

RIVIERA HOLDINGS CORP
 Form 3
 April 04, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â DE SHAW LAMINAR PORTFOLIOS LLC | | | (Month/Day/Year) | RIVIERA HOLDINGS CORP [RIV] | |
| (Last) | (First) | (Middle) | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| 39TH FLOOR, TOWER 45,Â 120 WEST FORTY-FIFTH STREET | | | | (Check all applicable) | |
| (Street) | | | | ___ Director ___X_ 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| NEW YORK,Â NYÂ 10036 | | | | ___ Officer ___X_ Other (give title below) (specify below) | ___ Form filed by One Reporting Person |
| (City) | (State) | (Zip) | | See Footnotes 1 and 2. | _X_ Form filed by More than One Reporting Person |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 1,269,900 | D <u>(1)</u> <u>(2)</u> | Â |

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

SEC 1473 (7-02)

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 control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|--|---------------------------|----------------------|---|
|--|--|--|---------------------------|----------------------|---|

| Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) |
|------------------|-----------------|-------|----------------------------|------------------------------|---|
| | | | | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|------------------------|
| | Director | 10% Owner | Officer | Other |
| DE SHAW LAMINAR PORTFOLIOS LLC 39TH FLOOR, TOWER 45 120 WEST FORTY-FIFTH STREET NEW YORK, NY 10036 | ^ | ^ X | ^ | See Footnotes 1 and 2. |
| SHAW D E & CO L P /NY/ 39TH FLOOR, TOWER 45 120 WEST FORTY-FIFTH STREET NEW YORK, NY 10036 | ^ | ^ X | ^ | See Footnotes 1 and 2. |
| D E SHAW & CO LLC 39TH FLOOR, TOWER 45 120 WEST FORTY-FIFTH STREET NEW YORK, NY 10036 | ^ | ^ X | ^ | See Footnotes 1 and 2. |
| SHAW DAVID E 39TH FLOOR, TOWER 45 120 WEST FORTY-FIFTH STREET NEW YORK, NY 10036 | ^ | ^ X | ^ | See Footnotes 1 and 2. |
| D. E. Shaw Valence Portfolios, L.L.C. 39TH FLOOR, TOWER 45 120 WEST FORTY-FIFTH STREET NEW YORK, NY 10036 | ^ | ^ X | ^ | See Footnotes 1 and 2. |
| D. E. Shaw Investment Management, L.L.C. 39TH FLOOR, TOWER 45 120 WEST FORTY-FIFTH STREET NEW YORK, NY 10036 | ^ | ^ X | ^ | See Footnotes 1 and 2. |

Signatures

| | |
|--|------------|
| D. E. Shaw Laminar Portfolios, L.L.C., By: D. E. Shaw & Co., L.L.C., as managing member, By: /s/ Julius Gaudio, Managing Director | 04/04/2006 |
| __Signature of Reporting Person | Date |
| D. E. Shaw & Co., L.P., By: /s/ Julius Gaudio, Managing Director | 04/04/2006 |
| __Signature of Reporting Person | Date |
| D. E. Shaw & Co., L.L.C., By: /s/ Julius Gaudio, Managing Director | 04/04/2006 |
| __Signature of Reporting Person | Date |
| David E. Shaw, By: /s/ Julius Gaudio, Attorney-in-Fact for David E. Shaw | 04/04/2006 |

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| <u>Signature of Reporting Person</u> | Date |
|--|------------|
| D. E. Shaw Valence Portfolios, L.L.C., By: D. E. Shaw & Co., L.P., as managing member, By: /s/ Julius Gaudio, Managing Director | 04/04/2006 |
| <u>Signature of Reporting Person</u> | Date |
| D. E. Shaw Investment Management, L.L.C., By: D. E. Shaw & Co., L.P., as managing member, By: /s/ Julius Gaudio, Managing Director | 04/04/2006 |
| <u>Signature of Reporting Person</u> | Date |

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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).

The shares of common stock, par value \$0.001 per share (the "Common Stock"), of the Issuer to which this form relates are held or managed directly as follows: (i) D. E. Shaw Laminar Portfolios, L.L.C. ("Laminar") holds 1,244,500 shares; (ii) D. E. Shaw Valence Portfolios, L.L.C. ("Valence") holds 25,200 shares; and (iii) 200 shares are under the management of D. E. Shaw Investment Management, L.L.C. ("DESIM"), which has dispositive control over, but no voting rights with respect to, the shares. D. E. Shaw & Co., L.P. ("DESCO LP") (as investment adviser to Laminar, as managing member of and investment adviser to Valence, and as managing member of DESIM), D. E. Shaw & Co., L.L.C. ("DESCO LLC") (as managing member of Laminar), and... (Continues in Fn 2)
- (1) Mr. David E. Shaw ("David E. Shaw") (as president and sole shareholder of D. E. Shaw & Co., Inc., which is the general partner of DESCO LP, and as president and sole shareholder of D. E. Shaw & Co. II, Inc., which is the managing member of DESCO LLC) may be deemed to be collectively the beneficial owners of more than 10% of the Common Stock of the Issuer for purposes of Rule 16a-1(a) of the Securities Exchange Act of 1934. In accordance with instruction 4(b)(iv), the number of shares of Common Stock that may be deemed to be beneficially owned by DESCO LP or DESCO LLC is reported herein. Each of DESCO LP, DESCO LLC, and David E. Shaw disclaims any beneficial ownership of any of the securities listed in this Form 3, except to the extent of any pecuniary interest therein.

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.