

WYNN RESORTS LTD

Form 4

August 08, 2006

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN 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

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Binion Jack B

(Last) (First) (Middle)

C/O WYNN RESORTS,
LIMITED, 3131 LAS VEGAS
BOULEVARD, SOUTH

(Street)

LAS VEGAS, NV 89109

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

WYNN RESORTS LTD [WYNN]

3. Date of Earliest Transaction
(Month/Day/Year)

08/07/2006

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify
below)

Chairman, Wynn Int'l Marketing

6. Individual or Joint/Group Filing(Check
Applicable Line)
X Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock, par value \$0.01	08/07/2006		P	15,430 A	\$ 68.46	1,967,447	D
Common Stock, par value \$0.01	08/07/2006		P	10,131 A	\$ 68.45	1,977,578	D
Common Stock, par value \$0.01	08/07/2006		P	1,700 A	\$ 68.44	1,979,278	D
Common	08/07/2006		P	270 A	\$	1,979,548	D

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Stock, par value \$0.01					68.43		
Common Stock, par value \$0.01	08/07/2006	P	300	A	\$ 68.42	1,979,848	D
Common Stock, par value \$0.01	08/07/2006	P	1,100	A	\$ 68.41	1,980,948	D
Common Stock, par value \$0.01	08/07/2006	P	2,099	A	\$ 68.4	1,983,047	D
Common Stock, par value \$0.01	08/07/2006	P	5,850	A	\$ 68.39	1,988,897	D
Common Stock, par value \$0.01	08/07/2006	P	1,300	A	\$ 68.38	1,990,197	D
Common Stock, par value \$0.01	08/07/2006	P	1,200	A	\$ 68.37	1,991,397	D
Common Stock, par value \$0.01	08/07/2006	P	413	A	\$ 68.36	1,991,810	D
Common Stock, par value \$0.01	08/07/2006	P	2,405	A	\$ 68.35	1,994,215	D
Common Stock, par value \$0.01	08/07/2006	P	200	A	\$ 68.34	1,994,415	D
Common Stock, par value \$0.01	08/07/2006	P	700	A	\$ 68.32	1,995,115	D

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

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SEC 1474
(9-02)

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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene
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Derivative
Security

Securities
Acquired
(A) or
Disposed
of (D)
(Instr. 3,
4, and 5)

(Instr. 3 and 4)

Own
Follo
Repo
Trans
(Instr

Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
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Reporting Owners

Reporting Owner Name / Address

Relationships

Director	10% Owner	Officer	Other
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Binion Jack B
C/O WYNN RESORTS, LIMITED
3131 LAS VEGAS BOULEVARD, SOUTH
LAS VEGAS, NV 89109

Chairman,
Wynn Int'l
Marketing

Signatures

/s/ Kimmarie Sinatra, as Attorney-in-Fact for Jack B.
Binion

08/08/2006

__Signature of Reporting Person

Date

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).

Remarks:

This is the second of two forms filed by the reporting person on the same date.

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