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STATION CASINOS INC  
Form 8-K  
November 08, 2004

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

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FORM 8-K

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): November 8, 2004

STATION CASINOS, INC

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(Exact name of registrant as specified in its charter)

|   |                             |   |
|---|-----------------------------|---|
| Nevada  | 000-21640                   | 88-0136443                              |
| (State or other jurisdiction<br>of incorporation) | (Commission<br>File Number) | (I.R.S. Employer<br>Identification No.) |

|  |            |
|--|------------|
| 2411 West Sahara Avenue, Las Vegas, Nevada | 89102      |
| (Address of principal executive offices)   | (Zip Code) |

Registrant's telephone number, including area code: (702) 367-2411  
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N/A

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(Former name or former address, if changed since last report)

ITEM 8.01. OTHER EVENTS.

Blake L. Sartini, a Director of the Company, and William W. Warner, Executive Vice President and Chief Operating Officer of the Company, have entered into Rule 10b5-1 trading plans (the "Plans") to sell up to 250,000 and 117,500 shares, respectively, of the Company's common stock upon the exercise of certain options or sales of restricted shares. Portions of the shares may be sold any time the stock achieves certain prearranged minimum prices and may take place beginning on November 9, 2004 and ending on May 6, 2005 for Mr. Sartini, and beginning on November 9, 2004 and ending on April 30, 2005 for Mr. Warner, unless sooner terminated. The Plan participants will have no control over the timing of any sales under the respective plans and there can be no assurance that the shares covered by the Plans actually will be sold. The Plan participants entered into the Plans in order to diversify their financial holdings, although they will continue to have a significant ownership interest

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in the Company.

These Plans are intended to comply with Rule 10b5-1 of the Securities Exchange Act of 1934, as amended, and the Company's insider trading policy. Rule 10b5-1 allows corporate insiders to establish prearranged written plans to buy or sell a specified number of shares of a company stock over a set period of time. The specified number of shares sold may be determined pursuant to a formula or may be at the discretion of a third party, so long as such person is not aware of material non-public information. A plan must be entered into in good faith at a time when the insider is not in possession of material, nonpublic information. Subsequent receipt by the insider of material, nonpublic information will not prevent transactions under the plans from being executed.

SIGNATURES

Pursuant to the requirements of the Securities and Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Station Casinos, Inc.

Date: November 8, 2004

By: /s/ Glenn C. Christenson

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Glenn C. Christenson  
Executive Vice President,  
Chief Financial Officer,  
Chief Administrative Officer  
and Treasurer