ISLE INVESTORS LLC Form SC 13D/A May 23, 2006

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

SCHEDULE 13D
Under the Securities Exchange Act of 1934
(Amendment No. 4)\*

Riviera Holdings Corp.

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(Name of Issuer)

Common Stock, \$.001 per share

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(Title of Class of Securities)

769627100

\_\_\_\_\_\_

(CUSIP Number)

Andrew J. Perel
Cadwalader, Wickersham & Taft LLP
One World Financial Center
New York, New York 10281
(212) 504-6656

\_\_\_\_\_

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

May 18, 2006

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(Date of Event Which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of ss.ss. 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box  $|\_|$ .

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The Information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP NO. 769627100

1 NAME OF REPORTING PERSON

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

	Flag Luxury R	iv, LLC			
2	CHECK THE APP	 ROPRIATE	BOX IF A MEMBER OF A GROUP	(a)  _  (b)  X	
3	SEC USE ONLY				
4	SOURCE OF FUN				
	AF				
5	CHECK IF DISC 2(d) or 2(e)	LOSURE O	F LEGAL PROCEEDINGS IS REQUIRED	PURSUANT TO ITEMS	
6	CITIZENSHIP O	R PLACE	OF ORGANIZATION		
	Delaware				
		7	SOLE VOTING POWER		
	NUMBER OF		200,000		
	SHARES BENEFICIALLY	8	SHARED VOTING POWER		
	OWNED BY EACH		0		
	REPORTING PERSON	9	SOLE DISPOSITIVE POWER		
			200,000		
		10	SHARED DISPOSITIVE POWER		
			0		
11	AGGREGATE A	MOUNT BE	NEFICIALLY OWNED BY EACH REPORT	 ING PERSON	
	200,000				
12	CHECK BOX I		GREGATE AMOUNT IN ROW (11) EXCLU		
13			PRESENTED BY AMOUNT IN ROW (11)		
	1.6%				
14	TYPE OF REP	ORTING P	ERSON (See Instructions)		
	00				
CUSIE	P NO. 769627100 NAME OF REPOR			S ONLY)	
	Flag Luxury P	ropertie	s, LLC		

2	CHECK THE APP	PROPRIATE B	OX IF A MEMBER OF A GROUP	(a)  _  (b)  X
3	SEC USE ONLY			
4	SOURCE OF FUN	IDS		
	WC			
5	CHECK IF DISC 2(d) or 2(e)	CLOSURE OF	LEGAL PROCEEDINGS IS REQUIRED	PURSUANT TO ITEMS
6	CITIZENSHIP C	DR PLACE OF	ORGANIZATION	
	Delaware			
		7	SOLE VOTING POWER	
	NUMBER OF		0	
	SHARES BENEFICIALLY	8	SHARED VOTING POWER	
	OWNED BY EACH		200,000	
	REPORTING PERSON	9	SOLE DISPOSITIVE POWER	
			0	
		10	SHARED DISPOSITIVE POWER	
			200,000	
11	AGGREGATE A	AMOUNT BENE	FICIALLY OWNED BY EACH REPORT	ING PERSON
	200,000			
12	CHECK BOX I	F THE AGGR	EGATE AMOUNT IN ROW (11) EXCL	UDES CERTAIN SHARES
13	PERCENT OF	CLASS REPR	ESENTED BY AMOUNT IN ROW (11)	
	1.6%			
14	TYPE OF REP	ORTING PER	SON (See Instructions)	
	00			
CUSII	P NO. 769627100 NAME OF REPOR	RTING PERSO	N OS. OF ABOVE PERSONS (ENTITIE	S ONLY)
	MJX Flag Assc	ociates, LL	C 	
2	CHECK THE APP	PROPRIATE B	OX IF A MEMBER OF A GROUP	(a)  _  (b)  X

3	SEC USE ONLY			
4	SOURCE OF FUN	DS		
	AF			
5	CHECK IF DISC 2(d) or 2(e)	LOSURE O	F LEGAL PROCEEDINGS IS REQUIRED PU	
6	CITIZENSHIP O	R PLACE (	OF ORGANIZATION	
	Delaware			
		7	SOLE VOTING POWER	
	NUMBER OF		0	
	SHARES BENEFICIALLY	8	SHARED VOTING POWER	
	OWNED BY EACH		200,000	
	REPORTING PERSON	9	SOLE DISPOSITIVE POWER	
			0	
		10	SHARED DISPOSITIVE POWER	
			200,000	
11	AGGREGATE A	MOUNT BE	NEFICIALLY OWNED BY EACH REPORTING	PERSON
	200,000			
12	CHECK BOX I	F THE AG	GREGATE AMOUNT IN ROW (11) EXCLUDE	S CERTAIN SHARES
13	PERCENT OF	CLASS RE	PRESENTED BY AMOUNT IN ROW (11)	
	1.6%			
14	TYPE OF REP	ORTING P	ERSON (See Instructions)	
	00			
	P NO. 769627100 NAME OF REPOR I.R.S. IDENTI		SON NOS. OF ABOVE PERSONS (ENTITIES O	NLY)
	Flag Leisure			
2			BOX IF A MEMBER OF A GROUP	(a)  _  (b)  X
3	SEC USE ONLY			

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)  Sillerman Real Estate Ventures, LLC  CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP			NDS	SOURCE OF FU	4
2 (d) or 2 (e)     2 (d) or 2 (e)     6 CITIZENSHIP OR PLACE OF ORGANIZATION  Delaware   7 SOLE VOTING POWER    NUMBER OF				AF	
Delaware  7 SOLE VOTING POWER  NUMBER OF 0 SHARES BENEFICIALLY 8 SHARED VOTING POWER OWNED BY EACH 200,000 REPORTING PERSON 9 SOLE DISPOSITIVE POWER  0 10 SHARED DISPOSITIVE POWER 200,000  11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PER 200,000  12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CE  -  13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 1.6%  14 TYPE OF REPORTING PERSON (See Instructions) 00  CUSIP NO. 769627100 1 NAME OF REPORTING PERSON 1.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) Sillerman Real Estate Ventures, LLC 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	SUANT TO ITEMS		CLOSURE OF		5
NUMBER OF 0 SHARES		ORGANIZATION	OR PLACE OF	CITIZENSHIP	6
NUMBER OF SHARES BENEFICIALLY 8 SHARED VOTING POWER OWNED BY EACH 200,000 REPORTING PERSON 9 SOLE DISPOSITIVE POWER  0 10 SHARED DISPOSITIVE POWER 200,000  11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PER 200,000  12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CENTER				Delaware	
SHARES BENEFICIALLY 8 SHARED VOTING POWER OWNED BY EACH 200,000 REPORTING PERSON 9 SOLE DISPOSITIVE POWER  0 10 SHARED DISPOSITIVE POWER 200,000  11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PER 200,000  12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CE     13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  1.6%  14 TYPE OF REPORTING PERSON (See Instructions) 00  CUSIP NO. 769627100 1 NAME OF REPORTING PERSON 1.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) Sillerman Real Estate Ventures, LLC 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP		SOLE VOTING POWER	7		
BENEFICIALLY 8 SHARED VOTING POWER OWNED BY EACH 200,000 REPORTING		0			
EACH 200,000 REPORTING		SHARED VOTING POWER	8	BENEFICIALLY	
PERSON 9 SOLE DISPOSITIVE POWER  0 10 SHARED DISPOSITIVE POWER 200,000  11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PER 200,000  12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CR  -  13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  1.6%  14 TYPE OF REPORTING PERSON (See Instructions)  00  CUSIP NO. 769627100  1 NAME OF REPORTING PERSON 1.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)  Sillerman Real Estate Ventures, LLC  2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP		200,000		EACH	
10 SHARED DISPOSITIVE POWER  200,000  11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PER  200,000  12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CE  _   13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  1.6%  14 TYPE OF REPORTING PERSON (See Instructions)  00  CUSIP NO. 769627100  1 NAME OF REPORTING PERSON  I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)  Sillerman Real Estate Ventures, LLC  2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP		SOLE DISPOSITIVE POWER	9		
200,000  11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PER 200,000  12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CE  _   13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  1.6%  14 TYPE OF REPORTING PERSON (See Instructions)  OO  CUSIP NO. 769627100  1 NAME OF REPORTING PERSON  I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)  Sillerman Real Estate Ventures, LLC  2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP		0			
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PER  200,000  12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CE     13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  1.6%  14 TYPE OF REPORTING PERSON (See Instructions)  OO  CUSIP NO. 769627100  1 NAME OF REPORTING PERSON  I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)  Sillerman Real Estate Ventures, LLC  2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP		SHARED DISPOSITIVE POWER	10		
200,000  12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CE  _   13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  1.6%  14 TYPE OF REPORTING PERSON (See Instructions)  00  CUSIP NO. 769627100  1 NAME OF REPORTING PERSON  I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)  Sillerman Real Estate Ventures, LLC  2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP		200,000			
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CE   _      PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  1.6%  14 TYPE OF REPORTING PERSON (See Instructions)  OO  CUSIP NO. 769627100  1 NAME OF REPORTING PERSON  I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)  Sillerman Real Estate Ventures, LLC  2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	PERSON	FICIALLY OWNED BY EACH REPORTING	AMOUNT BENE	AGGREGATE	11
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  1.6%  14 TYPE OF REPORTING PERSON (See Instructions)  OO  CUSIP NO. 769627100  1 NAME OF REPORTING PERSON  I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)  Sillerman Real Estate Ventures, LLC  2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP				200,000	
1.6%  14 TYPE OF REPORTING PERSON (See Instructions)  OO  CUSIP NO. 769627100  1 NAME OF REPORTING PERSON	CERTAIN SHARES	EGATE AMOUNT IN ROW (11) EXCLUDES	IF THE AGGE		12
TYPE OF REPORTING PERSON (See Instructions)  OO  CUSIP NO. 769627100  1 NAME OF REPORTING PERSON		ESENTED BY AMOUNT IN ROW (11)	CLASS REPI	PERCENT OF	13
CUSIP NO. 769627100  1 NAME OF REPORTING PERSON				1.6%	
CUSIP NO. 769627100  1 NAME OF REPORTING PERSON		SON (See Instructions)	PORTING PER	TYPE OF RE	14
NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)  Sillerman Real Estate Ventures, LLC  CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP				00	
NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)  Sillerman Real Estate Ventures, LLC  CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP					
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)  Sillerman Real Estate Ventures, LLC				NO. 769627100	CUSIP
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	LY)				1
		entures, LLC	al Estate \	Sillerman Re	
SEC USE ONLY	(a)  _  (b)  X	OX IF A MEMBER OF A GROUP	PROPRIATE E	CHECK THE AF	2
				SEC USE ONLY	 3
4 SOURCE OF FUNDS					

