

MGM MIRAGE  
Form 8-K  
October 06, 2008

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549  
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): September 30, 2008  
MGM MIRAGE  
(Exact name of registrant as specified in its charter)**

DELAWARE  
(State or other jurisdiction  
of incorporation or organization)

001-10362  
(Commission File Number)

88-0215232  
(I.R.S. Employer  
Identification No.)

3600 Las Vegas Boulevard South, Las Vegas, Nevada  
(Address of Principal Executive Offices)

89109  
(Zip Code)

(702) 693-7120  
(Registrant's telephone number, including area code)

N/A

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
-

**Item 1.01 Entry into a Material Definitive Agreement.**

On September 30, 2008, MGM MIRAGE ( Company ) through IKM MGM, LLC, a wholly-owned subsidiary of the Company, entered into Amendment No. 1 ( Amendment No. 1 ) to that certain operating agreement dated September 10, 2007 ( Operating Agreement ), with Kerzner Istithmar Las Vegas LLC as members, and IKM MGM Management, LLC and Kerzner Concepts Limited as managers. The Operating Agreement was filed as an exhibit to the Company's Current Report on Form 8-K dated September 13, 2007, which Current Report is incorporated herein by reference.

The parties are continuing their comprehensive review of the casino resort project and accordingly have entered into Amendment No. 1 to extend the design and planning stage of such project to March 10, 2010. The foregoing description of Amendment No. 1 does not purport to be complete and is qualified in its entirety by Amendment No. 1 filed as Exhibit 10 hereto and incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

(a) Not applicable.

(b) Not applicable.

(c) Not applicable.

(d) Exhibits:

**No. Description**

10 Amendment No.1 to the Operating Agreement of IKM JV, LLC dated September 30, 2008.

---

**SIGNATURE**

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

**MGM MIRAGE**

Date: October 6, 2008

By: /s/ John M. McManus

Name: John M. McManus

Title: Senior Vice President, Assistant  
General

Counsel & Assistant Secretary

---

**INDEX TO EXHIBITS**

**No. Description**

10 Amendment No.1 to the Operating Agreement of IKM JV, LLC dated September 30, 2008.