RIVIERA HOLDINGS CORP Form SC 13D/A October 03, 2007

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

SCHEDULE 13D
Under the Securities Exchange Act of 1934
(Amendment No. 27)*

Riviera Holdings Corp. ______ (Name of Issuer) Common Stock, \$.001 per share ______ (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)

September 27, 2007

(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 1	P NO.: 769627100 NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) Flag Luxury Riv, LLC						
2			ATE BOX IF A MEMBER OF A GROUP	(a) _ (b) X			
3	SEC USE ON	SEC USE ONLY					
4	SOURCE OF	FUNDS					
	AF						
5			E OF LEGAL PROCEEDINGS IS REQUIRED (d) or 2(e)	I_I			
6	CITIZENSH	IP OR PLA	CE OF ORGANIZATION				
	Delaware						
		7	SOLE VOTING POWER				
NUMBER SHARES			992,069				
	CIALLY	8	SHARED VOTING POWER				
EACH REPORT			0				
PERSON		9	SOLE DISPOSITIVE POWER				
			992,069				
		10	SHARED DISPOSITIVE POWER				
			0				
11	AGGREGATE	AMOUNT B	ENEFICIALLY OWNED BY EACH REPORTING	PERSON			
	992 , 069						
12	CHECK BOX CERTAIN SH		GGREGATE AMOUNT IN ROW (11) EXCLUDES	; _			
13	PERCENT OF	F CLASS R	EPRESENTED BY AMOUNT IN ROW (11)				
	7.96%						
14	TYPE OF RE	EPORTING					
	00						

CUSIP NO.: 769627100 NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) RH1, LLC _____ CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) |_| (b) |X| _____ 3 SEC USE ONLY ______ SOURCE OF FUNDS WC CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) CITIZENSHIP OR PLACE OF ORGANIZATION Nevada ______ 7 SOLE VOTING POWER NUMBER OF 418,294 _____ BENEFICIALLY 8 SHARED VOTING POWER OWNED BY EACH REPORTING 9 SOLE DISPOSITIVE POWER PERSON 418,294 _____ 10 SHARED DISPOSITIVE POWER 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 418,294 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 3.36% _____ 14 TYPE OF REPORTING PERSON 00 ______

CUSIP NO.: 769627100 1 NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) FX Luxury Realty, LLC CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) |_| (b) |X| _____ 3 SEC USE ONLY ______ SOURCE OF FUNDS WC CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) CITIZENSHIP OR PLACE OF ORGANIZATION Delaware ______ 7 SOLE VOTING POWER NUMBER OF 0 _____ BENEFICIALLY 8 SHARED VOTING POWER OWNED BY 1,410,363 EACH REPORTING 9 SOLE DISPOSITIVE POWER PERSON _____ 10 SHARED DISPOSITIVE POWER 1,410,363 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,410,363 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 11.32% _____ 14 TYPE OF REPORTING PERSON 00

CUSIP NO.: 769627100

1	NAMES OF F	REPORTING	G PERSONS				
	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)						
	FX Real Estate and Entertainment Inc.						
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) _ (b) X						
3	SEC USE ON	ILY					
	SOURCE OF						
	WC						
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) _						
6	CITIZENSHI	P OR PLA	ACE OF ORGANIZATION				
	Delaware						
			SOLE VOTING POWER				
NUMBER			0				
	CIALLY	8	SHARED VOTING POWER	-			
OWNED EACH			1,410,363				
REPORT PERSON		9	SOLE DISPOSITIVE POWER	-			
			0				
		10	SHARED DISPOSITIVE POWER	-			
			1,410,363				
11	AGGREGATE 1,410,363	AMOUNT I	BENEFICIALLY OWNED BY EACH REPORTING	PERSON			
 12		TE THE 7	AGGREGATE AMOUNT IN ROW (11) EXCLUDE:				
	CERTAIN SH	IARES		1_1			
13	PERCENT OF	CLASS I	REPRESENTED BY AMOUNT IN ROW (11)				
	11.32%						
14	TYPE OF RE	PORTING					
	CO						

CUSIP NO.: 769627100

1	ONLY)							
	CKX, Inc.							
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) _ (b) X							
3	SEC USE ONL	SEC USE ONLY						
4	SOURCE OF FUNDS							
	BK 							
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) _							
6	CITIZENSHIP	OR PLA	CE OF ORGANIZATION					
	Delaware 							
		7	SOLE VOTING POWER					
NUMBER SHARES			0					
BENEFI	ICIALLY BY TING	8						
OWNED I			1,410,363					
REPORT: PERSON		9	SOLE DISPOSITIVE POWER					
			0					
		10	SHARED DISPOSITIVE POWER					
			1,410,363					
11	AGGREGATE A	MOUNT E	SENEFICIALLY OWNED BY EACH REPORTING I	PERSON				
	1,410,363							
	CERTAIN SHA	F THE A	GGREGATE AMOUNT IN ROW (11) EXCLUDES	1_1				
			EPRESENTED BY AMOUNT IN ROW (11)					
	11.32%							
14	TYPE OF REP		PERSON					
	CO							