5	CHECK IF DISC 2(d) or 2(e)	CLOSURE OF	F LEGAL PROCEEDINGS IS REQUIRED	PURSUANT TO ITEMS
 6	CITIZENSHIP C	OR PLACE (	OF ORGANIZATION	
	Delaware			
		7	SOLE VOTING POWER	
	NUMBER OF		0	
	SHARES BENEFICIALLY	8	SHARED VOTING POWER	
	OWNED BY EACH		200,000	
	REPORTING PERSON	9	SOLE DISPOSITIVE POWER	
			0	
		10	SHARED DISPOSITIVE POWER	
			200,000	
11	AGGREGATE A	MOUNT BE	NEFICIALLY OWNED BY EACH REPORTI	 NG PERSON
	200,000		NEITOTHEET OWNER ET ENOM NEITONTE	NG TERROR
12	CHECK BOX I	F THE AGO	GREGATE AMOUNT IN ROW (11) EXCLU	DES CERTAIN SHARE
 13	PERCENT OF	CLASS REI	PRESENTED BY AMOUNT IN ROW (11)	
		ODTING D	EDCON (Co. Trobunctions)	
14		ORIING PI	ERSON (See Instructions)	
	00 			
CUSIE 1	P NO. 769627100 NAME OF REPOR	OTING DED	C ∩ NI	
T			NOS. OF ABOVE PERSONS (ENTITIES	ONLY)
	Robert Siller	rman		
2	CHECK THE APF	PROPRIATE	BOX IF A MEMBER OF A GROUP	(a)  _  (b)  X
 3	SEC USE ONLY			
4	SOURCE OF FUN	IDS		
 4	SOURCE OF FUN	IDS		

	2(d) or 2(e)			1_1
6	CITIZENSHIP O	R PLACE	OF ORGANIZATION	
	United States			
		7	SOLE VOTING POWER	
	NUMBER OF		0	
	SHARES BENEFICIALLY	8	SHARED VOTING POWER	
	OWNED BY EACH		200,000	
	REPORTING PERSON	9	SOLE DISPOSITIVE POWER	
			0	
		10	SHARED DISPOSITIVE POWER	
			200,000	
11	AGGREGATE A	MOUNT BE	NEFICIALLY OWNED BY EACH REPORTI	NG PERSON
	200,000			
12	CHECK BOX I	F THE AG	GREGATE AMOUNT IN ROW (11) EXCLU	DES CERTAIN SHARES
13	PERCENT OF	CLASS RE	PRESENTED BY AMOUNT IN ROW (11)	
	1.6%			
14	TYPE OF REP	ORTING P	ERSON (See Instructions)	
	IN			
CUSI	P NO. 769627100			
1	NAME OF REPOR I.R.S. IDENTI		SON NOS. OF ABOVE PERSONS (ENTITIES	ONLY)
	Paul Kanavos			
2	CHECK THE APP	ROPRIATE	BOX IF A MEMBER OF A GROUP	(a)  _  (b)  X
 3	SEC USE ONLY			(b)  X
 3 	SEC USE ONLY			(b)  X
	SEC USE ONLY			(b)  X

6 CITIZENSHIP OR PLACE OF ORGANIZATION

	United States			
		7	SOLE VOTING POWER	
	NUMBER OF		0	
	SHARES BENEFICIALLY	8	SHARED VOTING POWER	
	OWNED BY EACH		200,000	
	REPORTING PERSON	9	SOLE DISPOSITIVE POWER	
			0	
		10	SHARED DISPOSITIVE POWER	
			200,000	
11	AGGREGATE AI	MOUNT BE	NEFICIALLY OWNED BY EACH REPORTING	G PERSON
	200,000			
12	CHECK BOX II	F THE AG	GREGATE AMOUNT IN ROW (11) EXCLUDI	ES CERTAIN SHARES
13	PERCENT OF (	 CLASS RE	PRESENTED BY AMOUNT IN ROW (11)	
	1.6%			
14	TYPE OF REP	ORTING P	ERSON (See Instructions)	
	IN			
CUSIP 1	NO. 769627100 NAME OF REPOR' I.R.S. IDENTI	_	SON NOS. OF ABOVE PERSONS (ENTITIES (	DNLY)
	RH1, LLC			
2	CHECK THE APP	ROPRIATE	BOX IF A MEMBER OF A GROUP	(a)  _  (b)  X
3	SEC USE ONLY			
	SOURCE OF FUNI			
	WC			
5	CHECK IF DISC		F LEGAL PROCEEDINGS IS REQUIRED PU	JRSUANT TO ITEMS
6	CITIZENSHIP O	R PLACE	OF ORGANIZATION	
	United States			

