RIVIERA HOLDINGS CORP Form SC 13D/A September 18, 2007

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

SCHEDULE 13D
Under the Securities Exchange Act of 1934
(Amendment No. 25)*

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 17, 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	IP NO.: 769627100 NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) Riv Acquisition Holdings Inc.							
2			ATE BOX IF A MEMBER OF A GROUP	(a) _ (b) X				
3	SEC USE ON	SEC USE ONLY						
4	SOURCE OF	FUNDS						
	WC							
5		CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) _						
6	CITIZENSH	IP OR PLA	CE OF ORGANIZATION					
	Delaware							
		7	SOLE VOTING POWER					
NUMBER			1,147,550					
	CIALLY	8	SHARED VOTING POWER	•				
OWNED EACH			0					
REPORT PERSON		9	SOLE DISPOSITIVE POWER					
			1,147,550					
		10	SHARED DISPOSITIVE POWER					
			0					
1.1	3.00DE03.00	AMOUNE D		PERCON				
11		AMOUNI B	ENEFICIALLY OWNED BY EACH REPORTING	PERSON				
	1,147,550		CODECATE ANGUNE IN DOM (11) PROLUDES	 ,				
	CERTAIN SI		GGREGATE AMOUNT IN ROW (11) EXCLUDES	_ _				
13	PERCENT OF	F CLASS R	EPRESENTED BY AMOUNT IN ROW (11)					
	9.21%							
14	TYPE OF RI	EPORTING						
	СО							

CUSIP NO.: 769627100 NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) Flag Luxury Riv, LLC CHECK THE APPROPRIATE 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) CITIZENSHIP OR PLACE OF ORGANIZATION Delaware ______ 7 SOLE VOTING POWER NUMBER OF 418,294 _____ BENEFICIALLY 8 SHARED VOTING POWER OWNED BY EACH 573,775 REPORTING 9 SOLE DISPOSITIVE POWER PERSON 418,294 _____ 10 SHARED DISPOSITIVE POWER 573,775 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 992**,**069 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 7.96% ._____ TYPE OF REPORTING PERSON 14 00

CUSIP NO.: 769627100

1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)							
	RH1, LLC							
2	CHECK THE	APPROPR	IATE BOX IF A MEMBER OF A GROUP	(a) _ (b) X				
3	SEC USE ONLY							
4	SOURCE OF FUNDS							
5	CHECK IF D	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) _						
6	CITIZENSHI	P OR PL	ACE OF ORGANIZATION					
	Nevada							
		7	SOLE VOTING POWER					
NUMBER		OF	418,294					
SHARES BENEFI OWNED	CIALLY	8	SHARED VOTING POWER					
EACH			0					
REPORT PERSON		9	SOLE DISPOSITIVE POWER					
			418,294					
		10	SHARED DISPOSITIVE POWER					
			0					
11		AMOUNT 1	BENEFICIALLY OWNED BY EACH REPORTING	PERSON				
	418,294							
12	CHECK BOX CERTAIN SH		AGGREGATE AMOUNT IN ROW (11) EXCLUDES	1_1				
13	PERCENT OF	CLASS	REPRESENTED BY AMOUNT IN ROW (11)					
	3.36%							
14	TYPE OF RE	PORTING						
	00							

CUSIP NO.: 769627100

NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)								
	FX Luxury	Realty,	LLC					
2	CHECK THE .	APPROPR	IATE BOX IF A MEMBER OF A GROUP	(a) (b)				
3	SEC USE ON							
4	SOURCE OF	 FUNDS						
	WC							
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			0					
	CIALLY	8	SHARED VOTING POWER					
OWNED EACH	BY		1,410,363					
REPORT PERSON		9	SOLE DISPOSITIVE POWER					
			0					
		10	SHARED DISPOSITIVE POWER					
			1,410,363					
11	AGGREGATE .	AMOUNT	BENEFICIALLY OWNED BY EACH REPORTIN		1			
	1,410,363							
12	CHECK BOX CERTAIN SH.	IF THE	AGGREGATE AMOUNT IN ROW (11) EXCLUD		I_I			
			REPRESENTED BY AMOUNT IN ROW (11)					
	11.32%							
14	TYPE OF RE		PERSON					
	00							