CUSIP NO.: 769627100

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

	CKX FXLR Sto	ockhold	er Distribution Trust I		
2	CHECK THE AE	PPROPRI	ATE BOX IF A MEMBER OF A GROUP	(a) (b)	
3	SEC USE ONLY				
4	SOURCE OF FU				
	WC				
5	CHECK IF DISPURSUANT TO		E OF LEGAL PROCEEDINGS IS REQUIRED (d) or 2(e)		1_1
6	CITIZENSHIP	OR PLA	CE OF ORGANIZATION		
	Delaware				
		7	SOLE VOTING POWER		
NUMBER SHARES	OF		0		
	CIALLY	8	SHARED VOTING POWER		
EACH REPORT			1,410,363		
PERSON		9	SOLE DISPOSITIVE POWER		
			0		
		10	SHARED DISPOSITIVE POWER		
			1,410,363		
11	AGGREGATE AN	MOUNT B	ENEFICIALLY OWNED BY EACH REPORTING	PERSO	N
12	CHECK BOX IE CERTAIN SHAF		GGREGATE AMOUNT IN ROW (11) EXCLUDES		_
13	PERCENT OF C	CLASS R	EPRESENTED BY AMOUNT IN ROW (11)		
	11.32%				
14	TYPE OF REPO	ORTING 1	PERSON	_	
	00				

CUSIP NO.: 769627100

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

	CKX FXLR Sto	ockhold	er Distribution Trust II				
2				a) _ b) X			
3	SEC USE ONLY	ď					
4	SOURCE OF FU						
	WC						
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) _						
6	CITIZENSHIP	OR PLA	CE OF ORGANIZATION				
	Delaware						
		7	SOLE VOTING POWER				
NUMBER	OF		0				
SHARES BENEFI		8	SHARED VOTING POWER				
OWNED I			1,410,363				
REPORT PERSON		9	SOLE DISPOSITIVE POWER				
			0				
		10	SHARED DISPOSITIVE POWER				
			1,410,363				
11	AGGREGATE AN	MOUNT BI	ENEFICIALLY OWNED BY EACH REPORTING P	ERSON			
12	CHECK BOX IF		GGREGATE AMOUNT IN ROW (11) EXCLUDES	1_1			
13	PERCENT OF (CLASS RI	EPRESENTED BY AMOUNT IN ROW (11)				
	11.32%						
14	TYPE OF REPO	ORTING I					
	00						

CUSIP NO.: 769627100

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

	CKX FXLR St	ockhold	er Distribution Trust III					
2	CHECK THE A	PPROPRI	ATE BOX IF A MEMBER OF A GROUP	(a) (b)				
3	SEC USE ONL							
4	SOURCE OF F							
	WC							
5		CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) _						
6	CITIZENSHIP	OR PLA	CE OF ORGANIZATION					
	Delaware							
		7	SOLE VOTING POWER					
NUMBER			0					
	CIALLY	8	SHARED VOTING POWER	-				
OWNED EACH			1,410,363					
REPORT PERSON		9	SOLE DISPOSITIVE POWER	-				
			0					
		10	SHARED DISPOSITIVE POWER	_				
			1,410,363	_				
11	AGGREGATE AI	MOUNT B	ENEFICIALLY OWNED BY EACH REPORTING	PERSO	NO			
12	CHECK BOX I		GGREGATE AMOUNT IN ROW (11) EXCLUDES	 S	I_I			
13	PERCENT OF	CLASS R	EPRESENTED BY AMOUNT IN ROW (11)					
	11.32%							
14	TYPE OF REP	ORTING	PERSON					
	00							

CUSIP NO.: 769627100

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

2	CHECK THE	(a) _ (b) X						
3	SEC USE ON	EC USE ONLY						
	COLIDGE OF							
4	SOURCE OF	r unds						
 5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) _							
6	CITIZENSHI	P OR PL	ACE OF ORGANIZATION					
	Delaware							
		7	SOLE VOTING POWER					
NUMBER	S ICIALLY		0					
SHARES BENEFI		8	SHARED VOTING POWER					
OWNED EACH			1,410,363					
REPORT PERSON		9	SOLE DISPOSITIVE POWER					
			0					
		10	SHARED DISPOSITIVE POWER					
			1,410,363					
11	AGGREGATE . 1,410,363	AMOUNT 1	BENEFICIALLY OWNED BY EACH REPORTING	G PERSON				
12	CHECK BOX CERTAIN SH		AGGREGATE AMOUNT IN ROW (11) EXCLUDI	ES _				
 13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)							
	11.32%							
14	TYPE OF RE	PORTING	PERSON					
	00							

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

	MJX Flag As	ssociate	es, LLC					
2	CHECK THE A	APPROPRI	(a) (b)					
3	SEC USE ONI	SEC USE ONLY						
4	SOURCE OF I							
	AF							
5			RE OF LEGAL PROCEEDINGS IS REQUIRED 2(d) or 2(e)		I_I			
6	CITIZENSHI	 P OR PL <i>I</i>	ACE OF ORGANIZATION					
	Delaware							
			SOLE VOTING POWER					
NUMBER	CIALLY BY ING		0					
		8	SHARED VOTING POWER					
OWNED :			1,410,363					
REPORT PERSON		9	SOLE DISPOSITIVE POWER					
			0					
		10	SHARED DISPOSITIVE POWER					
			1,410,363					
11	AGGREGATE A	AMOUNT I	BENEFICIALLY OWNED BY EACH REPORTING	PERSO	4			
	1,410,363							
12	CHECK BOX CERTAIN SHA		AGGREGATE AMOUNT IN ROW (11) EXCLUDES	i	1_1			
			REPRESENTED BY AMOUNT IN ROW (11)					
	11.32%							
14	TYPE OF RE	PORTING	PERSON					
	00							
	NO.: 76962 NAMES OF RE	EPORTING	G PERSONS FION NOS. OF ABOVE PERSONS (ENTITIES	ONLY)				

LMN 134 Family Company LLC CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) |_| (b) |X| ______ 3 SEC USE ONLY -----4 SOURCE OF FUNDS AF CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) CITIZENSHIP OR PLACE OF ORGANIZATION Delaware 7 SOLE VOTING POWER NUMBER OF Ω SHARES ______ BENEFICIALLY 8 SHARED VOTING POWER OWNED BY EACH 1,410,363 _____ REPORTING 9 SOLE DISPOSITIVE POWER PERSON 10 SHARED DISPOSITIVE POWER 1,410,363 _____ 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,410,363 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 11.32% ______ 14 TYPE OF REPORTING PERSON 00 -----CUSIP NO.: 769627100 NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) Mitchell J. Nelson

