FERTITTA FRANK J III
Form 5
February 14, 2007

FORM 5

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

ANNUAL STATEMENT OF CHANGES IN 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

OMB APPROVAL
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).
Form 3 Holdings Reported
Form 4 Transactions Reported

1. Name and Address of Reporting Person *
FERTITTA FRANK J III

(Last) (First) (Middle)

2411 WEST SAHARA AVENUE

(Street)

LAS VEGAS,Â NVÂ 89102

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
STATION CASINOS INC [STN]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2006

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Chairman of the Board and CEO

6. Individual or Joint/Group Reporting

(check applicable line)

_X_ Form Filed by One Reporting Person
___ Form Filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Common Stock	02/24/2006	Â	J(5)	270,565	D	$ (5)	345,667	I	By Trust (2)
Common Stock	02/24/2006	Â	J(5)	270,565	A	$ (5)	3,457,711	I	By Trust (1)
Common Stock	04/03/2006	Â	J(6)	345,667	D	$ (6)	0	I	By Trust (2)
Common Stock	04/03/2006	Â	J(6)	345,667	A	$ (6)	345,667	I	By Trust (7)

Common Stock	04/12/2006	Â	J[8]	345,667	D	$ [8]	0	I	By Trust [7]
Common Stock	04/12/2006	Â	J[8]	345,667	A	$ [8]	345,667	I	By Self as Manager [10]
Common Stock	04/13/2006	Â	J[8]	152,500	D	$ [8]	0	I	By Self as Settlor/Trustee [9]
Common Stock	04/13/2006	Â	J[8]	152,500	A	$ [8]	498,167	I	By Self as Manager [10]
Common Stock	04/13/2006	Â	J[8]	45,200	D	$ [8]	81,051	I	By Self as Settlor [4]
Common Stock	04/13/2006	Â	J[8]	45,200	A	$ [8]	543,367	I	By Self as Manager [10]
Common Stock	04/13/2006	Â	J[8]	42,850	D	$ [8]	38,201	I	By Self as Settlor [4]
Common Stock	04/13/2006	Â	J[8]	42,850	A	$ [8]	586,217	I	By Self as Manager [10]
Common Stock	04/13/2006	Â	J[8]	38,201	D	$ [8]	0	I	By Self as Settlor [4]
Common Stock	04/13/2006	Â	J[8]	38,201	A	$ [8]	624,418	I	By Self as Manager [10]
Common Stock	06/07/2006	Â	G	2,575	D	$ [3]	3,455,136	I	By Trust [1]
Common Stock	06/30/2006	Â	G	236	A	$ [3]	236	I	By Self as Settlor [4]
Common Stock	06/30/2006	Â	G	224	A	$ [3]	460	I	By Self as Settlor [4]
Common Stock	07/05/2006	Â	G	206	A	$ [3]	666	I	By Self as Settlor [4]
Common Stock	07/05/2006	Â	G	258	A	$ [3]	924	I	By Self as Settlor [4]
Common Stock	07/06/2006	Â	G	210	D	$ [3]	3,454,926	I	By Trust [1]
Common Stock	07/06/2006	Â	G	286	D	$ [3]	3,454,640	I	By Trust [1]
Common Stock	07/06/2006	Â	G	286	A	$ [3]	1,210	I	By Self as Settlor [4]
Common Stock	07/06/2006	Â	G	286	D	$ [3]	3,454,354	I	By Trust [1]
Common Stock	07/06/2006	Â	G	286	A	$ [3]	1,496	I	By Self as Settlor [4]

Common Stock	08/02/2006	Â	G	274	D	$ (3)	3,454,080	I	By Trust (1)
Common Stock	08/02/2006	Â	G	258	D	$ (3)	3,453,822	I	By Trust (1)

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

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. of D Se Be O Ei Is Fi (I
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FERTITTA FRANK J III 2411 WEST SAHARA AVENUE LAS VEGAS,Â NVÂ 89102	Â X	Â	Â Chairman of the Board and CEO	Â

Signatures

Frank J. Fertitta III	02/14/2007
**Signature of Reporting Person	Date

Explanation of Responses:

***** If the form is filed by more than one reporting person, see Instruction 4(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).

(1) The Frank J. Fertitta, III and Jill Ann Fertitta Family Trust u/a/d 9/10/91, as amended and restated. STN shares held as husband's separate property.

(2) The Frank J. Fertitta, III 2004 QuickGRAT u/a/d 2/26/04.

(3) Gift.

(4) Activity is for the Kelley-Anne N. Fertitta Trust u/a/d 10/1/93, the Victoria G. Fertitta Trust u/a/d 10/1/93, and/or the Frank J. Fertitta, IV Trust u/a/d 4/26/95 (F/B/O reporting the person's minor children), of which the reporting person is Settlor.

(5) This amount represents an exchange of stock of 270,565 shares of Station Casinos, Inc. common stock between the reporting person and a GRAT of which the reporting person is the trustee. Each transfer of common stock of the Issuer between the reporting person and the GRAT qualifies as only a change in form of the reporting person's beneficial ownership which does not change the number of shares beneficially owned by the reporting person or the GRAT, directly or indirectly.

(6) This amount represents the transfer of stock of 345,667 shares of Station Casinos, Inc. common stock between a GRAT and The Frank J. Fertitta, III Family Irrevocable Trust dtd 2/26/2004 (the "Remainder Beneficiary Trust") of which the reporting person is the Trustee/Settlor. Each transfer of common stock of the Issuer between the GRAT and Remainder Beneficiary Trust qualifies as only a change in form of the reporting person's beneficial ownership which does not change the number of shares beneficially owned by the reporting person, the GRAT, or the Remainder Beneficiary Trust, directly or indirectly.

(7) The Remainder Beneficiary Trust.

(8) Activity reflects the transfer of stock of Station Casinos, Inc. common stock between the reportng person's various minor children's trusts, of which the reporting person is Settlor/Trustee and KVF Investments, LLC (F/B/O the reporting person's minor children)(the "LLC") of which the reporting person is Manager. Each transfer of common stock of the Issuer betweeen the various trusts and the LLC qualifies as only a change in form of the reporting person's beneficial ownership which does not change the number of shares beneficially owned by the reporting person, the various trusts, or the LLC, directly or indirectly.

(9) The Fertitta Children's Trust u/a/d 5/15/93 (F/B/O the reporting person's minor children) of which the reporting person is Settlor/Trustee.

(10) KVF Investments, LLC (F/B/O the reporting person's minor children) of which the reporting person is Manager.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure.
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