CUSIP NO.: 769627100

1 NAMES OF REPORTING PERSONS

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

	CHECK THE AF	PROPR	TATE BOX IF A MEMBER OF A GROUP	(-)			
3 S	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) _ (b) X						
	SEC USE ONLY	<u> </u>					
4 S	SOURCE OF FU						
В	ЗK						
	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) _						
6 C	CITIZENSHIP	OR PLA	ACE OF ORGANIZATION				
D	Delaware						
		7	SOLE VOTING POWER				
NUMBER C	OF		0				
	ICIALLY BY FING	8	SHARED VOTING POWER	_			
OWNED BY EACH			1,410,363				
REPORTIN PERSON		9	SOLE DISPOSITIVE POWER	_			
			0				
		10	SHARED DISPOSITIVE POWER	_			
			1,410,363				
11 A	AGGREGATE AM	MOUNT E	BENEFICIALLY OWNED BY EACH REPORTING	- PERSC	И		
1	1,410,363						
	CHECK BOX IF		AGGREGATE AMOUNT IN ROW (11) EXCLUDE	 S	I_I		
13 P	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)						
1	11.32%						
14 T	TYPE OF REPO	ORTING	PERSON				
C	CO						

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

	Flag Luxury	/ Prope	rties, LLC						
2	CHECK THE A	(a) (b)							
3	SEC USE ONI	SEC USE ONLY							
4	SOURCE OF E								
	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 SHARES	OF		0	_					
-	CIALLY	8	SHARED VOTING POWER						
EACH			1,410,363						
REPORT: PERSON		9	SOLE DISPOSITIVE POWER	_					
			0						
		10	SHARED DISPOSITIVE POWER	_					
			1,410,363	_					
11		AMOUNT I	BENEFICIALLY OWNED BY EACH REPORTING	PERSO!	N				
	1,410,363								
	CERTAIN SHA	ARES	AGGREGATE AMOUNT IN ROW (11) EXCLUDES		1_1				
			REPRESENTED BY AMOUNT IN ROW (11)						
	11.32%								
14	TYPE OF REI	PORTING	PERSON		-				
	00								
	NO.: 76962 ⁻ NAMES OF RE		G PERSONS						

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

MJX Flag Associates, 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 PERSON 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 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) LMN 134 Family Company LLC

2	CHECK THE	APPROPRI	TATE BOX IF A MEMBER OF A GROUP	(a) (b)			
3	SEC USE ONLY						
4	SOURCE OF FUNDS						
	AF						
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 A	AMOUNT E	BENEFICIALLY OWNED BY EACH REPORTING 1	PERSON	1		
	1,410,363						
12	CHECK BOX	IF THE A	AGGREGATE AMOUNT IN ROW (11) EXCLUDES		_		
13	PERCENT OF		REPRESENTED BY AMOUNT IN ROW (11)				
	11.32%						
14	TYPE OF RE	PORTING	PERSON				
	00						
	NO.: 76962 NAMES OF RI	EPORTING	G PERSONS TION NOS. OF ABOVE PERSONS (ENTITIES (ONLY)			
	Mitchell J	. Nelson	1				

2	CHECK THE	APPROPRI	ATE BOX IF A MEMBER OF A GROUP	(a) (b)	_ X		
3	SEC USE O	NLY					
4	SOURCE OF	FUNDS					
	00						
5			E OF LEGAL PROCEEDINGS IS REQUIRED (d) or 2(e)		I_I		
6	CITIZENSH	IP OR PLA	CE OF ORGANIZATION				
	United Sta	ates					
		7	SOLE VOTING POWER				
NUMBER	OF		0				
	CIALLY	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 1,410,363	AMOUNT E	ENEFICIALLY OWNED BY EACH REPORTING	PERSON	1		
12	CHECK BOX CERTAIN SI		GGREGATE AMOUNT IN ROW (11) EXCLUDES	3	I_I		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)						
	11.32%						
14	TYPE OF RI	EPORTING	PERSON				
	IN						
		REPORTING ENTIFICAT	PERSONS ION NOS. OF ABOVE PERSONS (ENTITIES t dated 6/20/2000	ONLY)			
2.			ATE BOX IF A MEMBER OF A GROUP	 (a)	 		

				(b)	X		
3	SEC USE ON	ILY					
4	SOURCE OF	FUNDS					
	WC						
5			RE OF LEGAL PROCEEDINGS IS REQUIRED 2(d) or 2(e)		_		
6	CITIZENSHI	P OR PLA	ACE OF ORGANIZATION				
	Delaware						
		7	SOLE VOTING POWER				
NUMBER			0				
	CIALLY	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 1,410,363	AMOUNT I	BENEFICIALLY OWNED BY EACH REPORTING	PERSO:	N		
12	CHECK BOX CERTAIN SH		AGGREGATE AMOUNT IN ROW (11) EXCLUDE:	 S	_		
13	PERCENT OF	' CLASS I	REPRESENTED BY AMOUNT IN ROW (11)				
14	TYPE OF REPORTING PERSON						
	00						
	NO.: 76962 NAMES OF F I.R.S. IDE Flag Leisu	27100 REPORTING	G PERSONS FION NOS. OF ABOVE PERSONS (ENTITIES	ONLY)			
2	CHECK THE	APPROPRI	IATE BOX IF A MEMBER OF A GROUP	(a)	_ _		