		7	SOLE VOTING POWER	
	NUMBER OF		0	
	SHARES BENEFICIALLY	8	SHARED VOTING POWER	
	OWNED BY EACH		200,000	
	REPORTING PERSON	9	SOLE DISPOSITIVE POWER	
			0	
		10	SHARED DISPOSITIVE POWER	
			200,000	
11	AGGREGATE A	MOUNT BE	ENEFICIALLY OWNED BY EACH REPORTING PERSON	
11	200,000	HIOONI DE	AND TOTALLET OWNED DI BION NELONTINO LENGON	
12	CHECK BOX I	F THE AG	GGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN	SHARE
13		CLASS RE	EPRESENTED BY AMOUNT IN ROW (11)	
	1.6% 			
 14		ORTING P	PERSON (See Instructions)	
 14 		ORTING P		
 1 4 	TYPE OF REP	ORTING P		
	TYPE OF REF OO NO. 769627100		PERSON (See Instructions)	
	TYPE OF REF  OO  NO. 769627100  NAME OF REPOR	RTING PER	PERSON (See Instructions)	
	TYPE OF REF  OO  NO. 769627100  NAME OF REPOR  I.R.S. IDENTI	RTING PER	PERSON (See Instructions)	
	TYPE OF REF  OO  NO. 769627100  NAME OF REPOR  I.R.S. IDENTI  ONIROT Living	RTING PER FICATION Trust D	PERSON (See Instructions)  RSON N NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
CUSIP	TYPE OF REF  OO  NO. 769627100  NAME OF REPOR  I.R.S. IDENTI  ONIROT Living	RTING PER FICATION Trust D	PERSON (See Instructions)  RSON N NOS. OF ABOVE PERSONS (ENTITIES ONLY)  Dated 6/20/2000	
CUSIP	TYPE OF REF  OO  NO. 769627100  NAME OF REPOR  I.R.S. IDENTI  ONIROT Living  CHECK THE APP	RTING PER FICATION Trust D	PERSON (See Instructions)  RSON N NOS. OF ABOVE PERSONS (ENTITIES ONLY)  Dated 6/20/2000  E BOX IF A MEMBER OF A GROUP  (a)  _	
CUSIP 1	TYPE OF REF  OO  NO. 769627100  NAME OF REPOR  I.R.S. IDENTI  ONIROT Living	RTING PER FICATION Trust D	PERSON (See Instructions)  RSON N NOS. OF ABOVE PERSONS (ENTITIES ONLY)  Dated 6/20/2000  E BOX IF A MEMBER OF A GROUP  (a)  _	
CUSIP 1	TYPE OF REF  OO  NO. 769627100  NAME OF REPOR  I.R.S. IDENTI  ONIROT Living  CHECK THE APP	RTING PER FICATION  Trust D PROPRIATE	PERSON (See Instructions)  RSON N NOS. OF ABOVE PERSONS (ENTITIES ONLY)  Dated 6/20/2000  E BOX IF A MEMBER OF A GROUP  (a)  _	
CUSIP 1 2	TYPE OF REF  OO  NO. 769627100  NAME OF REPOF  I.R.S. IDENTI  ONIROT Living  CHECK THE APP	RTING PER FICATION  Trust D PROPRIATE	PERSON (See Instructions)  RSON N NOS. OF ABOVE PERSONS (ENTITIES ONLY)  Dated 6/20/2000  E BOX IF A MEMBER OF A GROUP  (a)  _	
CUSIP 1 2 3 4	TYPE OF REF  OO  NO. 769627100 NAME OF REPOF I.R.S. IDENTI  ONIROT Living CHECK THE APF  SEC USE ONLY  SOURCE OF FUN	RTING PER FICATION  Trust D PROPRIATE	PERSON (See Instructions)  RSON N NOS. OF ABOVE PERSONS (ENTITIES ONLY)  Dated 6/20/2000  E BOX IF A MEMBER OF A GROUP  (a)  _	  ITEMS
CUSIP 1 2	TYPE OF REF  OO  NO. 769627100 NAME OF REPOR I.R.S. IDENTI  ONIROT LIVING CHECK THE APP  SEC USE ONLY  SOURCE OF FUN  OO  CHECK IF DISC 2(d) or 2(e)	RTING PER FICATION  Trust D PROPRIATE  JUS  LOSURE O	PERSON (See Instructions)  RSON N NOS. OF ABOVE PERSONS (ENTITIES ONLY)  Dated 6/20/2000  E BOX IF A MEMBER OF A GROUP (b)  X   OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO	

	NUMBER OF		0	
	SHARES BENEFICIALLY	8	SHARED VOTING POWER	
	OWNED BY EACH REPORTING PERSON		200,000	
		9	SOLE DISPOSITIVE POWER	
			0	
		10	SHARED DISPOSITIVE POWER	
			200,000	
11	AGGREGATE A	AMOUNT BE	ENEFICIALLY OWNED BY EACH REPORTIN	IG PERSON
	200,000			
12	CHECK BOX I	F THE AC	GGREGATE AMOUNT IN ROW (11) EXCLUD	ES CERTAIN SHARES
13	PERCENT OF	CLASS RE	EPRESENTED BY AMOUNT IN ROW (11)	
	1.6%			
14	TYPE OF REE	PORTING E	PERSON (See Instructions)	
	00			
CUCID	NO 760627100			
CUSIP 1	NO. 769627100  NAME OF REPORT.  I.R.S. IDENTED  Brett Torino		RSON N NOS. OF ABOVE PERSONS (ENTITIES	ONLY)
	NAME OF REPORT I.R.S. IDENTION	IFICATION		ONLY)  (a)  _  (b)  X
1  2	NAME OF REPORT I.R.S. IDENTION	IFICATION	N NOS. OF ABOVE PERSONS (ENTITIES  E BOX IF A MEMBER OF A GROUP	(a)  _
1  2	NAME OF REPORT I.R.S. IDENTION Brett Torino CHECK THE APP	PROPRIATE	N NOS. OF ABOVE PERSONS (ENTITIES	(a)  _
1  2  3	NAME OF REPORT I.R.S. IDENTION Brett Torino CHECK THE APPROXICATION SEC USE ONLY	PROPRIATE	N NOS. OF ABOVE PERSONS (ENTITIES  E BOX IF A MEMBER OF A GROUP	(a)  _
1  2  3	NAME OF REPORT I.R.S. IDENTION TO SECUSE ONLY  SOURCE OF FUN	PROPRIATE	N NOS. OF ABOVE PERSONS (ENTITIES  E BOX IF A MEMBER OF A GROUP  DF LEGAL PROCEEDINGS IS REQUIRED P	(a)  _  (b)  X
1  2  3  4	NAME OF REPORT I.R.S. IDENTIFY Brett Torino  CHECK THE APPROVED THE SEC USE ONLY  SOURCE OF FUND  WC  CHECK IF DISC 2 (d) or 2 (e)	PROPRIATE	N NOS. OF ABOVE PERSONS (ENTITIES  E BOX IF A MEMBER OF A GROUP  DF LEGAL PROCEEDINGS IS REQUIRED P	(a)  _  (b)  X
1 2 3 4	NAME OF REPORT I.R.S. IDENTIFY Brett Torino  CHECK THE APPROVED THE SEC USE ONLY  SOURCE OF FUND  WC  CHECK IF DISC 2 (d) or 2 (e)	PROPRIATE  CLOSURE (  COSURE (  COSURE (  CO	N NOS. OF ABOVE PERSONS (ENTITIES  E BOX IF A MEMBER OF A GROUP  OF LEGAL PROCEEDINGS IS REQUIRED P  OF ORGANIZATION	(a)  _  (b)  X
1 2 3 4	NAME OF REPORT I.R.S. IDENTION	PROPRIATE  CLOSURE (  COSURE (  COSURE (  CO	N NOS. OF ABOVE PERSONS (ENTITIES  E BOX IF A MEMBER OF A GROUP  OF LEGAL PROCEEDINGS IS REQUIRED P  OF ORGANIZATION	(a)  _  (b)  X
1  2  3  4	NAME OF REPORT I.R.S. IDENTION	PROPRIATE  NDS  CLOSURE (	N NOS. OF ABOVE PERSONS (ENTITIES  E BOX IF A MEMBER OF A GROUP  OF LEGAL PROCEEDINGS IS REQUIRED P  OF ORGANIZATION  SOLE VOTING POWER  0	(a)  _  (b)  X

	`	5		
	OWNED BY EACH REPORTING		200,000	
	PERSON	9	SOLE DISPOSITIVE POWER	
			0	
		10	SHARED DISPOSITIVE POWER	
			200,000	
11	AGGREGATE	AMOUNT BEI	NEFICIALLY OWNED BY EACH REPORTI	 NG PERSON
	200,000			
12	CHECK BOX	IF THE AG	GREGATE AMOUNT IN ROW (11) EXCLU	DES CERTAIN SHARES
13	PERCENT OF	CLASS REI	PRESENTED BY AMOUNT IN ROW (11)	
	1.6%			
14	TYPE OF RE	 PORTING PI	ERSON (See Instructions)	
	IN			
CUSIP 1			SON NOS. OF ABOVE PERSONS (ENTITIES	ONLY)
2	CHECK THE AP	PROPRIATE	BOX IF A MEMBER OF A GROUP	(a)  _  (b)  X
3	SEC USE ONLY			
4	SOURCE OF FU	NDS		
	AF			
5	CHECK IF DIS 2(d) or 2(e)	CLOSURE OI	F LEGAL PROCEEDINGS IS REQUIRED	
6	CITIZENSHIP	OR PLACE (	OF ORGANIZATION	
	Delaware			
		7	SOLE VOTING POWER	
	NUMBER OF		300,000	
	SHARES BENEFICIALLY	8	SHARED VOTING POWER	
	OWNED BY EACH		0	
	REPORTING			

