

AMERISTAR CASINOS INC

Form 8-K

June 02, 2004

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**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 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): May 28, 2004

AMERISTAR CASINOS, INC.

(Exact name of registrant as specified in its charter)

Nevada
(State or other jurisdiction of incorporation or
organization)

0-22494
(Commission File Number)

88-0304799
(IRS Employer Identification
Number)

3773 Howard Hughes Parkway, Suite 490 South
Las Vegas, Nevada
(Address of principal executive offices)

89109
(Zip Code)

(702) 567-7000
(Registrant's telephone number, including area code)

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ITEM 5. OTHER EVENTS

On May 28, 2004, Ameristar Casinos, Inc. (the Company) entered into an Asset Purchase Agreement (the Asset Purchase Agreement) with Windsor Woodmont Black Hawk Resort Corp. (the Seller), pursuant to which the Company will acquire substantially all of the assets of the Seller, which owns Mountain High Casino in Black Hawk, Colorado. A copy of the Asset Purchase Agreement is being filed with the Commission as an exhibit to this Current Report on Form 8-K.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS

(c) Exhibits. Each of the exhibits listed below is incorporated herein in its entirety.

| Exhibit | Description |
|---------|---|
| 10.1 | Asset Purchase Agreement, dated as of May 28, 2004, between Ameristar Casinos, Inc. and Windsor Woodmont Black Hawk Resort Corp. (exhibits and schedules omitted) |

ITEM 9. REGULATION FD DISCLOSURE

On June 1, 2004, the Company issued a press release with respect to the Asset Purchase Agreement and transactions contemplated thereby. A copy of the press release is being furnished to the Commission under this Item 9 as an exhibit to this Current Report on Form 8-K.

The information and exhibit furnished pursuant to this Item 9 to this Current Report on Form 8-K shall not be deemed filed for purposes of the Securities Exchange Act of 1934, as amended (the Exchange Act), or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in any such filing.

SIGNATURE

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

June 1, 2004
(Date)

AMERISTAR CASINOS, INC.

By: /s/ Peter C. Walsh

Peter C. Walsh
Senior Vice President and
General Counsel

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| Exhibit | Description of Exhibit | Method of Filing |
|---------|---|-------------------------------|
| 10.1 | Asset Purchase Agreement, dated as of May 28, 2004, between Ameristar Casinos, Inc. and Windsor Woodmont Black Hawk Resort Corp. (exhibits and schedules omitted) | Filed electronically herewith |

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99.1

June 1, 2004 Press Release of the Registrant

Filed electronically herewith