2	CHECK THE A	APPROPR	TATE BOX IF A MEMBER OF A GROUP	(a) (b)			
3	SEC USE ONLY						
4	SOURCE OF FUNDS						
	00						
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) _						
6	CITIZENSHI	P OR PLA	ACE OF ORGANIZATION				
	United Stat	tes					
		7	SOLE VOTING POWER				
NUMBER	OF		0				
	CIALLY	8	SHARED VOTING POWER				
OWNED :			1,410,363				
REPORT PERSON		9	SOLE DISPOSITIVE POWER				
			0				
		10	SHARED DISPOSITIVE POWER				
			1,410,363				
11	AGGREGATE A	AMOIINT F	BENEFICIALLY OWNED BY EACH REPORTING 1	PERSON	J		
11	1,410,363		ENDITORNEL OWNED BY BROWN NELONITHO I	LINGO	•		
12		IF THE A	AGGREGATE AMOUNT IN ROW (11) EXCLUDES		I_I		
13	PERCENT OF	CLASS E	REPRESENTED BY AMOUNT IN ROW (11)				
	11.32%						
14	TYPE OF REI	PORTING	PERSON				
	IN						
	NO.: 76962 NAMES OF RI I.R.S. IDEN	EPORTING	G PERSONS TION NOS. OF ABOVE PERSONS (ENTITIES (ONLY)			
	ONIROT Liv	ing Trus	st dated 6/20/2000				

2	CHECK THE	(a) (b)			
3	SEC USE ON				
4	SOURCE OF	FUNDS			
	WC				
5	CHECK IF I		_		
6	CITIZENSH	IP OR PLA	ACE OF ORGANIZATION		
	Delaware				
		7	SOLE VOTING POWER		
NUMBER			0		
	CIALLY	8	SHARED VOTING POWER		
OWNED :			1,410,363		
REPORT PERSON		9	SOLE DISPOSITIVE POWER		
			0		
		10	SHARED DISPOSITIVE POWER		
			1,410,363	-	
11	AGGREGATE	AMOUNT E	BENEFICIALLY OWNED BY EACH REPORTING	PERSO	N
	1,410,363				
12	CHECK BOX CERTAIN SE		AGGREGATE AMOUNT IN ROW (11) EXCLUDES	;	1_1
13	PERCENT OF	F CLASS I	REPRESENTED BY AMOUNT IN ROW (11)		
	11.32%				
14	TYPE OF R	EPORTING	PERSON		
	00				
	NO.: 76962 NAMES OF I I.R.S. IDI Flag Leisu	REPORTING ENTIFICA:	TION NOS. OF ABOVE PERSONS (ENTITIES	ONLY)	
2			TATE BOX IF A MEMBER OF A GROUP	 (a)	

(b) |X| -----3 SEC USE ONLY -----SOURCE OF FUNDS AF CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) |_| 6 CITIZENSHIP OR PLACE OF ORGANIZATION Delaware 7 SOLE VOTING POWER NUMBER OF SHARES BENEFICIALLY 8 SHARED VOTING POWER OWNED BY EACH 1,410,363 REPORTING _____ PERSON 9 SOLE DISPOSITIVE POWER 10 SHARED DISPOSITIVE POWER 1,410,363 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,410,363 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES 1_1 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 11.32% TYPE OF REPORTING PERSON ._____ CUSIP NO.: 769627100 NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) MJX Real Estate Ventures, LLC 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) |_| (b) | X |

3	SEC USE O	NLY			
4	SOURCE OF	 FUNDS			
	AF				
5			RE OF LEGAL PROCEEDINGS IS REQUIRED 2(d) or 2(e)		I_I
6	CITIZENSH:	IP OR PL <i>i</i>	ACE OF ORGANIZATION		
		 7	SOLE VOTING POWER		
NUMBER	OF		0		
SHARES BENEFIC		8	SHARED VOTING POWER		
OWNED I			1,410,363		
REPORT: PERSON	ING	9	SOLE DISPOSITIVE POWER		
			0		
		10	SHARED DISPOSITIVE POWER		
			1,410,363		
11	AGGREGATE	AMOUNT E	BENEFICIALLY OWNED BY EACH REPORTING	PERSON	И
	1,410,363				
12	CHECK BOX		AGGREGATE AMOUNT IN ROW (11) EXCLUDES	; ;	I_I
13	PERCENT O	F CLASS F	REPRESENTED BY AMOUNT IN ROW (11)		
	11.32%				
14	TYPE OF R	EPORTING			
	00				
	NO.: 7696 NAMES OF 1 I.R.S. IDI Robert F.	REPORTING ENTIFICAT	TION NOS. OF ABOVE PERSONS (ENTITIES	ONLY)	
2	CHECK THE	APPROPRI	TATE BOX IF A MEMBER OF A GROUP	(a) (b)	

