

Walkoff Neil E  
 Form 3  
 April 13, 2012

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

**INITIAL STATEMENT OF 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 * Â Walkoff Neil E (Last) (First) (Middle)  C/O PINNACLE ENTERTAINMENT, INC., Â 8918 SPANISH RIDGE AVENUE (Street)  LAS VEGAS, Â NV Â 89148 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 04/10/2012	3. Issuer Name and Ticker or Trading Symbol PINNACLE ENTERTAINMENT INC. [PNK]	4. Relationship of Reporting Person(s) to Issuer  (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) EVP, Regional Operations	5. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
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**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	30,681	D	Â

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	
Stock Options (Right to Buy)	Â (1)	08/23/2017	Common Stock	60,000	\$ 10.36	D	Â
Stock Options (Right to Buy)	Â (2)	05/24/2018	Common Stock	20,000	\$ 14.25	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Walkoff Neil E C/O PINNACLE ENTERTAINMENT, INC. 8918 SPANISH RIDGE AVENUE LAS VEGAS, NV 89148	Â	Â	Â EVP, Regional Operations	Â

## Signatures

/s/ Elliot D. Hoops, Attorney-in-Fact for Neil E. Walkoff  
Date: 04/13/2012

\_\_Signature of Reporting Person Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(b)(v).
  - \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- The option vests and is exercisable in four equal annual installments beginning on August 23, 2011. The option became exercisable as to
- (1) 15,000 shares on August 23, 2011. The option becomes exercisable as to 15,000 shares on August 23, 2012, 15,000 shares on August 23, 2013, and 15,000 shares on August 23, 2014.
  - (2) The option vests and is exercisable in four equal annual installments beginning on May 24, 2012. The option becomes exercisable as to 5,000 shares on May 24, 2012, 5,000 shares on May 24, 2013, 5,000 shares on May 24, 2014, and 5,000 shares on May 24, 2015.

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### Remarks:

Exhibit List: Exhibit 24 - Power of Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.