

JOHNSON MARIANNE BOYD
Form 4
November 16, 2010

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 *
JOHNSON MARIANNE BOYD

2. Issuer Name and Ticker or Trading Symbol
BOYD GAMING CORP [BYD]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
3883 HOWARD HUGHES
PARKWAY, NINTH FLOOR

3. Date of Earliest Transaction
(Month/Day/Year)
11/15/2010

Director 10% Owner
 Officer (give title below) Other (specify below)
Vice Chairman and Executive VP

(Street)
LAS VEGAS, NV 89169

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

(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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)			
			Code	V Amount	Price		
Common Stock	11/15/2010		G	V 1,977	\$ 0 (1)	863,055	I By Limited Partnership * (2)
Common Stock	11/15/2010		G	V 8,601	\$ 0 (3)	854,454	I By Limited Partnership * (2)
Common Stock	11/15/2010		G	V 8,601	\$ 0 (4)	845,853	I By Limited Partnership * (2)
Common Stock	11/15/2010		G	V 8,601	\$ 0 (5)	837,252	I By Limited Partnership

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								* (2)
Common Stock	11/15/2010	J	94,910	D	\$ 0 (6)	0	I	By Annuity Trust * (7)
Common Stock	11/15/2010	J	51,861	D	\$ 0 (8)	23,197	I	By Annuity Trust * (9)
Common Stock						1,772,108	I	By Trust (10)
Common Stock						91,324	I	By Trust * (11)
Common Stock						130,247	I	By Trust * (12)
Common Stock						31,529	I	By Trust * (13)
Common Stock						31,529	I	By Trust * (14)
Common Stock						30,239	I	By Trust * (15)
Common Stock						31,529	I	By Trust * (16)
Common Stock						31,529	I	By Trust * (17)
Common Stock						30,039	I	By Trust * (18)
Common Stock						16,131	I	By Trust * (19)
Common Stock						722,353	I	By Limited Partnership * (20)
Common Stock						2,307,438	I	By Limited Partnership * (21)
Common Stock						110,354	D	

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

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(9-02)

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

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- (10) By the Marianne Boyd Gaming Properties Trust, of which the reporting person is the Trustee, Settlor and Beneficiary.
- (11) By the Johnson Children's Trust Dated 6/24/96, Bruno Mark, Trustee.
- (12) By the William R. Boyd and Myong Boyd Children's Trust dated 8/1/93, of which the reporting person is the Trustee.
- (13) By the Aysia Lynn Boyd Education Trust, dated July 1, 1997, of which the Reporting Person is the trustee.
- (14) By the Taylor Joseph Boyd Education Trust, dated July 1, 1997, of which the Reporting Person is the trustee.
- (15) By the William Samuel Boyd Education Trust, dated July 1, 1997, of which the Reporting Person is the trustee.
- (16) By the Samuel Joseph Boyd, Jr. Education Trust, dated July 1, 1997, of which the Reporting Person is the trustee.
- (17) By the T'Mir Kathleen Boyd Education Trust, dated July 1, 1997, of which the Reporting Person is the trustee.
- (18) By the Josef William Boyd Education Trust, dated July 1, 1997, of which the Reporting Person is the trustee.
- (19) By the Justin Boyd Education Trust, dated November 1, 1999, of which the Reporting Person is the trustee.
- (20) By the WM LP, of which MBGPT, is the general partner thereof.
- (21) By the BG-00 LP, of which MBGPT, is the general partner thereof.

Remarks:

* The reporting person expressly disclaims beneficial ownership of any securities of the Issuer except for those securities that

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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