3	SEC USE ONI	ĽY					
4	SOURCE OF F	 FUNDS					
	00						
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) _						
6	CITIZENSHIF	OR PLA	ACE OF ORGANIZATION				
	United Stat	ces					
		7	SOLE VOTING POWER				
NUMBER	OF		0				
SHARES BENEFIC		0	SHARED VOTING POWER				
OWNED I		0					
EACH REPORT			1,410,363				
PERSON		9	SOLE DISPOSITIVE POWER				
			0				
		10	SHARED DISPOSITIVE POWER				
			1,410,363				
11	AGGREGATE A	AMOUNT E	BENEFICIALLY OWNED BY EACH REPORTING PE	ERSON			
	1,410,363						
12		 F THE Z	AGGREGATE AMOUNT IN ROW (11) EXCLUDES				
12	CERTAIN SHA		AGONEGATE AFOUNT IN NOW (II) EXCEODED	1_1			
13	PERCENT OF	CLASS F	REPRESENTED BY AMOUNT IN ROW (11)				
	11.32%						
14	TYPE OF REF		PERSON				
	IN						
		EPORTING	G PERSONS TION NOS. OF ABOVE PERSONS (ENTITIES ON	NLY)			
	Paul Kanavo						
2	CHECK THE A	APPROPR]	TATE BOX IF A MEMBER OF A GROUP (&	a) _ b) X			

3	SEC USE O	NLY			
4	SOURCE OF	FUNDS			
	00				
5			RE OF LEGAL PROCEEDINGS IS REQUIRED 2(d) or 2(e)		I_I
6	CITIZENSH	IP OR PL	ACE OF ORGANIZATION		
	United St	ates			
		7	SOLE VOTING POWER		
NUMBER	OF		0		
SHARES BENEFIC		8	SHARED VOTING POWER		
OWNED I			1,410,363		
REPORT: PERSON	ING	9	SOLE DISPOSITIVE POWER		
			0		
		10	SHARED DISPOSITIVE POWER		
			1,410,363		
11 12	1,410,363	IF THE	BENEFICIALLY OWNED BY EACH REPORTIN)N
13		F CLASS 1	REPRESENTED BY AMOUNT IN ROW (11)		
	11.32%				
14	TYPE OF R	EPORTING	PERSON		
	IN 				
	NO.: 7696 NAMES OF I.R.S. ID	REPORTING ENTIFICA	G PERSONS FION NOS. OF ABOVE PERSONS (ENTITIE	S ONLY)	
2			TATE BOY IF A MEMBER OF A CROSS	(2)	
2	CHECK THE	APPKOPR.	IATE BOX IF A MEMBER OF A GROUP	(a) (b)	· - ·
3	SEC USE O	 NLY			

4	4 SOURCE OF FUNDS						
	WC						
5			E OF LEGAL PROCEEDINGS IS REQUIRED		I_I		
6	CITIZENSHIP	OR PLA	CE OF ORGANIZATION				
	United Stat	es					
		7	SOLE VOTING POWER				
NUMBER	OF		0				
		8	SHARED VOTING POWER				
OWNED I			1,410,363				
REPORT: PERSON	ING	9	SOLE DISPOSITIVE POWER				
			0				
		10	SHARED DISPOSITIVE POWER				
			1,410,363				
11	AGGREGATE A	MOUNT E	SENEFICIALLY OWNED BY EACH REPORTING	PERSON	1		
12	CHECK BOX I CERTAIN SHA		GGREGATE AMOUNT IN ROW (11) EXCLUDES	;	I_I		
13	PERCENT OF	CLASS F	EPRESENTED BY AMOUNT IN ROW (11)				
	11.32%						
14	TYPE OF REP	ORTING	PERSON				
	IN						
	NO.: 769627 NAMES OF RE I.R.S. IDEN	PORTING	F PERSONS FION NOS. OF ABOVE PERSONS (ENTITIES	ONLY)			
	Rivacq LLC						
2	CHECK THE A	PPROPRI	ATE BOX IF A MEMBER OF A GROUP	(a) (b)			
3	SEC USE ONI						

4	SOURCE OF	FUNDS					
	AF						
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) _						
6	CITIZENSHI	IP OR PL	ACE OF ORGANIZATION				
	Delaware						
		7	SOLE VOTING POWER				
NUMBER			893,770				
	CIALLY	8	SHARED VOTING POWER				
OWNED I			0				
REPORT PERSON		9	SOLE DISPOSITIVE POWER				
			893,770				
		10	SHARED DISPOSITIVE POWER				
			0				
11 12	893 , 770		BENEFICIALLY OWNED BY EACH REPORTING PR	ERSON			
	CERTAIN SH			1_1			
13	PERCENT OF	CLASS	REPRESENTED BY AMOUNT IN ROW (11)				
	7.17%						
14	TYPE OF RE	EPORTING	PERSON				
	00						
		REPORTING ENTIFICA	G PERSONS TION NOS. OF ABOVE PERSONS (ENTITIES ON -Invest Holdings, L.L.C	NLY)			
2	CHECK THE			a) _ o) X			
3	SEC USE ON	1TA 					

4	SOURCE OF F	UNDS			
	AF				
5	CHECK IF DI		RE OF LEGAL PROCEEDINGS IS REQUIRED	_	
6	CITIZENSHIP	OR PLA	ACE OF ORGANIZATION		
	Delaware				
		7	SOLE VOTING POWER		
NUMBER	OF		0		
SHARES BENEFIC		8	SHARED VOTING POWER	· -	
OWNED I			893,770		
REPORT: PERSON	ING	9	SOLE DISPOSITIVE POWER	-	
			0		
		10	SHARED DISPOSITIVE POWER	-	
			893,770		
11 12	893 , 770		BENEFICIALLY OWNED BY EACH REPORTING AGGREGATE AMOUNT IN ROW (11) EXCLUDE		
	CERTAIN SHA			1_1	
13	PERCENT OF	CLASS F	REPRESENTED BY AMOUNT IN ROW (11)		
	7.17%				
14	TYPE OF REP	ORTING	PERSON		
	00				
	NO.: 769627 NAMES OF REI	PORTING	G PERSONS TION NOS. OF ABOVE PERSONS (ENTITIES	ONLY)	
	SOF-VII U.S	. Hotel	Holdings, L.L.C.		
2	CHECK THE A	PPROPRI	TATE BOX IF A MEMBER OF A GROUP		
3	SEC USE ONL	 У			

