

09-03-2002



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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

New 08-09-02

Resubmission (Non-Recordation)
Document ID #

Correction of PTO Error
Reel # Frame #

Corrective Document
Reel # Frame #

Conveyance Type

Assignment License

Security Agreement Nunc Pro Tunc Assignment
Effective Date
Month Day Year

Change of Name

Other

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City State/Country Zip Code

Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of ado mestic representative should be attached. (Designation must be a separate document from Assignment.)

Corporation Association

Other

Citizenship/State of Incorporation/Organization

FOR OFFICE USE ONLY

08/30/2002 08YRNE 00000054 75049556

01 FD:401 40.00 00

02 FD:482 450.00 00

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s) Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.)
Deposit Account Number: #

Authorization to charge additional fees: Yes No

Statement and Signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Lauri S. Thompson, Esq.

8/7/02

Name of Person Signing

Signature

Date Signed

**RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY**

FORM PTO-1618C
Expires 06/30/99
OMB 0651-0027

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKATA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

Individual General Partnership Limited Partnership

Corporation Association

Other

Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of ad hoc representative should be attached (Designation must be a separate document from the Assignment.)

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

76269349	76272177	76272178
76272179	76272180	76272181
76272182	76272183	76285707
76376624		

FILED
LLC 4390-00
JUL 14 2000

Dean Heller
Secretary of State

**CERTIFICATE OF AMENDMENT OF THE
ARTICLES OF ORGANIZATION
OF**

WYNN & COMPANY, LLC

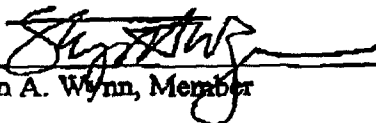
Pursuant to Nevada Revised Statutes § 86.221, the undersigned does hereby declare and certify that:

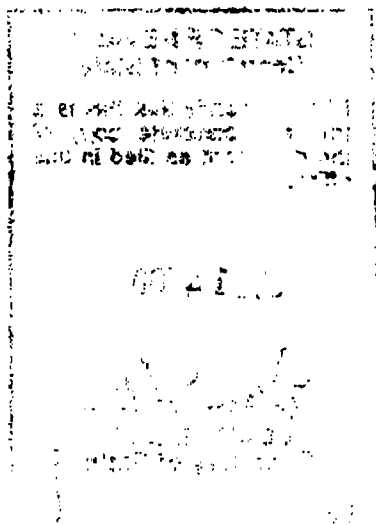
1. He constitutes the sole member of Wynn & Company, LLC (the "Company"), a limited liability company duly organized and existing under the laws of the State of Nevada.
2. The original Articles of Organization of the Company were filed with the Secretary of State of Nevada on May 9, 2000.
3. Articles I of the Articles of Organization of the Company is hereby amended to read in its entirety as follows:

**"ARTICLE I
NAME**

The name of the Company shall be Wynn Resorts, LLC".

IN WITNESS WHEREOF, the undersigned member has hereunto executed this Certificate of Amendment of Articles of Organization as of the 14th day of July, 2000.


Stephan A. Wynn, Member



1 of 1

LED # 144390-00

ARTICLES OF ORGANIZATION
OF

MAY 09 2000

WYNN & COMPANY, LLC

IN THE OFFICE OF
Dean Hill
DEAN HILL SECRETARY OF STATE

The undersigned, for the purpose of forming a limited-liability company (the "Company"), pursuant to and by virtue of Chapter 86 of Nevada Revised Statutes, hereby executes the following articles of organization.

ARTICLE I
NAME

The name of the Company is Wynn & Company, LLC.

ARTICLE II
REGISTERED OFFICE AND RESIDENT AGENT

The name of the initial resident agent and the initial address of the registered office where process may be served in the State of Nevada is Schreck Morris, 300 South Fourth Street, Suite 1200, Las Vegas, Nevada 89101. The Company may, from time to time, in the manner provided by Nevada law, change the resident agent and the registered office within the State of Nevada.