	PERSON	9	SOLE DISPOSITIVE POWER			
			300,000			
		10	SHARED DISPOSITIVE POWER			
			0			
11	AGGREGATE A	MOUNT BEN	EFICIALLY OWNED BY EACH REPORTING I	PERSON		
	300,000					
12	CHECK BOX I	F THE AGG	REGATE AMOUNT IN ROW (11) EXCLUDES	CERTAIN SHARES		
13	PERCENT OF	CLASS REP	RESENTED BY AMOUNT IN ROW (11)			
	2.4%					
14	TYPE OF REP	ORTING PE	RSON (See Instructions)			
	00					
CUSIP 1		FICATION	NOS. OF ABOVE PERSONS (ENTITIES ON	LY)		
			st Holdings, L.L.C.			
2	CHECK THE APP	ROPRIATE	BOX IF A MEMBER OF A GROUP	(a)  _  (b)  X		
3	SEC USE ONLY					
4	SOURCE OF FUN	 DS				
	AF					
5	CHECK IF DISC 2(d) or 2(e)	LOSURE OF	LEGAL PROCEEDINGS IS REQUIRED PUR:	SUANT TO ITEMS		
6	CITIZENSHIP O	CITIZENSHIP OR PLACE OF ORGANIZATION				
	Delaware					
		 7	SOLE VOTING POWER			
	NUMBER OF		0			
	SHARES BENEFICIALLY	8	SHARED VOTING POWER			
	OWNED BY EACH		300,000			
	REPORTING PERSON	9	SOLE DISPOSITIVE POWER			

		10	SHARED DISPOSITIVE POWER	
			300,000	
11	AGGREGATE A	MOUNT BE	NEFICIALLY OWNED BY EACH REPORTI	NG PERSON
	300,000			
12	CHECK BOX I	F THE AG	GREGATE AMOUNT IN ROW (11) EXCLU	JDES CERTAIN SHARES
13	PERCENT OF	CLASS RE	PRESENTED BY AMOUNT IN ROW (11)	
	2.4%			
14	TYPE OF REP	ORTING P	ERSON (See Instructions)	
	00			
CUSIP	NO. 769627100 NAME OF REPOR I.R.S. IDENTI		SON NOS. OF ABOVE PERSONS (ENTITIES	S ONLY)
	SOF-VII U.S.	Hotel Ho	ldings, L.L.C.	
2	CHECK THE APP	ROPRIATE	BOX IF A MEMBER OF A GROUP	(a)  _  (b)  X
3	SEC USE ONLY			
4	SOURCE OF FUN			
	AF			
5	CHECK IF DISC 2(d) or 2(e)	LOSURE O	F LEGAL PROCEEDINGS IS REQUIRED	PURSUANT TO ITEMS
6	CITIZENSHIP O	R PLACE	OF ORGANIZATION	
	Delaware			
		7	SOLE VOTING POWER	
	NUMBER OF		0	
	SHARES BENEFICIALLY	8	SHARED VOTING POWER	
	OWNED BY EACH		300,000	
	REPORTING PERSON	9	SOLE DISPOSITIVE POWER	
		-	0	
		1 0		
		10	SHARED DISPOSITIVE POWER	

300,000

			300,000		
11	AGGREGATE A	MOUNT BE	NEFICIALLY OWNED BY EACH REPORTING	FERSON	
	300,000				
 L2	CHECK BOX I	F THE AG	GREGATE AMOUNT IN ROW (11) EXCLUDE	S CERTAIN SHARES	
 L3	PERCENT OF	 CLASS RE	PRESENTED BY AMOUNT IN ROW (11)		
	2.4%				
 L4	TYPE OF REP	ORTING P	ERSON (See Instructions)		
	00				
CUSIP 1	NO. 769627100  NAME OF REPOR  I.R.S. IDENTI  I-1/I-2 U.S.	FICATION	NOS. OF ABOVE PERSONS (ENTITIES C	NLY)	
2			BOX IF A MEMBER OF A GROUP	(a)  _  (b)  X	
3	SEC USE ONLY				
 1	SOURCE OF FUN	OURCE OF FUNDS			
	AF				
 5		LOSURE O	F LEGAL PROCEEDINGS IS REQUIRED PU		
	CHECK IF DISC 2(d) or 2(e)		_		
	CHECK IF DISC 2(d) or 2(e)				
	CHECK IF DISC 2 (d) or 2 (e)				
	CHECK IF DISC 2 (d) or 2 (e)  CITIZENSHIP O  Delaware  NUMBER OF	PLACE	OF ORGANIZATION		
	CHECK IF DISC 2 (d) or 2 (e)  CITIZENSHIP O  Delaware  NUMBER OF SHARES BENEFICIALLY	 R PLACE 7	OF ORGANIZATION  SOLE VOTING POWER		
	CHECK IF DISC 2 (d) or 2 (e)  CITIZENSHIP O  Delaware  NUMBER OF SHARES BENEFICIALLY OWNED BY EACH	 R PLACE 7	OF ORGANIZATION  SOLE VOTING POWER  O SHARED VOTING POWER  300,000		
	CHECK IF DISC 2 (d) or 2 (e)  CITIZENSHIP O  Delaware  NUMBER OF SHARES BENEFICIALLY OWNED BY	 R PLACE 7	OF ORGANIZATION  SOLE VOTING POWER  O SHARED VOTING POWER		
	CHECK IF DISC 2 (d) or 2 (e)  CITIZENSHIP O  Delaware  NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING	7 8	OF ORGANIZATION  SOLE VOTING POWER  O SHARED VOTING POWER  300,000		
6	CHECK IF DISC 2 (d) or 2 (e)  CITIZENSHIP O  Delaware  NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING	7 8	OF ORGANIZATION  SOLE VOTING POWER  O SHARED VOTING POWER  300,000 SOLE DISPOSITIVE POWER		

	300,000					
12	CHECK BOX I	F THE AG	GREGATE AMOUNT IN ROW (11) EXCLUDE	S CERTAIN SHARES		
13	PERCENT OF	CLASS RE	PRESENTED BY AMOUNT IN ROW (11)			
	2.4%					
14	TYPE OF REP	ORTING P	ERSON (See Instructions)			
	00					
CUSIF 1		FICATION	SON NOS. OF ABOVE PERSONS (ENTITIES C	NLY)		
2			BOX IF A MEMBER OF A GROUP	(a)  _  (b)  X		
				(D)   A		
3	SEC USE ONLY					
4	SOURCE OF FUN	SOURCE OF FUNDS				
	WC					
5	CHECK IF DISC 2(d) or 2(e)	LOSURE O	F LEGAL PROCEEDINGS IS REQUIRED PU			
6	CITIZENSHIP C	R PLACE	OF ORGANIZATION			
	Delaware					
		7	SOLE VOTING POWER			
	NUMBER OF SHARES		0			
	BENEFICIALLY OWNED BY	8	SHARED VOTING POWER			
	EACH REPORTING		300,000			
	PERSON	9	SOLE DISPOSITIVE POWER			
			0			
		10	SHARED DISPOSITIVE POWER			
			300,000			
11	AGGREGATE A	MOUNT BE	NEFICIALLY OWNED BY EACH REPORTING	PERSON		
	300,000					

12	CHECK BOX I	F THE AG	GREGATE AMOUNT IN ROW (11) EXCLUD	ES CERTAIN SHARES			
13	PERCENT OF	CLASS RE	PRESENTED BY AMOUNT IN ROW (11)				
	2.4%						
14	TYPE OF REP	ORTING P	ERSON (See Instructions)				
	PN						
CHETE	P NO. 769627100						
1	NAME OF REPOR						
	I.R.S. IDENTI	FICATION	NOS. OF ABOVE PERSONS (ENTITIES	ONLY)			
	Starwood Glob	al Opport	tunity Fund VII-B, L.P.				
2	CHECK THE APP	ROPRIATE	BOX IF A MEMBER OF A GROUP	(a)  _  (b)  X			
3	SEC USE ONLY						
4	SOURCE OF FUN	SOURCE OF FUNDS					
	WC	WC					
5	CHECK IF DISC 2(d) or 2(e)	LOSURE O	F LEGAL PROCEEDINGS IS REQUIRED P	URSUANT TO ITEMS			
6	CITIZENSHIP O	R PLACE (	OF ORGANIZATION				
	Delaware						
		7	SOLE VOTING POWER				
	NUMBER OF		0				
	SHARES BENEFICIALLY	8	SHARED VOTING POWER				
	OWNED BY EACH		300,000				
	REPORTING PERSON	9	SOLE DISPOSITIVE POWER				
			0				
		10	SHARED DISPOSITIVE POWER				
			300,000				
11	<b>ЛССБЕСЛ</b> ТЕ Л	שווות דעווות	NEFICIALLY OWNED BY EACH REPORTIN				
11		TIOUNI DEI	NEFICIALLI OWNED DI EACH REPORIIN	A LEVOON			
	300,000 						
12	CHECK BOX I	F THE AG	GREGATE AMOUNT IN ROW (11) EXCLUD	ES CERTAIN SHARES			

