

BOYD GAMING

David B. Daley, Esq.
Vice President of Legal Affairs
and Assistant General Counsel
800 695-2455 (toll free)
702 696-1122 (direct)
702 696-1111 (fax)
702 499-3360 (cell)
daviddaley@boydgaming.com

January 5, 2009

Top Hat Plan Exemption
Employee Benefits Security Administration
Room N-1513
U.S. Department of Labor
200 Constitution Avenue, NW
Washington, D.C. 20210

JAN - 7 2009

Re: Boyd Gaming Corporation Deferred Compensation Plan

Dear Sir or Madam:

In accordance with Labor Regulation § 2520.104-23(b), Boyd Gaming Corporation (the "Company") hereby notifies the Secretary of Labor that it has approved the adoption of the "Boyd Gaming Corporation Deferred Compensation Plan," an unfunded deferred compensation arrangement for the benefit of certain of its executive and management employees (the "Plan"). The Plan was adopted primarily for the purpose of providing deferred compensation for a select group of management and highly compensated employees. The Plan currently covers 160 executive employees; additional employees may become eligible to participate in the future. The Company does maintain a "top-hat" plan other than the Plan.

The name, address, and federal employer identification number of the Company are:

Boyd Gaming Corporation
3883 Howard Hughes Parkway
Ninth Floor
Las Vegas, Nevada 89169
EIN: 88-0242733

If you require any additional information regarding the Plan, please do not hesitate to contact me.

Sincerely yours,



David B. Daley

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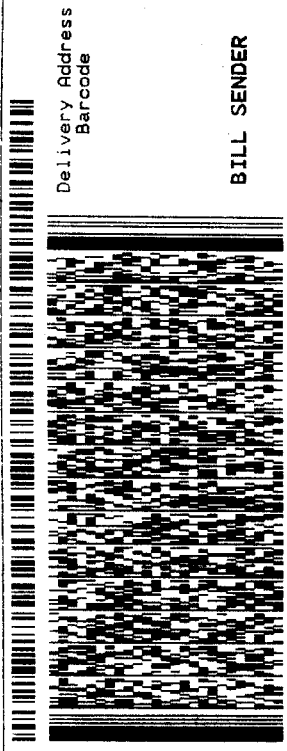
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 200 CONSTITUTION AVENUE NW
 ROOM N-1513
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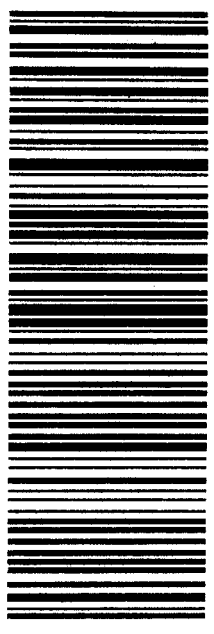
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FROM: SONJA ROBERTS

BOYD GAMING CORPORATION
 6465 S. Rainbow Blvd. ♦ Las Vegas, NV 89118 ♦ (702) 792-7200

Name Top Hat Plan Exemption
Title Employee Benefits Security Administration
Company U.S. Department of Labor
Street Address 200 Constitution Avenue, NW
Suite/Floor/Bldg. Room N-1513

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