ARTICLE III
INDEMNIFICATION AND PAYMENT OF EXPENSES

Section 3.1 Indemnification and Payment of Expenses. In addition to any other rights of indemnification permitted by the laws of the State of Nevada as may be provided for by the Company in these articles of organization, the Company's operating agreement or any other agreement, the expenses of members and managers incurred in defending a civil or criminal action, suit or proceeding, involving alleged acts or omissions of such member or manager in his or her capacity as a member or manager of the Company, must be paid by the Company, or through insurance purchased and maintained by the Company or through other financial arrangements made by the Company as permitted by the laws of the State of Nevada, as they are incurred and in advance of the final disposition of the action, suit or proceeding, upon receipt of an unsecured undertaking by or on behalf of the member or manager to repay the amount if it is ultimately determined by a court of competent jurisdiction that he or she is not entitled to be indemnified by the Company.

Section 3.2 Repeal, Modification and Conflicts. Any repeal or modification of Section 3.1 approved by the members of the Company shall be prospective only. In the event of any conflict between Section 3.1 and any other article of the Company's articles of organization, the terms and provisions of Section 3.1 shall control.

ARTICLE IV
MANAGEMENT

The management of the Company shall be vested in its members, whose names and addresses are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Stephen A. Wynn	One Shadow Creek Drive Las Vegas, NV 89031

ARTICLE V
ORGANIZER

The name and post office box or street address of the organizer signing these articles of organization is:

<u>NAME</u>	<u>ADDRESS</u>
Ellen L. Schulhofer	300 S. Fourth Street, Ste. 1200 Las Vegas, Nevada 89101

IN WITNESS WHEREOF, pursuant to Nevada Revised Statutes 86.151, I have executed these articles of organization as of the 8th day of May, 2000.



Ellen L. Schulhofer, Esq., Organizer

MC 4390-00
LED # _____

CERTIFICATE OF ACCEPTANCE OF APPOINTMENT
BY RESIDENT AGENT

MAY 09 2000

IN THE MATTER OF WYNN & COMPANY, LLC

IN THE OFFICE OF
Dean Heller
DEAN HELLER SECRETARY OF STATE

1. The undersigned, Schreck Morris, hereby certifies that on the 8th day of May, 2000, it accepted its appointment as resident agent of the above-referenced limited-liability company.

2. The registered office in this State is located at 300 South Fourth Street, Suite 1200, County of Clark, City of Las Vegas, State of Nevada.

IN WITNESS WHEREOF, I have hereunto set my hand this 8th day of May, 2000.

RESIDENT AGENT,

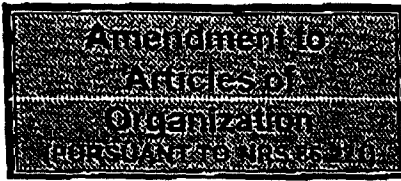
SCHRECK MORRIS

By: *Ellen L. Schulhofer*
Ellen L. Schulhofer, Esq.
Authorized Signatory



DEAN HELLER
Secretary of State

202 North Carson Street
Carson City, Nevada 89701-4201
(775) 684 5708



Office Use Only:

FILED # LLC 4390-00

MAY 30 2002

IN THE OFFICE OF

Dean Heller
DEAN HELLER, SECRETARY OF STATE

Important: Read attached instructions before completing form.

Certificate of Amendment to Articles of Organization
For a Nevada Limited-Liability Company
(Pursuant to NRS 86.221)
- Remit in Duplicate -

1. Name of limited-liability company: "Wynn Resorts, LLC"

2. The articles have been amended as follows (provide articles numbers, if available):*

"Article I

NAME

The name of the Company shall be Wynn Resorts Holdings, LLC"

3. Indicate whether the company is managed by managers or members: Sole Member

4. Signature (must be signed by at least one manager or by a managing member).

VALVINO LAMORE, LLC

Signature Stephen A. Wynn, Managing Member

* 1) If adding managers, provide names and addresses

2) If amending company name, it must contain the words "Limited-Liability Company," "Limited Company," or "Limited" or the abbreviations "Ltd.," "L.L.C.," or "L.C.," "LLC" or "LC." The word "Company" may be abbreviated as "Co."

FILING FEE: \$150.00

IMPORTANT: Failure to include any of the above information and remit the proper fees may cause this filing to be rejected.

Nevada Secretary of State Form 86.221 AMEND LLC.01
Revised on: 08/07/00