3	SEC USE ONI	LY						
4	SOURCE OF E	 FUNDS						
	AF							
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) _							
6	CITIZENSHI	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 A	AMOUNT B	ENEFICIALLY OWNED BY EACH REPORTING F	PERSON				
12	CHECK BOX CERTAIN SHA		GGREGATE AMOUNT IN ROW (11) EXCLUDES	1_1				
13	PERCENT OF	CLASS R	EPRESENTED BY AMOUNT IN ROW (11)					
	11.32%							
14	TYPE OF REI	PORTING	PERSON					
	00							
CUSIP 1		EPORTING NTIFICAT	PERSONS ION NOS. OF ABOVE PERSONS (ENTITIES (ntures, LLC	DNLY)				
2	CHECK THE A	APPROPRI	ATE BOX IF A MEMBER OF A GROUP	(a)				

3	SEC USE ON	NLY						
 4	SOURCE OF	 FIINDS						
-		TONDO						
	AF 							
5			RE OF LEGAL PROCEEDINGS IS REQUIRED 2(d) or 2(e)	1_1				
6	CITIZENSH	IP OR PL	ACE OF ORGANIZATION					
	Delaware							
		 7	SOLE VOTING POWER					
		,	SOLE VOTING FOWER					
NUMBE SHARE			0					
BENEF	CICIALLY	8	SHARED VOTING POWER					
OWNED EACH) BI		1,410,363					
REPOR PERSO		9	SOLE DISPOSITIVE POWER					
			0					
		10	SHARED DISPOSITIVE POWER					
			1,410,363					
1.1	3.00DE03.EE	AMOUNT	DENDETATALLY OWNER BY BACK DEPOSITION	DEDGON				
11	AGGREGATE	AMOUNT	BENEFICIALLY OWNED BY EACH REPORTING	PERSON				
	1,410,363							
12	CHECK BOX CERTAIN SI		AGGREGATE AMOUNT IN ROW (11) EXCLUDES	1_1				
13	PERCENT OF	CLASS	REPRESENTED BY AMOUNT IN ROW (11)					
	11.32%							
14	TYPE OF RE		PERSON					
	00							
	7.000							
	NO.: 76962 NAMES OF F		G PERSONS					
	I.R.S. IDE	ENTIFICA	TION NOS. OF ABOVE PERSONS (ENTITIES	ONLY)				
	Robert F.	Robert F.X. Sillerman						
2	CHECK THE	APPROPR	IATE BOX IF A MEMBER OF A GROUP					

3	SEC USE ONLY		
4	SOURCE OF FUNDS		
	00		
5	CHECK IF DISCLO PURSUANT TO ITE	SURE OF LEGAL PROCEEDINGS IS REQUIRED 4 2(d) or 2(e)	1_1
6	CITIZENSHIP OR	PLACE OF ORGANIZATION	
	United States		
	7	SOLE VOTING POWER	
NUMBER	OF	0	
	CIALLY 8	SHARED VOTING POWER	-
OWNED EACH		1,410,363	
REPORT PERSON		SOLE DISPOSITIVE POWER	-
		0	
	10	SHARED DISPOSITIVE POWER	-
		1,410,363	
11	AGGREGATE AMOUN	BENEFICIALLY OWNED BY EACH REPORTING	PERSON
12	CHECK BOX IF TH	E AGGREGATE AMOUNT IN ROW (11) EXCLUDES	S _
13	PERCENT OF CLAS	REPRESENTED BY AMOUNT IN ROW (11)	
	11.32%		
14	TYPE OF REPORTI	NG PERSON	
	IN		
	NO.: 769627100 NAMES OF REPORT I.R.S. IDENTIFI	ING PERSONS CATION NOS. OF ABOVE PERSONS (ENTITIES	ONLY)
	Paul Kanavos		
2	CHECK THE APPRO	PRIATE BOX IF A MEMBER OF A GROUP	(a) _ (b) X
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	CITIZENSH	IP OR PLA	ACE OF ORGANIZATION				
	United Sta	ates					
		7	SOLE VOTING POWER				
NUMBER	OF		0				
	CIALLY	8	SHARED VOTING POWER				
OWNED I	BY		1,410,363				
REPORT: PERSON		9	SOLE DISPOSITIVE POWER				
			0				
		10	SHARED DISPOSITIVE POWER				
			1,410,363				
11	AGGREGATE 1,410,363	AMOUNT E	BENEFICIALLY OWNED BY EACH REPORTING F	PERSON			
12	CHECK BOX CERTAIN SI		AGGREGATE AMOUNT IN ROW (11) EXCLUDES	_			
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)						
	11.32%						
14	TYPE OF REPORTING PERSON						
	IN						
	NO.: 76962 NAMES OF I	REPORTING	G PERSONS TION NOS. OF ABOVE PERSONS (ENTITIES C	ONLY)			
	Brett Tor	ino					
2	CHECK THE	APPROPRI	TATE BOX IF A MEMBER OF A GROUP	(a) _ (b) X			
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	CITIZENSH	IP OR PL	ACE OF ORGANIZATION			
	United Sta	ates				
		7	SOLE VOTING POWER			
NUMBER	OF		0			
	CIALLY	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 1,410,363	AMOUNT 1	BENEFICIALLY OWNED BY EACH REPORTING P	ERSON		
12	CHECK BOX CERTAIN SH		AGGREGATE AMOUNT IN ROW (11) EXCLUDES	1_1		
13	PERCENT OF	CLASS	REPRESENTED BY AMOUNT IN ROW (11)			
	11.32%					
14	TYPE OF RE	EPORTING	PERSON			
	IN					
	NO.: 76962 NAMES OF F I.R.S. IDE	REPORTIN	G PERSONS FION NOS. OF ABOVE PERSONS (ENTITIES C	NLY)		
	Rivacq LLO	C				
2	CHECK THE	APPROPR	IATE BOX IF A MEMBER OF A GROUP (a) _ b) X		

