

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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>Binion Jack B</u> (Last) (First) (Middle) <u>C/O WYNN RESORTS, LIMITED</u> <u>3131 LAS VEGAS BOULEVARD, SOUTH</u> (Street) <u>LAS VEGAS NV 89109</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>WYNN RESORTS LTD [WYNN]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chairman, Wynn Int'l Marketing</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>11/07/2006</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year) <u>11/15/2006</u>		

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 (A) 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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value \$0.01	11/07/2006		J ⁽¹⁾		418,419.725 ⁽²⁾	D	\$48.66 ⁽³⁾	1,550,614.275 ⁽⁴⁾	I	Held by LLC ⁽¹⁾
Common Stock, par value \$0.01								500,000	D	

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. Transaction Code (Instr. 8)	5. Number of Derivative 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 of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A)	(D)	Date Exercisable	Expiration Date					
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Explanation of Responses:

- On August 31, 2006, the reporting person transferred 1,969,034 shares of Common Stock of Wynn Resorts, Limited to Asian Gaming Investments, LLC, a Nevada limited liability company (the "LLC"), of which the reporting person was the sole member. As of November 7, 2006, the reporting person transferred membership interests representing, in the aggregate, a 21.25% interest in the LLC to five perpetual trust funds held by family members and three individuals.
- The number of shares shown represents a 21.25% proportionate interest in the shares of Common Stock of Wynn Resorts, Limited owned by the LLC.
- Represents the consideration for the LLC interests divided by the amount of shares shown in Column 4.
- Represents the reporting person's 78.75% proportionate interest in the shares of Common Stock of Wynn Resorts, Limited owned by the LLC.

Remarks:

This second amendment supersedes the Form 4 filed on November 15, 2006, and any amendments thereto.

/s/ Kevin Tourek, as Attorney-in-Fact for Jack B. Binion 11/22/2006

** 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.