

AUCOUTURIER BENOIT

Form 3

October 18, 2002

Form 3

UNITED STATES SECURITIES AND EXCHANGE  
COMMISSION  
Washington, DC 20549  
INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF  
SECURITIES  
Filed pursuant to Section 16(a) of the  
Securities Exchange Act of 1934, Section  
17(a) of the Public Utility Holding Company  
Act of 1935 or Section 30(h) of the  
Investment Company Act of 1940  
OMB APPROVAL  
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response...0.5

(Print or Type Responses)

1.  
Name and Address of Reporting  
Person\*

Aucouturier, Benoit

2.  
Date of Event  
Requiring  
Statement  
(Month/Day/Year)  
10/14/02

4.  
Issuer Name and Ticker or Trading Symbol

Paul-Son Gaming Corporation

PSO  
(Last) (First)  
(Middle)

c/o Compagnie d' Arbitrage  
Financiere et Fonciere S.A.  
("CAFF S.A.")  
140 Boulevard Malesherbes

(Street)

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75017 Paris, France

3.

I.R.S.

Identification

Number of

Reporting

Person, if an

entity

(voluntary)

5.

Relationship of Reporting

Person(s) to Issuer

(Check all applicable)

Director

10% Owner

Officer (give

title below)

Other

(specify

below)

6.

If Amendment,

Date of

Original

(Month/Day/Year)

(City)

(State)

(Zip)

7.

Individual or

Joint/Group

Filing (Check

Applicable Line)

Form filed

by One

Reporting

Person

Form filed

by More

than One

Reporting

Person

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Table I - Non-Derivative Securities Beneficially Owned

1.

Title of Security  
(Instr. 4)

2.

Amount of Securities  
Beneficially Owned  
(Instr. 4)

3.

Ownership Form: Direct  
(D) or Indirect (I)  
(Instr. 5)

4.

Nature of  
Indirect  
Beneficial  
Ownership  
(Instr. 5)

Common Stock  
336  
Direct

Common Stock  
213,794  
Indirect  
By CAFF S.A.

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Table II - Derivative Securities Beneficially Owned  
e.g., puts, calls, warrants, options, convertible  
securities)

1.  
Title of  
Derivative  
Security  
(Instr. 4)

2.  
Date Exer-  
cisable and  
Expiration  
Date  
(Month/Day/Year)

3.  
Title and Amount of  
Securities Underlying  
Derivative Security  
(Instr. 4)

4.  
Conver-  
sion or  
Exercise  
Price of  
Deri-  
vative  
Security

5.  
Owner-  
ship  
Form of  
Deriv-  
ative  
Securities:  
Direct  
(D) or  
Indirect  
(I)  
(Instr. 5)

6.  
Nature of  
Indirect  
Beneficial  
Ownership  
(Instr. 5)

Date  
Exer-

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Expirable  
Expiration  
Date  
Title  
Amount  
or  
Number  
of  
Shares

Warrants  
(1)  
(1)  
Common Stock  
26  
\$.01  
Direct

Warrants  
(1)  
(1)  
Common Stock  
16,973  
\$.01  
Indirect  
By CAFF S.A.

Option  
10/14//03 (2)  
10/14/13  
Common Stock  
6,000 (2)  
\$3.69  
Direct

(right to  
buy)

(1) The Warrants were issued on September 12, 2002 pursuant to the Agreement and Plan of Exchange dated

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April 11, 2002 between the Issuer and Etablissements Bourgogne et Grasset SA ("B&G") as part of the consideration for the exchange of shares in B&G. The Warrants were intended to provide "antidilution" protection against options and similar rights granted by the Issuer prior to the closing of the exchange which are exercised after the closing and against securities issued to the Issuer's investment banker as a result of the closing. Thus, the Warrants are only exercisable if, as and when these options or rights are exercised or such securities issued. The Warrants will expire 30 days after the Issuer notifies the Warrant holder that the last of those options or rights have expired.

(2) The option was granted under the Issuer's 1994 Director's Stock Option Plan and vests over a three-year period, 2,000 shares per year.

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.  
Explanation of Responses:

Benoit Aucouturier

\*\*Signature of Reporting Person

October , 2002

Date

\*

If the form is filed by more than one reporting person, see Instruction 5(b)(v).

\*\*

Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note:

File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.