SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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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* <u>Wynn Family Limited Partnership</u>			2. Date of Event Requiring Staten (Month/Day/Year 09/28/2012	nent	3. Issuer Name and Ticker or Trading Symbol <u>WYNN RESORTS LTD</u> [WYNN]							
(Last)(First)(Middle)C/O WYNN RESORTS, LIMITED,3131 LAS VEGAS BOULEVARD SOUTH(Street)				4. Relationship of Reporting Pers (Check all applicable) X Director Officer (give title below) X Member of 10% ow		X	10% Owner Other (specify below)		5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One			
LAS VEGAS (City)	NV (State)	89109 (Zip)									Reporting P	
Table I - Non-Derivative Securities Beneficially Owned												
1. Title of Security (Instr. 4)						Amount of Securities eneficially Owned (Instr. 4) 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)		;t(D)	4. Nature of Indirect Beneficial Ownership (Instr. 5)			
Common Stock, par value \$0.01 per share						10,026,708		D				
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)												
1. Title of Derivative Security (Instr. 4)			2. Date Exercisable an Expiration Date (Month/Day/Year)		d 3. Title and Amount of Secur Underlying Derivative Securi			ty (Instr. 4) Conve or Exe		rcise	5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
			Date Exercisable	Expiration Date	n Title	3		Amount or Number of Shares	Price o Deriva Securi	tive	Direct (D) or Indirect (I) (Instr. 5)	

Explanation of Responses:

Remarks:

All of the shares reported on this Form 3 have been reported, and will continue to be reported, as beneficially owned by Stephen A. Wynn ("Mr. Wynn") on all Forms 4 filed by Mr. Wynn. This Form 3 is being filed to reflect that Wynn Family Limited Partnership ("WFLP") may be deemed to share with Mr. Wynn beneficial ownership of such shares. WFLP serves as a holding company through which Mr. Wynn, in his capacity as the trustee of the Stephen A. Wynn Revocable Trust U/D/T dated June 24, 2010 ("Revocable Trust"), holds shares of the Company's common stock. Mr. Wynn, in his capacity as trustee of the Revocable Trust, is the sole manager of Wynn GP, LLC, which is the general partner of WFLP. On September 28, 2012, WFLP acquired 10,026,708 shares of common stock in connection with the merger of a predecessor entity with WFLP. Such transaction represented a change in the form of Mr. Wynn's beneficial ownership without changing Mr. Wynn's pecuniary interest in such shares, and was exempt from Section 16 pursuant to Rule 16a-13. WFLP is a party to the Amended and Restated Stockholders Agreement dated January 6, 2010 by and among Mr. Wynn, Elaine P. Wynn and Aruze USA, Inc., and therefore participates in the election of the Company's directors. Exhibit 24.1 - Power of Attorney - Wynn Family Limited Partnership.

<u>/s/ Kevin Tourek, Attorney-in-</u>

Fact for Wynn Family Limited 11/03/2015

Partnership

** 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 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.

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.

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that the person whose signature appears below revokes all prior Powers of Attorney relating to Section 16 and Section 13 of the Securities Exchange Act of 1934, as amended, and appoints each of Kimmarie Sinatra, Kevin Tourek and John Strzemp as such person's true and lawful attorneys-in-fact and agents, each with full power of substitution and resubstitution and full power to act alone and without the other, for the undersigned and in the undersigned's name, place and stead, in any and all capacities, to execute, acknowledge, deliver and file any and all filings required by the Securities Exchange Act of 1934, as amended, including Section 13 and Section 16 of such act, and the rules and regulations thereunder, and requisite documents in connection with such filings, respecting securities of Wynn Resorts, Limited, a Nevada corporation, including but not limited to Forms 3, 4 and 5 and Schedules 13D and 13G, and any amendments thereto, under such act and any amendments thereto with the Securities and Exchange Commission thereby ratifying and confirming all that said attorney-in-fact may do or cause to be done by virtue hereof.

This power of attorney shall be valid from the date hereof until revoked by the undersigned.

IN WITNESS WHEREOF, the undersigned has executed this Power of Attorney on this 3rd day of November, 2015.

Wynn Family Limited Partnership

- Bv: Wynn GP, LLC, its General Partner
- Stephen A. Wynn Revocable Trust Bv: U/D/T Dated June 24, 2010, its Manager
- /s/ Stephen A. Wynn By:
- -----Name: Stephen A. Wynn Title: Trustee