

DIVITO VINCENT L  
Form 4  
April 05, 2011

**FORM 4**

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

OMB APPROVAL

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

**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 Responses)

1. Name and Address of Reporting Person \*  
DIVITO VINCENT L

2. Issuer Name and Ticker or Trading Symbol  
RIVIERA HOLDINGS CORP  
[RVHLQ.PK]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
04/01/2011

Director  10% Owner  
 Officer (give title below)  Other (specify below)

2901 LAS VEGAS BOULEVARD SOUTH

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

LAS VEGAS, NV 89109

(City) (State) (Zip)

**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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	04/01/2011		J(1)	4,100 (1) (2) D \$ 0 (1)	0 (1)	D	
Common Stock	04/01/2011		J(1)	2,000 (1) D \$ 0 (1)	0 (1)	I (3)	By Profit Sharing Plan FBO Vincent L. DiVito (3)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

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**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 Underlying Security (Instr. 3 and 4)	Amount or Number of Shares
Option (Right-to-Buy)	\$ 1.87	04/01/2011		J <sup>(1)</sup>	6,000 <u>(1)</u>	07/12/2003 07/12/2012	Common Stock	6,000
Option (Right-to-buy)	\$ 1.87	04/01/2011		J <sup>(1)</sup>	6,000 <u>(1)</u>	05/12/2004 05/12/2013	Common Stock	6,000
Option (Right-to-buy)	\$ 21.6	04/01/2011		J <sup>(1)</sup>	6,000 <u>(1)</u>	05/22/2007 05/22/2016	Common Stock	6,000
Option (Right-to-buy)	\$ 36.56	04/01/2011		J <sup>(1)</sup>	6,000 <u>(1)</u>	05/17/2008 05/17/2017	Common Stock	6,000
Option (Right-to-buy)	\$ 15.35	04/01/2011		J <sup>(1)</sup>	6,000 <u>(1)</u>	05/19/2009 05/19/2018	Common Stock	6,000
Option (Right-to-buy)	\$ 1.48	04/01/2011		J <sup>(1)</sup>	6,000 <u>(1)</u>	05/17/2010 05/17/2019	Common Stock	6,000
Option (Right-to-buy)	\$ 0.339	04/01/2011		J <sup>(1)</sup>	6,000 <u>(1)</u>	05/17/2011 05/17/2020	Common Stock	6,000

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director 10% Owner Officer Other

DIVITO VINCENT L  
2901 LAS VEGAS BOULEVARD SOUTH X  
LAS VEGAS, NV 89109

## Signatures

/s/ Vincent L.  
DiVito 04/01/2011

\*\*Signature of Reporting Person 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) On April 1, 2011, the reporting person's common stock and options were cancelled upon the Issuer's emergence from bankruptcy proceedings under Chapter 11 of the United States Bankruptcy Code.
- (2) Since the reporting person's last ownership report, he transferred 500 shares of the Issuer's common stock to his ex-wife pursuant to a domestic relations order. The reporting person disclaims beneficial ownership of any securities owned by his ex-wife.
- (3) The reporting person is the sole trustee and beneficiary of the Profit Share Plan FBO Vincent L. DiVito.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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