Salaries and Wages: Totals (f)
	CASINO:				
1	Table and Other Games	614			
2	Slot Machines	73			
3	Administration	0			
4	Casino Accounting	11			
5	Simulcasting	0			
6	Other	35			
7	Total - Casino	733	$19,572	$0	$19,572
8	ROOMS	347	5,457		5,457
9	FOOD AND BEVERAGE	569	12,762		12,762
10	GUEST ENTERTAINMENT	185	996		996
11	MARKETING	126	5,122	333	5,455
12	OPERATION AND MAINTENANCE	107	7,386	156	7,542
	ADMINISTRATIVE AND GENERAL:				
13	Executive Office	41	202	890	1,092
14	Accounting and Auditing	46	1,823		1,823
15	Security	157	4,710		4,710
16	Other Administrative and General	90	1,743	398	2,141
	OTHER OPERATED DEPARTMENTS:				
17	Health Club/Spa	5	187		187
18	Parking Operations	34	840		840
19	Coat Check	2	19		19
20					0
21					0
22					0
23	TOTALS - ALL DEPARTMENTS	2,442	$60,819	$1,777	$62,596

RESORTS ATLANTIC CITY
ANNUAL GROSS REVENUE TAX RETURN

FOR THE YEAR ENDED DECEMBER 31, 2008

Line		
	CASINO WIN:	
1.	Table and Other Games	$ 58,921,514
2.	Slot Machines	174,294,678
3.	Total Casino Win	233,216,192
4.	Adjustments	(17,459)
5.	Gross Revenue (line 3 plus line 4)	233,198,733
6.	Deduction for Eligible Promotional Gaming Credits	2,400,081
7.	Taxable Gross Revenue (line 5 minus line 6)	230,798,652
8.	Tax on Gross Revenue - Reporting Year (8% of line 7)	18,463,892
9.	Audit or Other Adjustments to Tax on Gross Revenues in Prior Years	-
10.	Total Taxes on Gross Revenue (the sum of lines 8 and 9)	18,463,892
11.	Total Deposits Made for Tax on Reporting Year's Gross Revenue	(18,463,216)
12.	Settlement of Prior Years' Tax on Gross Revenue Resulting from Audit or Other Adjustments - (Deposits) Credits	-
13.	Gross Revenue Taxes Payable (the net of lines 10, 11, and 12)	$ 676

Under penalties of perjury, I declare that I have examined this Annual Gross Revenue Tax Return and to the best of my knowledge and belief, the information contained in this return is accurate.

March 13, 2009
Date

Walter Simon
Walter Simon

Dir. Operational Accting 3930-11
Title (License Number)