4	SOURCE OF FUNDS						
	AF						
5	PURSUANT TO) ITEM :	RE OF LEGAL PROCEEDINGS IS REQUIRED 2(d) or 2(e)		1_1		
6			ACE OF ORGANIZATION				
	Delaware						
		7	SOLE VOTING POWER				
NUMBER SHARES			319,995				
BENEFI	CIALLY	8	SHARED VOTING POWER	_			
OWNED EACH			573,775				
REPORT PERSON	_	9	SOLE DISPOSITIVE POWER	_			
			319,995				
		10	SHARED DISPOSITIVE POWER	_			
			573,775				
11	AGGREGATE A	MOUNT 1	BENEFICIALLY OWNED BY EACH REPORTING	PERSO	N		
12	CHECK BOX I CERTAIN SHA		AGGREGATE AMOUNT IN ROW (11) EXCLUDE	S	1_1		
13	PERCENT OF	CLASS 1	REPRESENTED BY AMOUNT IN ROW (11)				
	7.17%						
14	TYPE OF REP	ORTING	PERSON				
	00						
	NO.: 769627 NAMES OF RE I.R.S. IDEN	PORTING	G PERSONS FION NOS. OF ABOVE PERSONS (ENTITIES	ONLY)			
			-Invest Holdings, L.L.C				
2			IATE BOX IF A MEMBER OF A GROUP	(a) (b)			
3	SEC USE ONL	 ₋ У					

4	SOURCE OF	FUNDS			
	AF				
5			RE OF LEGAL PROCEEDINGS IS REQUIRED 2(d) or 2(e)		I_I
6	CITIZENSH	IP OR PL	ACE OF ORGANIZATION		
	Delaware				
		7	SOLE VOTING POWER		
NUMBER	OF		0		
	CIALLY	8	SHARED VOTING POWER	_	
OWNED I EACH			893,770		
REPORT: PERSON	ING	9	SOLE DISPOSITIVE POWER	_	
			0		
		10	SHARED DISPOSITIVE POWER	_	
			893,770		
12	CHECK BOX CERTAIN SH		AGGREGATE AMOUNT IN ROW (11) EXCLUDE	S	I_I
13	DERCENT OF		REPRESENTED BY AMOUNT IN ROW (11)		
10	7.17%	. OEMOO	REFINEDENTED DI INICONI IN NON (II)		
	TYPE OF RE	EPORTING	PERSON		
	00				
	NO.: 76962 NAMES OF F	REPORTIN	G PERSONS TION NOS. OF ABOVE PERSONS (ENTITIES	ONLY)	
	SOF-VII U.	.S. Hote	l Holdings, L.L.C.		
2	CHECK THE	APPROPR	IATE BOX IF A MEMBER OF A GROUP	(a) (b)	
3	SEC USE ON				
4	SOURCE OF	FUNDS			