13	PERCENT OF C	LASS RE	PRESENTED BY AMOUNT IN ROW (11)			
	2.4%%					
14	TYPE OF REPO	RTING P	ERSON (See Instructions)			
	PN					
CUSI	P NO. 769627100					
1	NAME OF REPORT I.R.S. IDENTIF		SON NOS. OF ABOVE PERSONS (ENTITIE	S ONLY)		
	Starwood US Op	portuni <sup>.</sup>	ty Fund VII-D, L.P.			
 2			BOX IF A MEMBER OF A GROUP	 (a)  _		
				(b)  X		
3	SEC USE ONLY					
4	SOURCE OF FUND	S				
	WC					
5	CHECK IF DISCL 2(d) or 2(e)	OSURE O	F LEGAL PROCEEDINGS IS REQUIRED	PURSUANT TO ITEMS		
	2(0) 01 2(0)			' <u>-</u> '		
6	CITIZENSHIP OR	PLACE	OF ORGANIZATION			
	Delaware					
		7	SOLE VOTING POWER			
	NUMBER OF		0			
	SHARES BENEFICIALLY	8	SHARED VOTING POWER			
	OWNED BY EACH		300,000			
	REPORTING PERSON	9	SOLE DISPOSITIVE POWER			
			0			
		10	SHARED DISPOSITIVE POWER			
			300,000			
11	AGGREGATE AM	OUNT BE	NEFICIALLY OWNED BY EACH REPORT			
	300,000					
12	CHECK BOX IF	THE AG	GREGATE AMOUNT IN ROW (11) EXCL	UDES CERTAIN SHARES		

	2.4%	J				
14	TYPE OF REP	ORTING P	PERSON (See Instructions)			
	PN					
CUSI	P NO. 769627100					
1	NAME OF REPOR I.R.S. IDENTI		RSON N NOS. OF ABOVE PERSONS (ENTITIES	ONLY)		
	Starwood US O	pportuni	ty Fund VII-D-2, L.P.			
2	CHECK THE APP	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)   _   (b)   X				
3	SEC USE ONLY					
4	SOURCE OF FUN	DS				
	WC					
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)					
6	CITIZENSHIP O	CITIZENSHIP OR PLACE OF ORGANIZATION				
	Delaware					
		7	SOLE VOTING POWER			
	NUMBER OF		0			
	SHARES BENEFICIALLY	8	SHARED VOTING POWER			
	OWNED BY EACH		300,000			
	REPORTING PERSON	9	SOLE DISPOSITIVE POWER			
			0			
		10	SHARED DISPOSITIVE POWER			
			300,000			
11	AGGREGATE A	MOUNT BE	ENEFICIALLY OWNED BY EACH REPORTI	ING PERSON		
	300,000					
12	CHECK BOX I	F THE AG	GGREGATE AMOUNT IN ROW (11) EXCLU	JDES CERTAIN SHARES		
13			EPRESENTED BY AMOUNT IN ROW (11)			
	2.4%					
14	TYPE OF REP	ORTING P	PERSON (See Instructions)			

	PN			
CUSI 1	P NO. 769627100 NAME OF REPOR I.R.S. IDENTI		RSON I NOS. OF ABOVE PERSONS (ENTITIES	ONLY)
	Starwood Capi	tal Hosp	pitality Fund I-1, L.P.	
2	CHECK THE APP	ROPRIATE	BOX IF A MEMBER OF A GROUP	(a)  _  (b)  X
3	SEC USE ONLY			
4	SOURCE OF FUN	 DS		
	WC			
5	CHECK IF DISC 2(d) or 2(e)	LOSURE C	F LEGAL PROCEEDINGS IS REQUIRED	PURSUANT TO ITEMS
6	CITIZENSHIP C	R PLACE	OF ORGANIZATION	
	Delaware			
		7	SOLE VOTING POWER	
	NUMBER OF		0	
	SHARES BENEFICIALLY	8	SHARED VOTING POWER	
	OWNED BY EACH		300,000	
	REPORTING PERSON	9	SOLE DISPOSITIVE POWER	
			0	
		10	SHARED DISPOSITIVE POWER	
			300,000	
11	AGGREGATE A	MOUNT BE	NEFICIALLY OWNED BY EACH REPORTI	NG PERSON
	300,000			
12	CHECK BOX I	F THE AG	GGREGATE AMOUNT IN ROW (11) EXCLU	
13	PERCENT OF	CLASS RE	PRESENTED BY AMOUNT IN ROW (11)	
	2.4%			
14	TYPE OF REP	ORTING P	PERSON (See Instructions)	
	PN			

	NO. 769627100 NAME OF REPOR		SON NOS. OF ABOVE PERSONS (ENTITIE:	S ONLY)			
	Starwood Capi	tal Hosp	itality Fund I-2, L.P.	·			
2	CHECK THE APP	ROPRIATE	BOX IF A MEMBER OF A GROUP	(a)  _  (b)  X			
3	SEC USE ONLY						
4	SOURCE OF FUN	SOURCE OF FUNDS					
	WC						
5	CHECK IF DISC 2(d) or 2(e)	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)					
6	CITIZENSHIP C	R PLACE	OF ORGANIZATION				
	Delaware						
		7	SOLE VOTING POWER				
	NUMBER OF		0				
	SHARES BENEFICIALLY	8	SHARED VOTING POWER				
	OWNED BY EACH		300,000				
	REPORTING PERSON	9	SOLE DISPOSITIVE POWER				
			0				
		10	SHARED DISPOSITIVE POWER				
			300,000				
11	AGGREGATE A	MOUNT BE	NEFICIALLY OWNED BY EACH REPORT:	ING PERSON			
	300,000						
12	CHECK BOX I	F THE AG	GREGATE AMOUNT IN ROW (11) EXCLU				
13	PERCENT OF	CLASS RE	PRESENTED BY AMOUNT IN ROW (11)				
	2.4%						
14	TYPE OF REP		ERSON (See Instructions)				
	PN						

CUSIP NO. 769627100

	SOF-VII Manag	ement, L	.L.C.		
2	CHECK THE APP	ROPRIATE	BOX IF A MEMBER OF A GROUP	(a)  _  (b)  X	
3	SEC USE ONLY				
4	SOURCE OF FUN				
	AF				
5	CHECK IF DISC 2(d) or 2(e)	LOSURE C	F LEGAL PROCEEDINGS IS REQUIRED P	URSUANT TO ITEMS	
6	CITIZENSHIP O	R PLACE	OF ORGANIZATION		
	Delaware				
		7	SOLE VOTING POWER		
	NUMBER OF		0		
	SHARES BENEFICIALLY	8	SHARED VOTING POWER		
	OWNED BY EACH		300,000		
	REPORTING PERSON	9	SOLE DISPOSITIVE POWER		
			0		
		10	SHARED DISPOSITIVE POWER		
			300,000		
11	AGGREGATE A	MOUNT BE	NEFICIALLY OWNED BY EACH REPORTIN	G PERSON	
	300,000				
12	CHECK BOX I	F THE AG	GREGATE AMOUNT IN ROW (11) EXCLUD	ES CERTAIN SHARES	
13	PERCENT OF	 CLASS RE	PRESENTED BY AMOUNT IN ROW (11)		
	2.4%				
14	TYPE OF REP	ORTING P	PERSON (See Instructions)		
	00				