4	SOURCE OF	FUNDS				
	AF					
 5			RE OF LEGAL PROCEEDINGS IS REQUIRED 2(d) or 2(e)	_ _		
 6	CITIZENSHI	P OR PL	ACE OF ORGANIZATION			
	Delaware					
		7	SOLE VOTING POWER			
NUMBER			0			
SHARES BENEFI		8	SHARED VOTING POWER	_		
OWNED EACH	BY		893,770			
REPORT PERSON	_	9	SOLE DISPOSITIVE POWER	_		
			0			
		10	SHARED DISPOSITIVE POWER	_		
			893,770			
 12 	CHECK BOX CERTAIN SH		AGGREGATE AMOUNT IN ROW (11) EXCLUDE	s _		
13	PERCENT OF	CLASS 1	REPRESENTED BY AMOUNT IN ROW (11)			
	7.17%					
14	TYPE OF REPORTING PERSON					
	00					
CUSIP 1	NO.: 76962 NAMES OF R I.R.S. IDE	EPORTING	G PERSONS FION NOS. OF ABOVE PERSONS (ENTITIES	ONLY)		
	I-1/I-2 U.	S. Hold	ings, L.L.C.			
 2	CHECK THE	APPROPR	IATE BOX IF A MEMBER OF A GROUP	(a) _ (b) X		
3	SEC USE ON	ILY				

	AF						
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) _						
6	CITIZENSH	IP OR PL	ACE OF ORGANIZATION				
	Delaware						
		7	SOLE VOTING POWER				
NUMBER			0				
	CIALLY	8	SHARED VOTING POWER	_			
OWNED EACH			893,770				
REPORT PERSON		9	SOLE DISPOSITIVE POWER	_			
			0				
		10	SHARED DISPOSITIVE POWER	_			
			893,770				
12	893,770 		AGGREGATE AMOUNT IN ROW (11) EXCLUDE:	 S	 _		
13	PERCENT O	F CLASS	REPRESENTED BY AMOUNT IN ROW (11)				
	7.17% 						
14	TYPE OF R	EPORTING	PERSON				
	00						
CUSIP 1		REPORTIN ENTIFICA	G PERSONS TION NOS. OF ABOVE PERSONS (ENTITIES pportunity Fund VII-A, L.P.	ONLY)			
2	CHECK THE	APPROPR	IATE BOX IF A MEMBER OF A GROUP	(a) (b)			
3	SEC USE O	NLY					
4	SOURCE OF FUNDS						

	WC						
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) _						
6	CITIZENS	 HIP OR PLA	ACE OF ORGANIZATION				
	Delaware						
		 7	SOLE VOTING POWER				
NUMBER	OF		0				
SHARES BENEFI	CIALLY	8	SHARED VOTING POWER	_			
OWNED EACH	BY		893,770				
REPORT PERSON		9	SOLE DISPOSITIVE POWER	_			
			0				
		10	SHARED DISPOSITIVE POWER	_			
			893,770				
11	893,770	E AMOUNT E	BENEFICIALLY OWNED BY EACH REPORTING				
12	CHECK BO CERTAIN		AGGREGATE AMOUNT IN ROW (11) EXCLUDE	S	1_1		
13	PERCENT	OF CLASS F	REPRESENTED BY AMOUNT IN ROW (11)				
	7.17%						
14	TYPE OF	 REPORTING	PERSON				
	PN						
CUSIP 1	I.R.S. I	REPORTING DENTIFICAT	G PERSONS FION NOS. OF ABOVE PERSONS (ENTITIES Opportunity Fund VII-B, L.P.	ONLY)			
2	CHECK TH	E APPROPRI	IATE BOX IF A MEMBER OF A GROUP	(a) (b)			
3	SEC USE	ONLY					
4	SOURCE O						
WC							

5	CHECK IF D	1_1					
6	CITIZENSHIP OR PLACE OF ORGANIZATION						
	Delaware						
		7	SOLE VOTING POWER				
NUMBER SHARES			0	_			
	CIALLY	8	SHARED VOTING POWER				
EACH			893,770				
REPORT PERSON		9		-			
			0				
		10	SHARED DISPOSITIVE POWER	_			
			893,770				
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 893,770						
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES _						
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 7.17%						
 14	TYPE OF RE	PORTING	PERSON				
	PN						
	CUSIP NO.: 769627100 1 NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) Starwood US Opportunity Fund VII-D, L.P.						
2	 CHECK THE	APPROPRI		 (a)	 _		
				(b)			
3	SEC USE ON	ILY					
4	SOURCE OF						
	WC						

5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)						
6	CITIZENSH	IP OR PL	ACE OF ORGANIZATION				
	Delaware						
		7	SOLE VOTING POWER				
NUMBER	OF		0				
	CIALLY	8	SHARED VOTING POWER				
OWNED E EACH			893,770				
REPORTI PERSON	ING	9	SOLE DISPOSITIVE POWER				
			0				
		10	SHARED DISPOSITIVE POWER				
			893,770				
 12	893,770 CHECK BOX CERTAIN SI		AGGREGATE AMOUNT IN ROW (11) EXCLUI	 DES _			
 13			REPRESENTED BY AMOUNT IN ROW (11)				
	7.17%						
 14	TYPE OF REPORTING PERSON						
	PN						
		REPORTIN ENTIFICA	G PERSONS TION NOS. OF ABOVE PERSONS (ENTITIE tunity Fund VII-D-2, L.P.	ES ONLY)			
2	CHECK THE	APPROPR	IATE BOX IF A MEMBER OF A GROUP	(a) _ (b) X			
3	SEC USE O						
 4	SOURCE OF	 FUNDS					
	WC						
 5	CHECK IF	DISCLOSU	RE OF LEGAL PROCEEDINGS IS REQUIRED				

