### Edgar Filing: RIVIERA HOLDINGS CORP - Form 4

RIVIERA HC Form 4 May 21, 2008	DLDINGS COR	Р									
FORM	<b>4</b> UNITED	STATES		RITIES Anshington			E COMMISSIO	-	PPROVAL 3235-0287		
Check this if no longe subject to Section 16 Form 4 or Form 5 obligations may contin <i>See</i> Instruct 1(b).	Filed pur Section 17(	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES 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									
(Print or Type Re	esponses)										
1. Name and Address of Reporting Person <u>*</u> LAND JAMES N JR			2. Issuer Name <b>and</b> Ticker or Trading Symbol <b>RIVIERA HOLDINGS CORP</b> [ <b>RIV</b>				Issuer		Reporting Person(s) to		
(Last) (First) (Middle) PO BOX 822			3. Date of Earliest Transaction (Month/Day/Year) 05/21/2008			(Check all applicable) <u></u> Director <u></u> 10% Owner <u></u> Officer (give title <u></u> 0ther (specify below)					
				4. If Amendment, Date 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 Reporting Person				
(City)	(State)	(Zip)	Tab	ole I - Non-J	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	llv Owned		
	. Transaction Date Month/Day/Year)	2A. Deemo Execution any (Month/Da	ed Date, if	3.	4. Securiti mAcquired Disposed (Instr. 3, 4	es (A) or of (D)	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		
Reminder: Repo	rt on a separate line	e for each cl	ass of sec	urities bene	Perso inform requir	ns who rest nation cont ed to resp ys a curre	or indirectly. spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)		

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securitie
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired		

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	Derivative Security				<ul><li>(A) or</li><li>Disposed of</li><li>(D)</li><li>(Instr. 3, 4, and 5)</li></ul>						
			Cc	ode	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amour or Numbe of Shares
Non-qualified Stock Option Plan for non-employee directors	\$ 15.35	05/19/2008	A	Ą		6,000		<u>(1)</u>	05/19/2018	Common Stock par value .001 per share	6,000

### **Reporting Owners**

<b>Reporting Owner Name / Addr</b>	ess	Relationships						
	Director	10% Owner	Officer	Other				
LAND JAMES N JR PO BOX 822 SHORT HILLS, NJ 07078	Х							
Signatures								
James N. Land Jr.	05/21/2008							
<u>**</u> Signature of	Date							

## **Explanation of Responses:**

- \* 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).
- (1) 20% on 5/19/09, 40% on 5/19/10, 60% on 5/19/11, 80% on 5/19/12, 100% on 5/19/13
- (2) Non-qualified Stock Option Plan for non-employee directors

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Person