

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Table with OMB APPROVAL, OMB NUMBER: 3235-0287, EXPIRES: JANUARY 31, 2005, ESTIMATED AVERAGE BURDEN HOURS PER RESPONSE ... 0.5

1. Name and Address of Reporting Person*

Shoemaker Alvin V. (Last) (First) (Middle)

c/o Wynn Resorts, Limited 3145 Las Vegas Boulevard South

(Street)

Las Vegas Nevada 89109 (City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol Wynn Resorts, Limited (WYNN)

3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)

4. Statement for Month/Day/Year December 12, 2002

5. If Amendment, Date of Original (Month/Day/Year)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

- [X] Director [] 10% Owner [] Officer (give title below) [] Other (specify title below)

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

Price:

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)

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TABLE II - DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED
(E.G., PUTS, CALLS, WARRANTS, OPTIONS, CONVERTIBLE SECURITIES)
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1. Title of Derivative Security (Instr. 3)
Stock Options (right to buy)

2. Conversion or Exercise Price of Derivative Security
\$13.74

3. Transaction Date (Month/Day/Year)
December 12, 2002

3A. Deemed Execution Date, if any (Month/Day/Year)

4. Transaction Code (Instr. 8)
(A)

5. Number of Derivative Securities Acquired (A) or Disposed of (D)

(Instr. 3, 4, and 5)
(A) 10,000

6. Date Exercisable and Expiration Date (Month/Day/Year)

Exercisable 12/12/02; Expiration 12/12/12

7. Title and Amount of Underlying Securities (Instr. 3 and 4)

Common Stock, par value \$.01; 10,000

8. Price of Derivative Securities (Instr. 5)

9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s)
(Instr. 4)
10,000

10. Ownership Form of Derivative Securities Beneficially Owned at End Of Month
(Instr. 4)
(D)

11. Nature of Indirect Beneficial Ownership (Instr. 4)

EXPLANATION OF RESPONSES:

/s/ Alvin V. Shoemaker

December 16, 2002

** SIGNATURE OF REPORTING PERSON

DATE

Alvin V. Shoemaker

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.