PURSUANT TO ITEM 2(d) or 2(e) CITIZENSHIP OR PLACE OF ORGANIZATION Delaware -----7 SOLE VOTING POWER NUMBER OF SHARES BENEFICIALLY 8 SHARED VOTING POWER OWNED BY 893,770 REPORTING 9 PERSON SOLE DISPOSITIVE POWER 10 SHARED DISPOSITIVE POWER 893,770 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 893**,**770 ______ CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES 1_1 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 7.17% TYPE OF REPORTING PERSON PN CUSIP NO.: 769627100 1 NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) Starwood Capital Hospitality Fund I-1, L.P. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP ______ 3 SEC USE ONLY -----SOURCE OF FUNDS CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) 1_1

6	CITIZENSHIE	OR PL	ACE OF ORGANIZATION		
	Delaware				
		7	SOLE VOTING POWER		
NUMBER	OF		0		
		8	SHARED VOTING POWER		
OWNED I			893,770		
REPORT: PERSON		9	SOLE DISPOSITIVE POWER		
			0		
		10	SHARED DISPOSITIVE POWER		
			893,770		
11		AMOUNT 1	BENEFICIALLY OWNED BY EACH REPORTING	PERSO	N
	893 , 770 				
12	CHECK BOX I		AGGREGATE AMOUNT IN ROW (11) EXCLUDES		1_1
13	PERCENT OF	CLASS 1	REPRESENTED BY AMOUNT IN ROW (11)		
	7.17%				
	TYPE OF REF		PERSON		
	PN				
	NO.: 769627 NAMES OF RE	EPORTING	G PERSONS FION NOS. OF ABOVE PERSONS (ENTITIES	ONLY)	
	Starwood Ca	apital 1	Hospitality Fund I-2, L.P.		
2	CHECK THE A	APPROPR	IATE BOX IF A MEMBER OF A GROUP	(a) (b)	
3	SEC USE ONI				
4	SOURCE OF E	 FUNDS			
	WC				
5			RE OF LEGAL PROCEEDINGS IS REQUIRED 2(d) or 2(e)		 _

6	CITIZENSHIP	OR PLA	CE OF ORGANIZATION		
	Delaware				
		7	SOLE VOTING POWER		
NUMBER SHARES	OF		0	_	
BENEFICOUNED I		8	SHARED VOTING POWER		
EACH REPORT			893,770	_	
PERSON		9	SOLE DISPOSITIVE POWER		
			0	-	
		10	SHARED DISPOSITIVE POWER		
			893 , 770	-	
11	AGGREGATE A	MOUNT B	ENEFICIALLY OWNED BY EACH REPORTING	PERSO	1
	893 , 770				
12	CHECK BOX I CERTAIN SHA		GGREGATE AMOUNT IN ROW (11) EXCLUDES	5	_
13	PERCENT OF	CLASS R	EPRESENTED BY AMOUNT IN ROW (11)		
	7.17%				
14	TYPE OF REP	ORTING	PERSON		
	PN				
CUSIP 1	NO.: 769627 NAMES OF RE I.R.S. IDEN	PORTING	PERSONS TION NOS. OF ABOVE PERSONS (ENTITIES	ONLY)	
	SOF-VII Man	nagement	, L.L.C.		
2	CHECK THE A	APPROPRI	ATE BOX IF A MEMBER OF A GROUP	(a) (b)	
3	SEC USE ONL	.Y			
4	SOURCE OF F				
	AF				
5			E OF LEGAL PROCEEDINGS IS REQUIRED (d) or 2(e)		I_I

6 CITIZENSHIP OR PLACE OF ORGANIZATION

	Delaware				
		7	SOLE VOTING POWER		
NUMBER	OF		0		
SHARES BENEFI	CIALLY	8	SHARED VOTING POWER	-	
OWNED EACH	ВҮ		893,770		
REPORT PERSON	_	9	SOLE DISPOSITIVE POWER	-	
			0		
		10	SHARED DISPOSITIVE POWER	-	
			893,770		
				-	
11	AGGREGATE A	MOUNT B	ENEFICIALLY OWNED BY EACH REPORTING	PERSO	N
	893 , 770				
12	CHECK BOX I CERTAIN SHA		GGREGATE AMOUNT IN ROW (11) EXCLUDES	3	I_I
13	PERCENT OF	 CLASS R	EPRESENTED BY AMOUNT IN ROW (11)		
	7.17%				
14	TYPE OF REP	ORTING	PERSON		
	00				
CUSIP 1	NO.: 769627 NAMES OF RE I.R.S. IDEN	PORTING TIFICAT	ION NOS. OF ABOVE PERSONS (ENTITIES	ONLY)	
2	CHECK THE A	PPROPRI	ATE BOX IF A MEMBER OF A GROUP	(a) (b)	_ X
3	SEC USE ONL	Y			
4	SOURCE OF F				
	AF				
5	CHECK IF DI PURSUANT TO		E OF LEGAL PROCEEDINGS IS REQUIRED		_
6	 CITIZENSHIP	OR PLA	CE OF ORGANIZATION		