	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	CHECK BOX		AGGREGATE AMOUNT IN ROW (11) EXCLUDE	 S	_		
					' <u>-</u> '		
13	PERCENT O	F CLASS I	REPRESENTED BY AMOUNT IN ROW (11)				
	7.17% 						
14	TYPE OF R	EPORTING	PERSON				
	00						
		REPORTING ENTIFICA	G PERSONS IION NOS. OF ABOVE PERSONS (ENTITIES ings, L.L.C.	ONLY)			
2	CHECK THE	APPROPR:	IATE BOX IF A MEMBER OF A GROUP	(a) (b)			
3	SEC USE O	NLY					
4	SOURCE OF	FUNDS					

	AF						
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			0				
	CIALLY	8	SHARED VOTING POWER	_			
OWNED EACH			893,770				
REPORT PERSON		9	SOLE DISPOSITIVE POWER	_			
			0				
		10	SHARED DISPOSITIVE POWER	_			
			893,770				
	893 , 770						
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				
	00						
CUSIP 1	I.R.S. I	REPORTING DENTIFICAT	G PERSONS FION NOS. OF ABOVE PERSONS (ENTITIES OPPORTUNITY FUND VII-A, L.P.	ONLY)			
2	CHECK TH	E APPROPRI	TATE BOX IF A MEMBER OF A GROUP	(a) (b)			
3	SEC USE	ONLY					
4	SOURCE O						
	WC						

5	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			0				
	CIALLY	8	SHARED VOTING POWER	_			
OWNED 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			REPRESENTED BY AMOUNT IN ROW (11)				
	7.17%						
14	TYPE OF REE	PORTING	PERSON				
	PN						
	CUSIP NO.: 769627100 1 NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)						
			pportunity Fund VII-B, L.P.				
2	CHECK THE A		IATE BOX IF A MEMBER OF A GROUP	(a) (b)			
3	SEC USE ONI	ĽΥ					
4	SOURCE OF E						
	WC						

5			RE OF LEGAL PROCEEDINGS IS REQUIRED 2(d) or 2(e)		1_1
 6	CITIZENSH	IP OR PLA	ACE OF ORGANIZATION		
	Delaware				
		7	SOLE VOTING POWER		
NUMBER SHARES	OF		0		
	CIALLY	8	SHARED VOTING POWER		
EACH			893,770		
REPORT: PERSON	ING	9	SOLE DISPOSITIVE POWER		
			0		
		10	SHARED DISPOSITIVE POWER		
			893,770		
13	PERCENT O	F CLASS I	REPRESENTED BY AMOUNT IN ROW (11)		
10	7.17%	1 011100 1	ELIEBBRIEB DI INCONT IN ION (II)		
 14	TYPE OF R	 EPORTING	PERSON		
	PN				
CUSIP 1		REPORTING ENTIFICA:	G PERSONS FION NOS. OF ABOVE PERSONS (ENTITIES C Tunity Fund VII-D, L.P.	ONLY)	
2	CHECK THE	APPROPR	TATE BOX IF A MEMBER OF A GROUP	(a) (b)	
3	SEC USE O	NLY			
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 US Opportunity Fund VII-D-2, L.P. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (b) |X| ______ 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	CITIZENSHI	OR PL	ACE OF ORGANIZATION	
	Delaware			
		7	SOLE VOTING POWER	
NUMBER	OF		0	
SHARES BENEFI		8	SHARED VOTING POWER	
OWNED EACH			893,770	
REPORT PERSON		9	SOLE DISPOSITIVE POWER	
			0	
		10	SHARED DISPOSITIVE POWER	
			893 , 770	
11	AGGREGATE A	AMOUNT	BENEFICIALLY OWNED BY EACH REPORTING I	PERSON
	893 , 770			
12	CHECK BOX I		AGGREGATE AMOUNT IN ROW (11) EXCLUDES	1_1
13	PERCENT OF	CLASS	REPRESENTED BY AMOUNT IN ROW (11)	
	7.17%			
14	TYPE OF REI		PERSON	
	PN			
	NO.: 76962 NAMES OF RI	EPORTIN	G PERSONS TION NOS. OF ABOVE PERSONS (ENTITIES (DNLY)
	Starwood Ca	apital :	Hospitality Fund I-1, L.P.	
2	CHECK THE A	APPROPR		(a) _ (b) X
3	SEC USE ON	LY		
4	SOURCE OF I	FUNDS		
	WC			
5			RE OF LEGAL PROCEEDINGS IS REQUIRED 2(d) or 2(e)	 _