	SCG Hotel Man	agement,	L.L.C.	
2	CHECK THE APP	ROPRIATE 1	BOX IF A MEMBER OF A GROUP	(a)  _  (b)  X
3	SEC USE ONLY			
4	SOURCE OF FUN	 DS		
	AF			
5	CHECK IF DISC 2(d) or 2(e)	LOSURE OF	LEGAL PROCEEDINGS IS REQUIRED	PURSUANT TO ITEMS
6	CITIZENSHIP O	R PLACE O	F ORGANIZATION	
	Delaware			
		7	SOLE VOTING POWER	
	NUMBER OF		0	
	SHARES BENEFICIALLY	8	SHARED VOTING POWER	
	OWNED BY EACH		300,000	
	REPORTING PERSON	9	SOLE DISPOSITIVE POWER	
			0	
		10	SHARED DISPOSITIVE POWER	
			300,000	
11	AGGREGATE A	MOUNT BENI	EFICIALLY OWNED BY EACH REPORTI	NG PERSON
	300,000			
12	CHECK BOX I	F THE AGG	REGATE AMOUNT IN ROW (11) EXCLU	JDES CERTAIN SHARES
13	PERCENT OF	CLASS REP	RESENTED BY AMOUNT IN ROW (11)	
	2.4%			
14	TYPE OF REP	ORTING PE	RSON (See Instructions)	
	00			
CUSIF	P NO. 769627100  NAME OF REPOR		ON NOS. OF ABOVE PERSONS (ENTITIES	ONIV
				, OMIT!
	Starwood Capi		GIOUGIA IIIC	

(b) |X|

3	SEC USE ONLY			
4	SOURCE OF FUN	IDS		
	AF			
5	CHECK IF DISC 2(d) or 2(e)	CLOSURE (	DF LEGAL PROCEEDINGS IS REQUIRED PU	
6	CITIZENSHIP C	R PLACE	OF ORGANIZATION	
	Connecticut			
		7	SOLE VOTING POWER	
	NUMBER OF		0	
	SHARES BENEFICIALLY	8	SHARED VOTING POWER	
	OWNED BY EACH		300,000	
	REPORTING PERSON	9	SOLE DISPOSITIVE POWER	
			0	
		10	SHARED DISPOSITIVE POWER	
			300,000	
11	AGGREGATE A	MOUNT BE	ENEFICIALLY OWNED BY EACH REPORTING	G PERSON
	300,000			
12	CHECK BOX I	F THE AC	GGREGATE AMOUNT IN ROW (11) EXCLUDE	ES CERTAIN SHARES
13	PERCENT OF	CLASS RE	EPRESENTED BY AMOUNT IN ROW (11)	
	2.4%			
14	TYPE OF REP	ORTING E	PERSON (See Instructions)	
	00			
CUSIP 1	NO. 769627100 NAME OF REPOR		RSON N NOS. OF ABOVE PERSONS (ENTITIES (	DNLY)
	Barry S. Ster	nlicht		
2	CHECK THE APP	ROPRIATE	E BOX IF A MEMBER OF A GROUP	(a)  _  (b)  X

3	SEC USE ONLY			
4	SOURCE OF FUN	 NDS		
	00			
5	CHECK IF DISC 2(d) or 2(e)	CLOSURE C	PF LEGAL PROCEEDINGS IS REQUIRED P	PURSUANT TO ITEMS
6	CITIZENSHIP (	OR PLACE	OF ORGANIZATION	
	United States	5		
		7	SOLE VOTING POWER	
	NUMBER OF		123,200	
	SHARES BENEFICIALLY	8	SHARED VOTING POWER	
	OWNED BY EACH		300,000	
	REPORTING PERSON	9	SOLE DISPOSITIVE POWER	
			123,200	
		10	SHARED DISPOSITIVE POWER	
			300,000	
11	AGGREGATE A	AMOUNT BE	:NEFICIALLY OWNED BY EACH REPORTIN	IG PERSON
	423,200			
12	CHECK BOX I	IF THE AG	GGREGATE AMOUNT IN ROW (11) EXCLUD	ES CERTAIN SHARES
13	PERCENT OF	CLASS RE	PRESENTED BY AMOUNT IN ROW (11)	
	3.4%			
14	TYPE OF REE	PORTING P	PERSON (See Instructions)	
	IN			
CUSI	P NO. 769627100			
1	NAME OF REPOR		RSON I NOS. OF ABOVE PERSONS (ENTITIES	ONLY)
	High Desert (	Gaming, I	LC	
2	CHECK THE APE	PROPRIATE	BOX IF A MEMBER OF A GROUP	(a)  _  (b)  X
3	SEC USE ONLY			

4	SOURCE OF FUN	ns				
1	AF					
5		 Losure c	OF LEGAL PROCEEDINGS IS REQUIRED P	URSUANT TO ITEMS		
6	CITIZENSHIP O	P OR PLACE OF ORGANIZATION				
	Delaware					
		7	SOLE VOTING POWER			
	NUMBER OF		300,000			
	SHARES BENEFICIALLY	8	SHARED VOTING POWER			
	OWNED BY EACH		0			
	REPORTING PERSON	9	SOLE DISPOSITIVE POWER			
			300,000			
		10	SHARED DISPOSITIVE POWER			
			0			
11	AGGREGATE A	MOUNT BE	:NEFICIALLY OWNED BY EACH REPORTIN	G PERSON		
	300,000					
12	CHECK BOX I	F THE AG	GGREGATE AMOUNT IN ROW (11) EXCLUD	ES CERTAIN SHARES		
13	PERCENT OF	 CLASS RE	PRESENTED BY AMOUNT IN ROW (11)			
	2.4%					
14	TYPE OF REP	ORTING P	PERSON (See Instructions)			
	00					
	P NO. 769627100 NAME OF REPOR I.R.S. IDENTI		RSON I NOS. OF ABOVE PERSONS (ENTITIES	ONLY)		
	LAMB Partners					
2	CHECK THE APP	ROPRIATE	BOX IF A MEMBER OF A GROUP	(a)  _  (b)  X		
3	SEC USE ONLY					
4	SOURCE OF FUN	 DS				
	WC					

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5	CHECK IF DISC 2(d) or 2(e)	CLOSURE O	F LEGAL PROCEEDINGS IS REQUIRED	PURSUANT TO ITEMS
 6	CITIZENSHIP C	R PLACE	OF ORGANIZATION	
	Illinois			
		7	SOLE VOTING POWER	
	NUMBER OF		300,000	
	SHARES BENEFICIALLY OWNED BY EACH	8	SHARED VOTING POWER	
			0	
	REPORTING PERSON	9	SOLE DISPOSITIVE POWER	
			300,000	
		10	SHARED DISPOSITIVE POWER	
			0	
11	AGGREGATE A	MOUNT BE	NEFICIALLY OWNED BY EACH REPORTI	NG PERSON
	300,000			
 13		CLASS RE	PRESENTED BY AMOUNT IN ROW (11)	
	2.4%			
14	TYPE OF REP	ORTING P	ERSON (See Instructions)	
	00 			
CUSII 1	P NO. 769627100  NAME OF REPOR  I.R.S. IDENTI  LAMB, LLC	_	SON NOS. OF ABOVE PERSONS (ENTITIES	ONLY)
			DOV TE & MEMBER OF & CROUD	
۷			BOX IF A MEMBER OF A GROUP	(a)  _  (b)  X
3	SEC USE ONLY			
4	SOURCE OF FUN			
	AF			
 5	CHECK IF DISC 2(d) or 2(e)	LOSURE O	F LEGAL PROCEEDINGS IS REQUIRED	PURSUANT TO ITEMS

			OF ORGANIZATION		
	Delaware				
		7	SOLE VOTING POWER		
	NUMBER OF		300,000		
	SHARES BENEFICIALLY OWNED BY EACH	8	SHARED VOTING POWER		
			0		
	REPORTING PERSON	9	SOLE DISPOSITIVE POWER		
			300,000		
		10	SHARED DISPOSITIVE POWER		
			0		
11	AGGREGATE A	MOUNT BEI	NEFICIALLY OWNED BY EACH REPORTI	NG PERSON	
	300,000				
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARE				
 L3	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)				
	2.4%				
14	TYPE OF REPORTING PERSON (See Instructions)				
	00				
	00				
	P NO. 769627100	OTING DED	CON		
	P NO. 769627100 NAME OF REPOF		SON NOS. OF ABOVE PERSONS (ENTITIES	ONLY)	
	P NO. 769627100 NAME OF REPOF	FICATION	NOS. OF ABOVE PERSONS (ENTITIES		
1	P NO. 769627100  NAME OF REPOFIRS. IDENTI	FICATION	NOS. OF ABOVE PERSONS (ENTITIES		
1  2	P NO. 769627100  NAME OF REPORTIONS. IDENTIONS  ISLE INVESTOR  CHECK THE APE	FICATION  TS, LLC  PROPRIATE	NOS. OF ABOVE PERSONS (ENTITIES	(a)  _  (b)  X	
1  2  3	P NO. 769627100  NAME OF REPORTIONS. IDENTIONS  ISLE INVESTOR  CHECK THE APE	rs, LLC PROPRIATE	NOS. OF ABOVE PERSONS (ENTITIES  BOX IF A MEMBER OF A GROUP	(a)  _  (b)  X	
1  2  3	P NO. 769627100  NAME OF REPORT I.R.S. IDENTI  ISLE Investor  CHECK THE APE  SEC USE ONLY	rs, LLC PROPRIATE	NOS. OF ABOVE PERSONS (ENTITIES  BOX IF A MEMBER OF A GROUP	(a)  _  (b)  X	
1  2  3	P NO. 769627100  NAME OF REPOFIRES. IDENTI  ISLE INVESTOR  CHECK THE APPENDED  SEC USE ONLY  SOURCE OF FUN	REFICATION  SS, LLC  PROPRIATE	NOS. OF ABOVE PERSONS (ENTITIES  BOX IF A MEMBER OF A GROUP  F LEGAL PROCEEDINGS IS REQUIRED	(a)  _  (b)  X	

