FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| ı | OMB APPROVAL | | | | | | | | |
|---|--------------------------|-----------|--|--|--|--|--|--|--|
| | OMB Number: | 3235-0287 | | | | | | | |
| | Estimated average burden | | | | | | | | |
| | hours per response: | 0.5 | | | | | | | |

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person* MADDOX MATT | | | | | | | 2. Issuer Name and Ticker or Trading Symbol WYNN RESORTS LTD [WYNN] | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title Other (specify | | | | |
|--|---|------------|--|--------|--|---|---|--------|---|------|--|---|--|---|--|---|-------------------------------------|--|
| (Last) (First) (Middle) C/O WYNN RESORTS, LIMITED 3131 LAS VEGAS BOULEVARD SOUTH | | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 11/07/2005 | | | | | | | | X Officer (give title Officer (specify below) CFO, Treasurer | | | | |
| (Street) LAS VEGAS NV 89109 | | | | _ 4. | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | |
| (City) | (S | state) | (Zip) | | | | | | | | | | | | | | | |
| 4 Till 6 6 | 2 | | ble I - No | 1 | | | | | _ | Dis | _ | | | Owned 5. Amoun | | 6. Ownership | 7. Nature of | |
| 1. Title of Security (Instr. 3) 2. Transa Date (Month/D | | | | | | rear) | 2A. Deemed Execution Date, if any (Month/Day/Year) | | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4 | | | Securities Beneficia Owned Fo | s illy ollowing | Form: Direct | Indirect Beneficial Ownership | |
| | | | | | | | | | Code | v | Amount | (A) or (D) | Price | Reported Transaction (Instr. 3 and | | | (Instr. 4) | |
| Common Stock, par value \$0.01 05/04 | | | | | | | 1/2010 | | M | | 50,000 | A | \$59.44 | 130, | 000 | D | | |
| Common Stock, par value \$0.01 05/04 | | | | | | 10 | | | M | | 33,000 | A | \$51.08 | 163,000 | | D | | |
| Common Stock, par value \$0.01 05/04/ | | | | | | /2010 | | | S | | 83,000 | D | \$89.6 | 80,0 | 000 | D | | |
| | | | Table II - | | | | | | | | osed of, c | | | Owned | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | | 3A. Deemed Execution Da if any (Month/Day/Y | ate, 4 | 4. Transac Code (II | | 5. Num | | 6. Date Exerci Expiration Da (Month/Day/Y | | risable and 7. Title and An of Securities | | I Amount es J Security | 8. Price of Derivative Security (Instr. 5) | 9. Numbe derivative Securities Beneficial Owned Following Reported | Ownersi Form: Direct (Dor Indire (I) (Instr. | Beneficial Ownership (Instr. 4) | |
| | | | | C | Code | v | (A) | (D) | Date Exercis | able | Expiration Date | Title | Amount or Number of Shares | | Transaction (Instr. 4) | on(s) | | |
| Stock Option (right to buy) | \$51.08 | 11/07/2005 | | | | | 50,000 | | (1) | | 11/07/2015 | Common Stock, par value \$0.01 | 50,000 | \$0.00 | 50,000 | 0 D | | |
| Stock Option (right to buy) | \$59.44 | 05/04/2010 | | | M | | | 50,000 | (2) | | 11/02/2014 | Common Stock, par value \$0.01 | 50,000 | \$0.00 | 0 | D | | |
| Stock Option (right to buy) | \$51.08 | 05/04/2010 | | | М | | | 33,000 | (3) | | 11/07/2015 | Common Stock, par value \$0.01 | 33,000 | \$0.00 | 17,00 | 0 D | | |

Explanation of Responses:

- 1. Options vested with respect to 16,665 shares on November 7, 2008, vested with respect to 16,668 shares on November 7, 2009 and vest with respect to 16,667 shares on November 7, 2010.
- $2.\ Options\ vested\ in\ four\ equal\ installments\ on\ November\ 2,\ 2005,\ November\ 2,\ 2006,\ November\ 2,\ 2007\ and\ November\ 2,\ 2008.$
- 3. Options, which are part of a grant of options to purchase 50,000 shares, vested with respect to 16,665 shares on November 7, 2008, vested with respect to 16,668 shares on November 7, 2010.

Remarks:

/s/ Kevin Tourek, Attorney-in-Fact for Matt Maddox

05/05/2010

** Signature of Reporting Person

Date

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

- * 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).

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

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 Number.