		P OR PL	ACE OF ORGANIZATION		
	Delaware				
		7	SOLE VOTING POWER		
NUMBER	OF		0		
	CIALLY	8	SHARED VOTING POWER		
OWNED :			893,770		
REPORT PERSON		9	SOLE DISPOSITIVE POWER		
			0		
		10	SHARED DISPOSITIVE POWER	- —	
			893,770		
11		AMOUNT :	BENEFICIALLY OWNED BY EACH REPORTING	F PERSO	DN
	893 , 770				
12	CERTAIN SH	ARES	AGGREGATE AMOUNT IN ROW (11) EXCLUDE		1_1
13			REPRESENTED BY AMOUNT IN ROW (11)		
	7.17%				
14	TYPE OF RE	PORTING	PERSON		
	PN				
CUSIP :	NO.: 76962 NAMES OF R I.R.S. IDE	EPORTIN	G PERSONS TION NOS. OF ABOVE PERSONS (ENTITIES	ONLY)	
	NAMES OF R	EPORTIN NTIFICA		G ONLY)	
	NAMES OF R. I.R.S. IDE	EPORTIN NTIFICA apital	TION NOS. OF ABOVE PERSONS (ENTITIES		 _
12	NAMES OF R. I.R.S. IDE	EPORTIN NTIFICA apital : APPROPR	TION NOS. OF ABOVE PERSONS (ENTITIES Hospitality Fund I-2, L.P.	(a)	 _
12	NAMES OF R I.R.S. IDE Starwood C. CHECK THE	EPORTIN NTIFICA apital : APPROPR LY	TION NOS. OF ABOVE PERSONS (ENTITIES Hospitality Fund I-2, L.P.	(a) (b)	 _
1 2 3	NAMES OF R I.R.S. IDE Starwood C CHECK THE	EPORTIN NTIFICA apital : APPROPR LY	TION NOS. OF ABOVE PERSONS (ENTITIES Hospitality Fund I-2, L.P	(a) (b)	 _

6 CITIZENSHIP OR PLACE 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	_	
11	ACCRECATE A	MOIINT F	BENEFICIALLY OWNED BY EACH REPORTING	PERSO	NI
11	893,770	100111	SENEL TOTALD OWNED DI ENGLI RELORTINO	I LIKOO	v
12			AGGREGATE AMOUNT IN ROW (11) EXCLUDES	 S	I_I
 13	PERCENT OF (CLASS E	REPRESENTED BY AMOUNT IN ROW (11)		
	7.17%				
14	TYPE OF REP	ORTING	PERSON		
	PN				
CUSIP 1	NO.: 769627 NAMES OF REI	PORTING	G PERSONS TION NOS. OF ABOVE PERSONS (ENTITIES	ONLY)	
	SOF-VII Mana	agement 	c, L.L.C.		
2	CHECK THE A	PPROPR:	IATE BOX IF A MEMBER OF A GROUP		_ X
3	SEC USE ONL	Y			
4	SOURCE OF F	UNDS			
	AF				
5	CHECK IF DI: PURSUANT TO		RE OF LEGAL PROCEEDINGS IS REQUIRED 2(d) or 2(e)		1_1
6	CITIZENSHIP	OR PLA	ACE OF ORGANIZATION		

	Delaware				
		7	SOLE VOTING POWER		
NUMBER	OF		0		
	CIALLY	8	SHARED VOTING POWER	_	
OWNED :	BY		893,770		
REPORT PERSON	-	9	SOLE DISPOSITIVE POWER	_	
			0		
		10	SHARED DISPOSITIVE POWER	_	
			893,770		
				_	
11	AGGREGATE A	MOUNT I	BENEFICIALLY OWNED BY EACH REPORTING	PERSC	DN
	893 , 770				
12	CHECK BOX II		AGGREGATE AMOUNT IN ROW (11) EXCLUDE:	S	1_1
13	PERCENT OF	CLASS I	REPRESENTED BY AMOUNT IN ROW (11)		
	7.17%				
14	TYPE OF REP	ORTING	PERSON		
	00				
	NO.: 769627 NAMES OF RE	PORTIN	G PERSONS FION NOS. OF ABOVE PERSONS (ENTITIES	ONI.Y)	
	SCG Hotel M			,	
2			IATE BOX IF A MEMBER OF A GROUP	 (a)	 _
2		LINOIN	INTE BOX II II INDIN OF IT GROOT	(b)	X
3	SEC USE ONL	Y			
4	SOURCE OF F	 UNDS			
	AF				
5		SCLOSUI	RE OF LEGAL PROCEEDINGS IS REQUIRED		
-	PURSUANT TO				1_1
6	CITIZENSHIP	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		
				-	
11	AGGREGATE AN	OUNT I	BENEFICIALLY OWNED BY EACH REPORTING	PERSO	DN
	893 , 770				
12	CHECK BOX IF		AGGREGATE AMOUNT IN ROW (11) EXCLUDES	5	1_1
13	PERCENT OF (CLASS I	REPRESENTED BY AMOUNT IN ROW (11)		
	7.17%				
14	TYPE OF REPO	ORTING	PERSON		
	00				
CUSIP 1	111111111111111111111111111111111111111	PORTIN	G PERSONS IION NOS. OF ABOVE PERSONS (ENTITIES	ONLY)	
	Starwood Cap	oital (Group Global, LLC		
2	CHECK THE A	PROPR	IATE BOX IF A MEMBER OF A GROUP	(a) (b)	
3	SEC USE ONLY	 С			
4	SOURCE OF FU				
	AF				
 5	CHECK IF DIS	 SCLOSUI	RE OF LEGAL PROCEEDINGS IS REQUIRED		
	PURSUANT TO				_
 6	CITIZENSHIP	OR PL	ACE OF ORGANIZATION		
	Connecticut				