	Delaware					
		7	SOLE VOTING POWER			
	NUMBER OF SHARES		75,300			
BEN OWN EAC	BENEFICIALLY OWNED BY	8	SHARED VOTING POWER			
	EACH		0			
	REPORTING PERSON	9	SOLE DISPOSITIVE POWER			
			75,300			
		10	SHARED DISPOSITIVE POWER			
			0			
11	AGGREGATE A	MOUNT BE	NEFICIALLY OWNED BY EACH REPORTI	NG PERSON		
	75,300					
12	CHECK BOX I	F THE AG	GREGATE AMOUNT IN ROW (11) EXCLU	DES CERTAIN SHARES		
13	PERCENT OF	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)				
	0.6%					
14	TYPE OF REP	TYPE OF REPORTING PERSON (See Instructions)				
	00					
	NO. 769627100		201			
1	NAME OF REPOR	-	NOS. OF ABOVE PERSONS (ENTITIES	ONLY)		
	Greg Carlin					
2	CHECK THE APP:	ROPRIATE	BOX IF A MEMBER OF A GROUP	(a)  _  (b)  X		
3	SEC USE ONLY					
4	SOURCE OF FUNDS					
	00					
5	CHECK IF DISC 2(d) or 2(e)	LOSURE O	F LEGAL PROCEEDINGS IS REQUIRED			
6	CITIZENSHIP O	R PLACE	OF ORGANIZATION			
	United States					

		7	SOLE VOTING POWER			
	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON		0			
		8	SHARED VOTING POWER			
			375,300			
		9	SOLE DISPOSITIVE POWER			
			0			
		10	SHARED DISPOSITIVE POWER			
			375,300			
11	AGGREGATE A	MOUNT BEI	NEFICIALLY OWNED BY EACH REPORTIN	IG PERSON		
	375,300					
12	CHECK BOX I	F THE AG	GREGATE AMOUNT IN ROW (11) EXCLUD	ES CERTAIN SHARES		
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)						
	3.0%					
14	TYPE OF REP	ORTING P	ERSON (See Instructions)			
	IN					
CUSIP 1	NO. 769627100  NAME OF REPOR  I.R.S. IDENTI  Neil Bluhm		SON NOS. OF ABOVE PERSONS (ENTITIES	ONLY)		
		ROPRIATE	BOX IF A MEMBER OF A GROUP	(a)  _		
2	CHICK THE TIT	IOI IOIIII	BON II II IIBIBBN OF II GNOOF	(b)  X		
3	SEC USE ONLY					
4	SOURCE OF FUNDS					
	00					
5	CHECK IF DISC 2(d) or 2(e)	LOSURE OI		PURSUANT TO ITEMS		
6	CITIZENSHIP O	R PLACE (	OF ORGANIZATION			
	United States					
		7	SOLE VOTING POWER			
	NUMBER OF		0			

	SHARES BENEFICIALLY OWNED BY EACH	8	SHARED VOTING POWER 300,000	
	REPORTING PERSON	9	SOLE DISPOSITIVE POWER	
			0	
		10	SHARED DISPOSITIVE POWER	
			300,000	
11	AGGREGATE A	MOUNT E	BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	300,000			
12	CHECK BOX I	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES		
13	PERCENT OF	CLASS I	REPRESENTED BY AMOUNT IN ROW (11)	
	2.4%			
14	TYPE OF REP	ORTING	PERSON (See Instructions)	
	IN			

This Amendment No. 4 amends and supplements the statement on Schedule 13D (the "Statement") originally filed with the Securities and Exchange Commission on December 28, 2005, and amended by Amendment No. 1 on March 3, 2006, Amendment No. 2 on March 23, 2006 and Amendment No. 3 on April 7, 2006, by Flag Luxury Riv, LLC; Flag Luxury Properties, LLC; MJX Flag Associates, LLC; Flag Leisure Group, LLC; Sillerman Real Estate Ventures, LLC; Robert Sillerman; Paul Kanavos; RH1, LLC; ONIROT Living Trust dated 6/20/2000; Brett Torino; Rivacg LLC; SOF U.S. Hotel Co-Invest Holdings, L.L.C.; SOF-VII US Hotel Holdings, L.L.C.; I-1/I-2 U.S. Holdings, L.L.C.; Starwood Global Opportunity Fund VII-A, L.P.; Starwood Global Opportunity Fund VII-B, L.P.; Starwood U.S. Opportunity Fund VII-D, L.P.; Starwood U.S. Opportunity Fund VII-D-2, L.P.; Starwood Capital Hospitality Fund I-1, L.P.; Starwood Capital Hospitality Fund I-2, L.P.; SOF-VII Management, L.L.C.; SCG Hotel Management, L.L.C.; Starwood Capital Group Global, LLC; Barry S. Sternlicht; High Desert Gaming, LLC; LAMB Partners; LAMB, LLC; ISLE Investors, LLC; Greg Carlin; Neil Bluhm; with respect to the common stock, par value \$0.001 per share, of Riviera Holdings Corp., a Nevada corporation. Unless otherwise indicated, each capitalized term used but not defined herein shall have the meaning assigned to such term in the Statement. From and after the date hereof, all references in the Statement to the Statement or terms of similar import shall be deemed to refer to the Statement as amended and supplemented hereby.

The Reporting Persons have entered into an Amended and Restated Joint Filing Agreement dated April 5, 2006, a copy of which was filed as Exhibit 10.4 to the Statement, and which is incorporated herein by reference. Neither the fact of this filing nor anything contained herein shall be deemed an admission by the Reporting Persons that they constitute a "group" as such term is used in Section 13(d)(1)(k) of the rules and regulations under the Securities Exchange Act of 1934, as amended.

ITEM 1. SECURITY AND ISSUER

Response unchanged.

ITEM 2. IDENTITY AND BACKGROUND

Response unchanged.

ITEM 3. SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION

Response unchanged.

ITEM 4. PURPOSE OF TRANSACTION

Response unchanged.

ITEM 5. INTEREST IN SECURITIES OF THE COMPANY

Response unchanged.

ITEM 6. CONTRACTS, ARRANGEMENTS, UNDERSTANDINGS, OR RELATIONSHIPS WITH RESPECT TO SECURITIES OF THE COMPANY.

Item 6 is hereby supplemented as follows:

7. On May 18, 2006, FLR, HDG, RH1, and Starwood Capital Group accepted a Commitment Letter (the "Commitment Letter") from Column Financial, Inc. (the "Lender"), a wholly owned subsidiary of Credit Suisse, wherein, among other things, the Lender agreed to provide financing to FLR, HDG, RH1 and Starwood Capital Group (collectively, the "Sponsors") aggregating up to \$350 million in

connection with the proposed acquisition of the Company. A copy of the Commitment Letter is attached as Exhibit 10.7 hereto and incorporated herein by reference.

