

AMERISTAR CASINOS INC

Form 8-K

April 03, 2006

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**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
FORM 8-K
CURRENT REPORT
Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934
Date of Report (Date of earliest event reported): April 3, 2006
AMERISTAR CASINOS, INC.
(Exact name of registrant as specified in its charter)**

| | | |
|--|-----------------------------|--------------------------------------|
| Nevada | 000-22494 | 880304799 |
| (State of Incorporation) | (Commission File Number) | (IRS Employer Identification No.) |
| 3773 Howard Hughes Parkway, Suite 490S Las Vegas, Nevada | | 89109 |
| (Address of Principal Executive Offices) | | (Zip Code) |
| Registrant's telephone number, including area code: (702) 567-7000 | Not Applicable | |
| Former name or former address, if changed since last report) | | |
| Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below): | | |
| <input type="checkbox"/> Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425) | | |
| <input type="checkbox"/> Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12) | | |
| <input type="checkbox"/> Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b)) | | |
| <input type="checkbox"/> Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c)) | | |

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Item 8.01 Other Events.

Item 9.01. Financial Statements and Exhibits.

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Item 8.01 Other Events.

On April 3, 2006, Ameristar Casinos, Inc. issued a press release announcing that it has submitted a written proposal to the Board of Directors of Aztar Corporation to acquire Aztar for \$42 per common share in an all-cash transaction. A copy of the press release is attached as Exhibit 99.1 hereto and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(c) Exhibits

| <u>Exhibit No.</u> | <u>Description</u> |
|--------------------|--|
| 99.1 | Press Release of Ameristar Casinos, Inc. dated April 3, 2006 |

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: April 3, 2006

AMERISTAR CASINOS, INC.

By: Peter C. Walsh
Name: Peter C. Walsh
Title: Senior Vice President and General
Counsel

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| <u>Exhibit Number</u> | <u>Description</u> |
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