### FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| l | OMB APPROVAL           |           |  |  |  |  |  |  |  |
|---|------------------------|-----------|--|--|--|--|--|--|--|
|   | OMB Number:            | 3235-0287 |  |  |  |  |  |  |  |
| l | Estimated average burd | len       |  |  |  |  |  |  |  |
| l | 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)

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*  MORAN JOHN A                                       |  |        |        |  | 2. Issuer Name <b>and</b> Ticker or Trading Symbol WYNN RESORTS LTD [ WYNN ] |   |  |                    |       |   |              |                 |  | 5. Relationship of Re<br>(Check all applicable<br>X Director   |  | ing Per   | rson(s) to Is  |  |   |
|--|--|--------|--------|--|--|---|--|--------------------|-------|---|--------------|-----------------|--|--|--|---|--|--|---|
| (Last) (First) (Middle) C/O WYNN RESORTS, LIMITED  |  |        |        |  | 3. Date of Earliest Transaction (Month/Day/Year) 05/05/2008                  |   |  |                    |       |   |              |                 |  | Offic<br>below   | er (give title<br>w)   |   | Other<br>below)  | (specify   |   |
| 3131 LAS VEGAS BOULEVARD SOUTH   |  |        |        |  | 4. If Amendment, Date of Original Filed (Month/Day/Year) 05/07/2008          |   |  |                    |       |   |              |                 |  | 6. Individual or Joint/Group Filing (Check Applicable Line)  |  |   |  |  |   |
| (Street) LAS VEO   | GAS N  | V 8    | 89109  |  |  | 0772  | 000  |                    |       |   |              |                 |  |  | Form filed by One Reportir Form filed by More than On Person |   | •  | ·  |   |
| (City)   | (SI  | ate) ( | (Zip)  |  |  |   |  |                    |       |   |              |                 |  |  |  |   |  |  |   |
|  | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned   |        |        |  |  |   |  |                    |       |   |              |                 |  |  |  |   |  |  |   |
| Date   |  |        | Date   | 2. Transaction<br>Date<br>(Month/Day/Year) |  | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) |  | Transaction        |       | 4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4 5)                                     |              |                 | and Securities<br>Beneficially<br>Owned Foll |  | ies<br>ially<br>Following                                    | Form:   | : Direct<br>Indirect<br>str. 4)                                    | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership            |   |
|  |  |        |        |  |  |   |  |                    |       | v   | Amount (A) o |                 | or Pri                                       | се   | Reported Transaction(s) (Instr. 3 and 4)                     |   |  |  | (Instr. 4)                                |
| Common Stock, par value \$0.01 05/0  |  |        | 05/05/ | 2008                                       | 2008   |   | A  |                    | 2,500 | A   | \$0          | .00(1)          | 7,500  |  |  | D   |  |  |   |
| Common Stock, par value \$0.01   |  |        |        |  |  |   |  |                    |       |   |              |                 |  |  | 120  | ,000 <sup>(2)</sup>   |  | I  | By John<br>A. Moran<br>Revocable<br>Trust |
| Common Stock, par value \$0.01   |  |        |        |  |  |   |  |                    |       |   |              |                 |  | !  | 500  |   | I  | By Carole<br>Ann<br>Moran<br>Revocable<br>Trust <sup>(3)</sup> |   |
|  | Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) |        |        |  |  |   |  |                    |       |   |              |                 |  |  |  |   |  |  |   |
| Derivative Conversion Date Execution Date, T<br>Security or Exercise (Month/Day/Year) if any |  |        |        |  | ransaction of Code (Instr. Derivative  |   | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    |       | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Instr.<br>and 4) |              | De<br>Se<br>(Ir | Price of<br>erivative<br>ecurity<br>estr. 5) | 9. Number<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction<br>(Instr. 4) | y G  | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |   |
|  |  | Code   | v      | (A)  | (D)  |   |  | Expiration<br>Date | Title | Amour<br>or<br>Number<br>of<br>Shares   | er           |                 |  |  |  |   |  |  |   |

# **Explanation of Responses:**

- 1. Restricted shares of common stock, par value \$0.01 per share, of Wynn Resorts, Limited (the "Company") granted pursuant to the Company's 2002 Stock Incentive Plan. Shares vest on May 5, 2013. If the reporting person ceases to be a director before the shares are fully vested, the shares will vest on a pro rata basis, 20% per year, based upon the number of years served since the grant date.
- 2. Represents shares previously held by Texas Gulf Partners.
- 3. Shares are held for the benefit of Mr. Moran's wife. Mr. Moran disclaims beneficial ownership of such shares. The filing of this report is not an admission that Mr. Moran is the beneficial owner of such shares for purposes of Section 16 or for any other purpose.

This amendment restates the original form in its entirety and is being filed solely to correct the description of the form of Mr. Moran's beneficial ownership of the subject securities, if any, as of the time of the original filing.

> /s/ Kimmarie Sinatra, as attorney-in-fact for John A.

02/17/2009

**Moran** 

\*\* 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.

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 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 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 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 instrument as of the 1st day of August, 2006.

/s/ John Moran

Signature

By: John Moran