	7	SOLE VOTING POWER				
NUMBER		0				
	CIALLY 8	SHARED VOTING POWER				
OWNED EACH		893,770				
REPORT PERSON		SOLE DISPOSITIVE POWER				
		0				
	10	SHARED DISPOSITIVE POWER				
		893,770				
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
	893 , 770 					
12	CHECK BOX IF THE CERTAIN SHARES	AGGREGATE AMOUNT IN ROW (11) EXCLUDI	_ _			
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)					
	Barry S. Sternlicht					
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) _ (b) X					
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	CITIZENSHIP OR PI	ACE OF ORGANIZATION				
	United States					

		7	SOLE VOTING POWER			
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					
	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES _					
						13
	8.16%					
14	TYPE OF REPORTING PERSON					
	IN					

This Amendment No. 25 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 and Amendment No. 24 on August 23, 2007 by Riv Acquisition Holdings Inc.; Flag Luxury Riv, LLC; FX Luxury Realty, LLC; CKX, Inc.; 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 Seventh Amended and Restated Joint Filing Agreement, dated as of September 17, 2007, a copy of which is filed herewith as Exhibit 10.35 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

Riv Acquisition Holdings Inc. ("Parent"), a corporation formed under the laws of Delaware, is the beneficial owner of the 1,147,550 shares of Common Stock that is the subject of the T5 Option. Parent's business address is 650 Madison Avenue, New York, NY 10022 and its principal business is as an acquisition vehicle and holding company.

ITEM 3. SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION

The aggregate consideration to be provided pursuant to the Extension and Waiver Letter is \$40,521. It is anticipated that the source of funding for half of this consideration will be a capital contribution from the working capital of FXLR and the source of funding for the other half of this consideration will be capital contributions from the Opportunity Funds and Hospitality Funds.

ITEM 4. PURPOSE OF TRANSACTION

Item 4 is hereby supplemented as follows:

On September 17, 2007, Parent entered into a letter agreement with T5 (the "Extension and Waiver Letter") pursuant to which T5 agreed (i) to extend the term of the T5 Option for an additional seven days, commencing on September 18, 2007 and ending on September 24, 2007, for additional consideration in the amount of \$40, 521, and (ii) to waive all requirements contained in the T5 Option that certain approvals of the Board of Directors of the Company would have to be issued prior to the effectiveness of the grant and exercise of the option.

The foregoing and subsequent references to, and descriptions of, the Extension and Waiver Letter, are qualified in their entirety by reference to such Extension and Waiver Letter, which is incorporated by reference to Exhibit 10.34 hereto.

ITEM 5. INTEREST IN SECURITIES OF THE COMPANY

Item 5 is hereby supplemented as follows:

On September 17, 2007, pursuant to the Extension and Waiver Letter, T5 granted to Parent a fully effective and exercisable option to acquire 1,147,550 shares of Common Stock at \$23.00 per share. As a result, Parent may be deemed the beneficial owner of 1,147,550 shares of Common Stock, which represent approximately 9.21% of the outstanding shares of Common Stock as of August 3, 2007. Pursuant to the May 29 Letter Agreement, attached to the Statement as

Exhibit 10.28, FLR, a shareholder of Parent, may also be deemed the beneficial owner of 573,775 of the foregoing shares of Common Stock, which, together with the 418,294 shares of Common Stock held directly by FLR, represent approximately 7.96% of the outstanding shares of Common Stock as of August 3, 2007. Pursuant to the May 29 Letter Agreement, Rivacq, a shareholder of Parent, may also be deemed the beneficial owner of 573,775 of the foregoing shares of Common Stock, which, together with the 319,995 shares of Common Stock held directly by Rivacq, 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. CKX, as a member of FXLR with a 50% equity interest in FXLR, may also be deemed to have beneficial ownership of the foregoing shares of Common Stock. FLP, as a member of FXLR with a 50% equity interest in FXLR, 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.