	Delaware						
		7	SOLE VOTING POWER				
NUMBER	₹ OF		0				
SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON		8	SHARED VOTING POWER	_			
			893,770				
		9	SOLE DISPOSITIVE POWER	_			
1 21.001		J	0				
				_			
		10					
			893,770 	_			
11	AGGREGATE A	AMOUNT :	BENEFICIALLY OWNED BY EACH REPORTING	PERSO	N		
	893,770						
1.0			ACCURATE MANUEL IN DOL. (11) PROTECTION				
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES _						
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)						
	7.17%						
14	TYPE OF REPORTING PERSON						
	00						
CUSIP NO.: 769627100 1 NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)							
	Starwood Capital Group Global, LLC						
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) _ (b) X						
3	SEC USE ON	 LY					
4	SOURCE OF FUNDS						
	AF						
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) _						
6	CITIZENSHIP OR PLACE OF ORGANIZATION						

Connecticut SOLE VOTING POWER NUMBER OF Ω SHARES _____ BENEFICIALLY 8 SHARED VOTING POWER OWNED BY 893,770 EACH REPORTING 9 SOLE DISPOSITIVE POWER PERSON 10 SHARED DISPOSITIVE POWER 893**,**770 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 893,770 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES 12 CERTAIN SHARES ______ PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) TYPE OF REPORTING PERSON 00 ______ CUSIP NO.: 769627100 1 NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) Barry S. Sternlicht CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) |_| (b) |X| ______ 3 SEC USE ONLY ______ 4 SOURCE OF FUNDS 00 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) 1_1 6 CITIZENSHIP OR PLACE OF ORGANIZATION United States

		7	SOLE VOTING POWER		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON			123,200		
		8	SHARED VOTING POWER		
			893,770		
		9	SOLE DISPOSITIVE POWER		
			123,200		
		10	SHARED DISPOSITIVE POWER		
			893,770		
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	1,016,970				
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES				
	CERTAIN SHA		1_1		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)				
	8.16%				
14	TYPE OF REPORTING PERSON				
	IN				

This Amendment No. 27 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, Amendment No. 3 on April 5, 2006, Amendment No. 4 on May 18, 2006, Amendment No. 5 on August 2, 2006, Amendment No. 6 on August 4, 2006, Amendment No. 7 on March 12, 2007, Amendment No. 8 on March 23, 2007, Amendment No. 9 on March 26, 2007, Amendment No. 10 on March 30, 2007, Amendment No. 11 on April 17, 2007, Amendment No. 12 on April 27, 2007, Amendment No. 13 on May 4, 2007, Amendment No. 14 on May 15, 2007, Amendment No. 15 on May 16, 2007, Amendment No. 16 on May 30, 2007, Amendment No. 17 on June 1, 2007, Amendment No. 18 on June 5, 2007, Amendment No. 19 on June 11, 2007, Amendment No. 20 on June 20, 2007, Amendment No. 21 on July 19, 2007; Amendment No. 22 on August 13, 2007; Amendment No. 23 on August 16, 2007; Amendment No. 24 on August 23, 2007; Amendment No. 25 on September 18, 2007 and Amendment No. 26 on September 25, 2007 by Flag Luxury Riv, LLC; FX Luxury Realty, LLC; FX Real Estate and Entertainment Inc.; CKX, Inc.; CKX FXLR Stockholder Distribution Trust I; CKX FXLR Stockholder Distribution Trust II; CKX FXLR Stockholder Distribution Trust III; Flag Luxury Properties, LLC; MJX Flag Associates, LLC; Flag Leisure Group, LLC; MJX Real Estate Ventures, LLC; LMN 134 Family Company LLC; Mitchell Nelson; ONIROT Living Trust dated 6/20/2000; Robert F.X. Sillerman; Paul Kanavos; RH1, LLC; Brett Torino; Rivacq 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; and Barry S. Sternlicht with respect to the common stock, par value \$0.001 per share, of Riviera Holdings Corporation, 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 a Ninth Amended and Restated Joint Filing Agreement, dated as of October 3, 2007, a copy of which is filed herewith as Exhibit 10.38 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

Item 2 is hereby supplemented as follows:

CKX FXLR Stockholder Distribution Trust III ("Distribution Trust III"), a conventional trust formed under the laws of Delaware, is a member of FXRE with a 23.5% equity interest in FXRE. Distribution Trust III's principal business address is 650 Madison Avenue, New York, NY 10022, and its principal business is the holding of an ownership interest in FXRE.

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

Item 5 is hereby supplemented as follows:

FLR may be deemed the beneficial owner of 992,069 shares of Common Stock, which represent approximately 7.96% of the outstanding shares of Common Stock as of August 3, 2007. Rivacq may be deemed the beneficial owner of 893,770 of the foregoing shares of Common Stock, which represent approximately 7.17% of the outstanding shares of Common Stock as of August 3, 2007.

RH1 may be deemed the beneficial owner of 418, 294 shares of Common Stock, which respresent approximately 3.36% of the outstanding shares of Common Stock as of August 3, 2007. FXLR, as a member of FLR with a 100% equity interest in FLR, and as a member of RH1 with a 100% equity interest in RH1, may be deemed the beneficial owner of 1,410,363 shares of Common Stock, which represent approximately 11.32% of the outstanding shares of Common Stock as of August 3, 2007. FXRE, as a member of FXLR with a 100% equity interest in FXLR, may be deemed the beneficial owner of the foregoing shares of Common Stock.

On September 27, 2007, CKX transferred a 23.5% equity interest in FXRE to Distribution Trust III. As a result, CKX, as a shareholder of FXRE with a 2% equity interest in FXRE, may also be deemed to have beneficial ownership of the

foregoing shares of Common Stock. Distribution Trust I, as a shareholder of FXRE with an approximate 9.4% equity interest in FXRE, may also be deemed to have beneficial ownership of the foregoing shares of Common Stock. Distribution Trust II, as a shareholder of FXRE with an approximate 15.35% equity interest in FXRE, may also be deemed to have beneficial ownership of the foregoing shares of Common Stock. Distribution Trust III, as a shareholder of FXRE with an approximate 23.5% equity interest in FXRE, may also be deemed to have beneficial ownership of the foregoing shares of Common Stock.