The terms of the financing facility are as follows:

- o The total financing facility will not exceed \$350 million and may consist of both a mortgage loan and a mezzanine loan.
- o The Lender's commitment to provide the financing facility has an initial term of six months. Parent may extend the term of the commitment for nine one-month periods upon written notice to the Lender and payment of 12.5 basis points for each month that the commitment is extended.
- o Upon acceptance of the commitment, Parent will pay the Lender a commitment fee equal to .375% of the aggregate principal amount of the loan (i.e. \$1,312,500) in consideration, among other things, of the issuance of the commitment. Upon the sooner to occur of (x) approval of the Merger by the Stockholders or (y) the date which is 90 days from the date of the Commitment Letter, Parent will pay to the Lender a fee equal to .375% (i.e. \$1,312,500) of the aggregate principal amount of the loan. Such commitment fee, less expenses, will be refunded if (i) Parent has not breached its obligations under the commitment and (ii) the Lender fails to close and fund the loan in accordance with the terms of the commitment.
- o The Lender will be entitled to terminate the commitment upon the occurrence of certain events including, among others, (i) any material adverse change affecting the Merger, the Company, the property of the Company or the capital markets, or (ii) the filing of a petition of bankruptcy, insolvency or reorganization by or against Parent, its stockholders or certain of their

affiliates.

o Parent will pay the Lender (i) a non-refundable 1.25% origination fee upon funding of the loan and (ii) reimbursement for all reasonable and customary costs and expenses.

o The mortgage loan will be secured by, among other things, (i) a perfected first mortgage on the fee simple interest in the real property comprising the Riviera Hotel and Casino in Las Vegas, Nevada, (ii) an assignment of all related leases, rents, casino revenues and cash on hand, deposits, income and profits, and (iii) an assignment or a perfected security interest in all other contracts, agreements, and personal property relating to the Riviera Hotel and Casino. Any mezzanine loan will be secured by a pledge of the equity interests of Parent.

o Both the commitment and consummation of the loan will be subject to certain conditions precedent, including, among other things, (i) satisfactory completion of due diligence investigations, (ii) execution and delivery of definitive documentation relating to the loan, (iii) first-priority liens and security interests in the property (free and clear of all liens), (iv) accuracy of representations and warranties, (v) payment of fees and expenses, (vi) obtaining of satisfactory insurance, (vii) no material adverse change, (viii) receipt of legal opinions, (ix) satisfaction of all conditions to the merger, (x) governmental and applicable third party consents, and (xi) the non-occurrence of any event of default.

o The stockholders of Parent or their affiliates will execute a several guaranty and indemnity with respect to the recourse obligations of Parent. The relative obligations of the guarantors will be in accordance with their direct and indirect equity interests in Parent, and the guaranty will be limited to \$35 million.

A copy of the Commitment Letter is filed herewith as Exhibit 10.7 and incorporated herein by reference. The foregoing and subsequent references to, and descriptions of, the Commitment Letter are qualified in their entirety by reference to the Commitment Letter, the terms of which are incorporated herein by reference to Exhibit 10.7 hereto.

#### ITEM 7. MATERIAL TO BE FILED AS EXHIBITS.

Item 7 is hereby supplemented as follows:

10.7 Commitment Letter, dated May 18, 2006, among Column Financial, Inc., Flag Luxury Riv, LLC, High Desert Gaming, LLC, RH1, LLC, and Starwood Capital Group.

#### SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Flag Luxury Riv, LLC

By: /s/ Paul Kanavos

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Name: Paul Kanavos

Title: President

Flag Luxury Properties, LLC

By: /s/ Paul Kanavos

Name: Paul Kanavos

Name: Paul Kanavos Title: President

MJX Flag Associates, LLC

By: /s/ Robert Sillerman

Name: Member

Title: Robert Sillerman

Flag Leisure Group, LLC

By: /s/ Paul Kanavos

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Name: Paul Kanavos Title: President

Sillerman Real Estate Ventures, LLC

By: /s/ Robert Sillerman

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Name: Robert Sillerman

Title: Member

Robert Sillerman

/s/ Robert Sillerman

\_\_\_\_\_

Paul Kanavos

/s/ Paul Kanavos

\_\_\_\_\_

RH1, LLC

By: ONIROT Living Trust dated

06/20/2000

Its sole member

By: /s/ Brett Torino

\_\_\_\_\_

Name: Brett Torino Title: Trustee

ONIROT Living Trust dated 06/20/2000

By: /s/ Brett Torino \_\_\_\_\_ Name: Brett Torino Title: Trustee Brett Torino /s/ Brett Torino Rivacq LLC By: SOF U.S. Hotel Co-Invest Holdings, L.L.C. By: SOF-VII U.S. Hotel Holdings, L.L.C. By: /s/ Barry S. Sternlicht \_\_\_\_\_ Name: Barry S. Sternlicht Title: Chief Executive Officer By: I-1/I-2 U.S. Holdings, L.L.C. By: /s/ Barry S. Sternlicht \_\_\_\_\_ Name: Barry S. Sternlicht Title: Chief Executive Officer SOF U.S. Hotel Co-Invest Holdings, L.L.C. By: SOF-VII U.S. Hotel Holdings, L.L.C. By: /s/ Barry S. Sternlicht Name: Barry S. Sternlicht Title: Chief Executive Officer By: I-1/I-2 U.S. Holdings, L.L.C. By: /s/ Barry S. Sternlicht \_\_\_\_\_ Name: Barry S. Sternlicht Title: Chief Executive Officer SOF-VII U.S. Hotel Holdings, L.L.C.

By: /s/ Barry S. Sternlicht Name: Barry S. Sternlicht Title: Chief Executive Officer I-1/I-2 U.S. Holdings, L.L.C. By: /s/ Barry S. Sternlicht Name: Barry S. Sternlicht Title: Chief Executive Officer Starwood Global Opportunity Fund VII-A, L.P. By: SOF-VII Management, L.L.C. Its general partner By: Starwood Capital Group Global, L.L.C. Its General manager By: /s/ Barry S. Sternlicht \_\_\_\_\_\_ Name: Barry S. Sternlicht Title: Chief Executive Officer Starwood Global Opportunity Fund VII-B, L.P. By: SOF-VII Management, L.L.C. Its general partner By: Starwood Capital Group Global, L.L.C. \_\_\_\_\_\_ Its General manager By: /s/ Barry S. Sternlicht Name: Barry S. Sternlicht Title: Chief Executive Officer Starwood U.S. Opportunity Fund VII-D, L.P. By: SOF-VII Management, L.L.C. Its general partner By: Starwood Capital Group Global, L.L.C. Its General manager By: /s/ Barry S. Sternlicht \_\_\_\_\_

> Name: Barry S. Sternlicht Title: Chief Executive Officer

> > 35

Starwood U.S. Opportunity Fund VII-D-2, L.P. By: SOF-VII Management, L.L.C. \_\_\_\_\_ Its general partner By: Starwood Capital Group Global, L.L.C. Its General manager By: /s/ Barry S. Sternlicht Name: Barry S. Sternlicht Title: Chief Executive Officer Starwood Capital Hospitality Fund I-1, L.P. By: SCG Hotel Management, L.L.C. Its general partner By: Starwood Capital Group Global, L.L.C. \_\_\_\_\_ Its General manager By: /s/ Barry S. Sternlicht \_\_\_\_\_ Name: Barry S. Sternlicht Title: Chief Executive Officer Starwood Capital Hospitality Fund I-2, L.P. By: SCG Hotel Management, L.L.C. \_\_\_\_\_ Its general partner By: Starwood Capital Group Global, L.L.C. Its General manager By: /s/ Barry S. Sternlicht Name: Barry S. Sternlicht Title: Chief Executive Officer SOF-VII Management, L.L.C. By: Starwood Capital Group Global, L.L.C. Its General manager By: /s/ Barry S. Sternlicht Name: Barry S. Sternlicht Title: Chief Executive Officer

Title: Manager

SCG Hotel Management, L.L.C. By: Starwood Capital Group Global, L.L.C. \_\_\_\_\_ Its General manager By: /s/ Barry S. Sternlicht Name: Barry S. Sternlicht Title: Chief Executive Officer Starwood Capital Group Global, LLC By: /s/ Barry S. Sternlicht Name: Barry S. Sternlicht Title: Chief Executive Officer Barry S. Sternlicht /s/ Barry S. Sternlicht High Desert Gaming, LLC By: /s/ Greg Carlin Name: Greg Carlin Title: Manager LAMB Partners By: LAMB, LLC Its managing partner By: /s/ Neil Bluhm Name: Neil Bluhm Title: Managing Member LAMB, LLC By: /s/ Neil Bluhm Name: Neil Bluhm Title: Managing Member ISLE Investors, LLC By: /s/ Greg Carlin Name: Greg Carlin

Greg Carlin

/s/ Greg Carlin

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Neil Bluhm

/s/ Neil Bluhm

Dated: May 22, 2006