#### Edgar Filing: FERTITTA FRANK J III - Form 4

	FRANK J III										
Form 4 June 03, 20	05										
FORM	ЛЛ	STATES	SECU	DITIES /	AND EV	спл	NCEC	OMMISSION		PROVAL	
	UNITED	STATES		shington			INGE CU	JULIVIISSION	OMB Number:	3235-0287	
	Check this box if no longer CTLATED (EDUT) OF CHADICEC IN DEDUFFICIAL OWNER CHIP						Expires:	January 31, 2005			
subject to Section 16. Form 4 or				CHANGES IN BENEFICIAL OWNER SECURITIES					Estimated a burden hour response	verage	
Form 5 obligation may con <i>See</i> Inst 1(b).	ons Section 17(	(a) of the l	Public U		lding Cor	npan	y Act of	Act of 1934, 1935 or Section			
(Print or Type	Responses)										
							]	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (A	Middle)	3. Date of Earliest Transaction (Che					(Check	ck all applicable)		
(				(Month/Day/Year) 06/01/2005				_X_ Director10% Owner _X_ Officer (give titleOther (specify below) below) Chairman of the Board and CEO			
	(Street)		4. If Am	If Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
LAS VEG	AS, NV 89102		Filed(Mo	onth/Day/Yea	ur)		-	Applicable Line) _X_ Form filed by O Form filed by Mo			
(City)	(State)	(Zin)						Person			
	· · ·	(Zip)					_	ired, Disposed of,		-	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any	Date, if	3. Transactic Code (Instr. 8)	4. Securit oror Dispos (Instr. 3, 4	ed of ( 4 and 5 (A) or		)       5. Amount of 6.       7. Nature of Securities         Ownership       Indirect         Beneficially       Form:       Beneficial         Owned       Direct (D)       Ownership         Following       or Indirect       (Instr. 4)         Reported       (I)       Transaction(s)         (Instr. 4)       (Instr. 3 and 4)			
Common				Code V		(D)	Price				
Stock	06/01/2005 <u>(1)</u>			М	94,500	А	\$ 8.6	797,240	D		
Common Stock	06/01/2005 <u>(1)</u>			S	94,500	D	\$ 67.8177	702,740	D		
Common Stock	06/01/2005 <u>(1)</u>			М	500	A	\$ 8.6	703,240	D		
Common Stock	06/01/2005 <u>(1)</u>			S	500	D	\$ 67.65	702,740	D		

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

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Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securitie (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Sha
Employee Stock Option (Right to Buy)	\$ 8.6	06/01/2005 <u>(1)</u>		М	94,500	08/08/1998 <u>(2)</u>	12/13/2011	Common Stock	94,5
Employee Stock Option (Right to Buy)	\$ 8.6	06/01/2005 <u>(1)</u>		М	500	08/08/1998 <u>(2)</u>	12/13/2011	Common Stock	500

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
F	Director	10% Owner	Officer	Other			
FERTITTA FRANK J III 2411 WEST SAHARA AVENUE LAS VEGAS, NV 89102	Х		Chairman of the Board and CEO				

## Signatures

Frank J. Fertitta 06/03/2005 III <u>\*\*</u>Signature of Date Reporting Person

## **Explanation of Responses:**

\* If the form is filed by more than one reporting person, see Instruction 4(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).

(1)

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This transaction was executed pursuant to a Rule 10b5-1 Sales Plan. The implementation date was May 24, 2005 and the termination date is November 30, 2005.

(2) Options vest at 20% per year over five years from the date of grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.