FLP, as a shareholder of FXRE with a 49.75% equity interest in FXRE, may also be deemed to have beneficial ownership of the foregoing shares of Common Stock. MJX, as a member of FLP with an approximate 26% equity interest in FLP, may also be deemed to have beneficial ownership of the foregoing shares of Common Stock. FLG, as a member of FLP with an approximate 6.6% equity interest in FLP, may also be deemed to have beneficial ownership of the foregoing shares of Common Stock. ONIROT, as a member of FLP with a 26.36% equity interest in FLP, may also be deemed to have beneficial ownership of the foregoing shares of Common Stock. LMN134, as a member of MJX with an approximate 1.67% equity interest in MJX, may also be deemed to have beneficial ownership of the foregoing shares of Common Stock. Mitchell Nelson, as managing member of LMN134, may also be deemed to have beneficial ownership of the foregoing shares of Common Stock. MREV, as a member of MJX with an approximate 98.33% equity interest in MJX, and as a member of FLG with a 33.33% equity interest in FLG, may also be deemed to have beneficial ownership of the foregoing shares of Common Stock. Robert F.X. Sillerman, as President of MJX and as President and sole member of MREV, may also be deemed to have beneficial ownership of the foregoing shares of Common Stock. Paul Kanavos, as President of FLR, President and member of FLG with an approximate 33.33% equity interest in FLG, and as President and member of FLP with an approximate 36.1% equity interest in FLP, may also be deemed to have beneficial ownership of the foregoing shares of Common Stock. Brett Torino, as a member of FLG with an approximate 33.33% equity interest in FLG, and as sole trustee and beneficiary of ONIROT, may also be deemed to have beneficial ownership of the foregoing shares of Common Stock.

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

Response unchanged.

ITEM 7. MATERIAL TO BE FILED AS EXHIBITS.

Item 7 is hereby supplemented as follows:

10.38 Ninth Amended and Restated Joint Filing Agreement, dated October 3, 2007 by and among Flag Luxury Riv, LLC; FX Luxury Realty, LLC; FX Real Estate and Entertainment Inc.; CKX, Inc.; CKX FXLR Stockholder Distribution Trust I; CKX FXLR Stockholder Distribution Trust II; CKX FXLR Stockholder Distribution Trust III; Flag Luxury Properties, LLC; MJX Flag Associates, LLC; Flag Leisure Group, LLC; MJX Real Estate Ventures, LLC; LMN 134 Family Company LLC; Mitchell J. Nelson; ONIROT Living Trust dated 6/20/2000; Robert F.X. Sillerman; Paul Kanavos; RH1, LLC; Brett Torino; Rivacq 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; and Barry S. Sternlicht.

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

Name: Paul Kanavos Title: President

RH1, LLC

By: FX Luxury Realty, LLC

Its sole member

By: Flag Luxury Properties, LLC

Its Managing Member

By: /s/ Paul Kanavos

Name: Paul Kanavos Title: President

 ${\sf FX}$ Real Estate and Entertainment

Inc.

By: /s/ Paul Kanavos

Name: Paul Kanavos Title: President

Flag Leisure Group, LLC

By: /s/ Paul Kanavos

Name: Paul Kanavos Title: President

Flag Luxury Properties, LLC

By: /s/ Paul Kanavos

Name: Paul Kanavos Title: President

Paul Kanavos

/s/ Paul Kanavos

[Amendment No. 27 to Schedule 13D]

FX Luxury Realty, LLC

By: Flag Luxury Properties, LLC

Its Managing Member

By: /s/ Paul Kanavos

Name: Paul Kanavos Title: President

[Amendment No. 27 to Schedule 13D]

CKX FXLR Stockholder Distribution Trust I

By: /s/ Richard G. Cushing

Name: Richard G. Cushing

Title: Trustee

CKX FXLR Stockholder Distribution Trust II

By: /s/ Richard G. Cushing

Name: Richard G. Cushing

Title: Trustee

CKX FXLR Stockholder Distribution Trust III

By: /s/ Richard G. Cushing

Name: Richard G. Cushing

Title: Trustee

[Amendment No. 27 to Schedule 13D]

MJX Flag Associates, LLC

By: /s/ Robert F.X. Sillerman

Name: Robert F.X. Sillerman

Title: President

CKX, Inc.

By: /s/ Robert F.X. Sillerman

Name: Robert F.X. Sillerman Title: Chief Executive Officer

MJX Real Estate Ventures, LLC

By: /s/ Robert F.X. Sillerman

Name: Robert F.X. Sillerman

Title: Member

Robert F.X. Sillerman

/s/ Robert F.X. Sillerman

[Amendment No. 27 to Schedule 13D]

LMN 134 Family Company LLC

By: /s/ Mitchell J. Nelson

Name: Mitchell J. Nelson Title: Managing Member

Mitchell J. Nelson

/s/ Mitchell J. Nelson

[Amendment No. 27 to Schedule 13D]

ONIROT Living Trust Dated 06/20/2000

[Amendment No. 27 to Schedule 13D]

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.

[Amendment No. 27 to Schedule 13D]

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

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[Amendment No. 27 to Schedule 13D]
                                   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
[Amendment No. 27 to Schedule 13D]
                                   SOF-VII Management, L.L.C.
                                   By: Starwood Capital Group Global, L.L.C.
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Its General Manager

By: /s/ Barry S. Sternlicht

Name: Barry S. Sternlicht Title: Chief Executive Officer

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

Dated: Octorber 3, 2007

[Amendment No. 27 to Schedule 13D]