SOF Co-Invest, as the sole member of Rivacq, may be deemed to have beneficial ownership of 893,770 shares of Common Stock, which represent approximately 7.17% of the outstanding shares of Common Stock as of August 3, 2007. Each of SOF VII and Hotel Fund, as the sole members of SOF Co-Invest with 25% and 75% equity interests in SOF Co-Invest, respectively, may also be deemed to have beneficial ownership of the foregoing shares of Common Stock. Each of the Opportunity Funds, as the sole members of SOF VII, may also be deemed to have beneficial ownership of the foregoing shares of Common Stock. Each of the Hospitality Funds, as the sole members of Hotel Fund, may also be deemed to have beneficial ownership of the foregoing shares of Common Stock. SOF VII Management, as the general partner of each of the Opportunity Funds, may also be deemed to have beneficial ownership of the foregoing shares of Common Stock. Hotel Management, as the general partner of each of the Hospitality Funds, may also be deemed to have beneficial ownership of the foregoing shares of Common Stock. SCGG, as the managing member of SOF VII Management and Hotel Management, may also be deemed to have beneficial ownership of the foregoing shares of

Common Stock. Barry S. Sternlicht, as the Chairman and CEO of SCGG and CEO of SOF VII and Hotel Fund, may also be deemed to have beneficial ownership of the foregoing shares of Common Stock. Mr. Sternlicht also directly holds 123,200 shares of Common Stock, which represent approximately 1.0% of the outstanding shares of Common Stock as of August 3, 2007, and which, together with the 893,770 shares of Common Stock that he may be deemed to own beneficially in his capacity as Chairman and CEO of SCGG and as an executive officer of certain affiliates as described above, constitute approximately 8.16% of the outstanding shares of Common Stock as of August 3, 2007.

- ITEM 6. CONTRACTS, ARRANGEMENTS, UNDERSTANDINGS, OR RELATIONSHIPS WITH RESPECT TO SECURITIES OF THE COMPANY.
- 30. On September 17, 2007, Parent sent to T5 the Extension and Waiver Letter. A copy of the Extension and Waiver Letter is filed herewith as Exhibit 10.34 and incorporated herein by reference.
- 31. On September 17, 2007, Parent, FLR, FXLR, CKX, FLP, MJX, FLG, MREV, LMN134, Mitchell J. Nelson, ONIROT, Robert F.X. Sillerman, Paul Kanavos, RH1, Brett Torino, Rivacq, SOF Co-Invest, SOF VII, Hotel Fund, Opportunity Fund VII-A, Opportunity Fund VII-B, Opportunity Fund VII-D, Opportunity Fund VII-D-2, Hospitality Fund I-1, Hospitality Fund I-2, SOF VII Management, Hotel Management, SCGG and Barry S. Sternlicht entered into the Seventh Amended and Restated Joint Filing Agreement. A copy of the Seventh Amended and Restated Joint Filing Agreement is filed herewith as Exhibit 10.35 and incorporated herein by reference.
- ITEM 7. MATERIAL TO BE FILED AS EXHIBITS.
 - Item 7 is hereby supplemented as follows:
 - 10.34 Letter agreement from Riv Acquisition Holdings Inc. to Triple Five Investco, LLC, via Syd Ghermezian, dated September 16, 2007 and agreed and accepted September 17, 2007.
 - 10.35 Seventh Amended and Restated Joint Filing Agreement, dated September 17, 2007 by and among Riv Acquisition Holdings Inc.; Flag Luxury Riv, LLC; FX Luxury Realty, LLC; CKX, Inc.; 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.

Riv Acquisition Holdings Inc.

By: /s/ Paul Kanavos

Name: Paul Kanavos Title: President

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

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

FX Luxury Realty, LLC

By: Flag Luxury Properties, LLC

Its Managing Member

By: /s/ Paul Kanavos

Name: Paul Kanavos Title: President

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

LMN 134 Family Company LLC

By: /s/ Mitchell J. Nelson

Name: Mitchell J. Nelson Title: Managing Member

Mitchell J. Nelson

/s/ Mitchell J. Nelson

ONIROT Living Trust Dated 06/20/2000

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. 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 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

Starwood Capital Hospitality Fund I-1, L.P.

Title: Chief Executive Officer

```
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
SOF-VII 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
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

38

/s/ Barry S. Sternlicht

Dated: September 17, 2007